

FISHIN' MICHIGAN

Bylaws

ARTICLE I NAME

The name of this organization shall be FISHIN'MICHIGAN referred to as "Club" or "Organization through the remainder of these bylaws.

ARTICLE II PURPOSE

Section 1. The purpose of this Club is identical with Article II, Section I of the constitution of; Fishin' Michigan which in part is to provide for the general education, fellowship, and dissemination of information to its members as it deals with the sports fishery. The organization is also dedicated to educating the public on improving, preserving, and promoting sports fishing in the Great Lakes, tributary streams, inland lakes and rivers.

Section 2. This Association is a non-profit, non-political, non-sectarian, fraternal, and educational organization affiliated with Michigan United Conservation Clubs.

ARTICLE III MEMBERSHIP

Membership in this Club is automatically open to any member who pays the dues set forth in the bylaws. Any paid member in good standing shall have the privilege of voting. Voting membership shall be extended to the spouse. Non-voting membership shall be granted to all dependents under the age of 18 years old. Only one (1) Board position may be held per paid membership.

ARTICLE IV OFFICERS

Section 1. Only the paid-up members who have reached the age of 18 shall have the privilege of holding an office or directorship. The officers of the Organization shall be the President, Vice-President, Secretary, and a Treasurer. Officer's terms will be limited to two successive terms of two years each for each office position, as described in Article IV section 1 of Chapter Bylaws. Officers may serve two terms in any other office position immediately following resignation of their former position as an officer.

Section 2. The governance of this Organization shall be vested in a Board of Directors consisting of four (4) officers and three (3) Directors, to include one (1) membership chairperson and one (1) MUCC representative, elected by the Chapter membership as a whole. Officer's terms will be two (2) years and staggered. The three (3) Directors will be three (3) year terms, and will also be staggered with at least one (1) Director being elected each year. All shall be voting members of Fishin' Michigan's Board of Directors. The Board of Directors may, at its discretion and by majority vote, add additional Directors as deemed necessary for the proper function of the Board of Directors.

In case of the resignation of an officer, the vacancy will be filled from the Board of Directors. In case of a vacancy or resignation of a Director, the President will appoint a member to fill the unexpired term from the list of candidates for Directors in the order of finish from the last election. If the list of candidates of Directors has been exhausted, the President will appoint a Director from the membership with Board approval.

ARTICLE V OFFICER DUTIES

Section 1. President: The President shall be the Chief Officer of the organization and shall preside at all meetings of the membership. He or she shall appoint all working committees and be an ex-officio member thereof. He or she shall have the general powers and duties of supervision and management usually vested in the office of a President of an organization. The President shall not vote except in case of a tie vote, at which time the President must cast the deciding vote.

Section 2. Vice-President: The Vice-President shall perform the duties and exercise the powers of the President, during the absence, disability, or resignation of the President, and shall perform such other duties as may be delegated to him or her by the President or Board of Directors. In addition, the Vice-President shall be the Program Director.

Section 3. Secretary: The Secretary shall attend all general membership meetings and Board of Director meetings and shall record and preserve a copy of the minutes of all proceedings. He or she shall perform other such duties as may be delegated to him or her by the President or Board of Directors. The Secretary shall read or publish the minutes of each meeting.

Section 4. Treasurer: The Treasurer shall have custody of all corporate funds and shall keep books reflecting a full and accurate accounting of all receipts and disbursements made by the Club. He or she shall disperse the funds of the Club and shall present an Annual Report at the May annual general membership meeting each year. The Organization shall pay for bonding of the Treasurer in an amount satisfactory to the Board upon his or her election. A monthly financial report will be given at the Board of Directors meetings and a synopsis at the general membership meetings.

Section 5. Absenteeism: Any member of the Board of Directors, who is absent from four (4) meetings of the Board in a one (1) year period, shall be deemed to have resigned as a member of said Board, and cease to be a member thereof. Any absence due to extenuating circumstances may be excused by majority vote of the Board of Directors.

ARTICLE VI MEETINGS

Section 1. The annual meeting shall be held on the third Monday of May each year.

Section 2. At least fifteen (15) days prior to the date of the annual meeting, all members of the Club shall receive a notice of the time and place of the annual meeting. The Secretary will send the notice of the meeting time and place.

Section 3. Special meetings of the Board of Directors may be called by the President or the majority of the Board of Directors at any time. Board members shall receive notification of the time and place of any special meetings.

Section 4. Twenty-five percent (25%) of the members of the Chapter shall constitute a quorum at an annual/monthly meeting.

Section 5. Board of Directors meetings shall be called on a regular basis by the President of the Club. Five (5) Board members constitute a quorum at a Board meeting.

Section 6. If a Board meeting falls on a holiday it may be rescheduled, by majority vote of the Board of Directors, to a more convenient time.

ARTICLE VII DISSOLUTION

Upon dissolution of the Organization, any assets of the Club shall be assigned, after the payment of debts, to a non-profit organization(s), chosen by majority vote of the Club's Board of Directors. Said organization(s) must be committed to the future of the state fisheries and or education related to the state fisheries.

ARTICLE VIII AMENDMENTS

These Bylaws may be amended by a two-thirds (2/3) vote of the members present at any annual meeting or membership meeting. All Bylaw changes must have three (3) notifications prior to any vote being taken. All notifications must be in writing or email and at least thirty (30) days given between the first and last notification.

ARTICLE XI ASSESSMENT

The Club shall have the power to assess and collect dues as determined by the Board of Directors with the knowledge of the general membership.

ARTICLE X PUBLICITY

News releases or any other public statements regarding the Club on any subject may not be published without the written consent of the Board of Directors of Fishin' Michigan.

ARTICLE XI CORRESPONDENCE

Any communication for the purpose of solicitation, with reference to the Organization name in any way, may not be published without the written consent of the Fishin' Michigan Board of Directors.

ARTICLE XII MEMBER MISCONDUCT

Any member charged with conduct harmful or prejudicial to the purpose or interest of the Organization or its members, or that causes or may tend to cause injury or embarrassment to the Club, or is in violation of its Bylaws and rules, shall be subject to citation to appear before the Board of Directors. Upon the matter being referred to the Board of Directors, it shall inform such member, in writing, of the nature of the complaint against him or her, giving him or her not less than fifteen (15) days' notice to appear before the Board of Directors to answer thereto. The Board may censure or suspend such member upon hearing the complaint if, in its judgment, the interests of the Organization demand such action. The Board may ask such member to resign or the Board may expel him or her as a member of the Club. Said individual shall have the right to seek reinstatement by a majority vote of the members present at a general membership meeting.

ARTICLE XIII AUDIT COMMITTEE

A committee at large consisting of a minimum of three (3) members including the Treasurer will be appointed each year to audit the books of the Club. The committee chairperson, who may not be the Treasurer, will certify the Annual Treasurer's Report.

ARTICLE XIV ADOPTED BOARD POLICIES

Any Board policies adopted by the Board of Directors will become an attachment to these Bylaws and enforced by the Board. These policies may be amended, added, or deleted by the Board of Directors by a majority vote of the Board of Directors and must not be in conflict with these Bylaws.

ARTICLE XV BYLAWS COMMITTEE

This committee shall meet every three (3) years to review and make recommendations to the Board of Directors in order to facilitate functional Bylaws. This committee will be appointed by the President and shall consist of four (4) members at large. They may or may not be officers of the Chapter.

ARTICLE XVI CONTINGENCY RULES

Any item not covered by these Bylaws will revert to Roberts Rules of Order for resolution.

FISHIN' MICHIGAN

BOARD POLICIES

Mileage:

Board or committee members may be reimbursed for mileage to attend approved club business or state board meetings, for one vehicle only, at \$.25 per mile based on map mileage from residence or Greater Lansing area, whichever is greater, to a major city nearest to the meeting or the actual destination and return.

Expenditures:

The Board shall seek direction from the general membership regarding any extraordinary functions and/or expenditures. A preliminary budget must be presented to the Board of Directors by the project chairpersons before any expenditure will be allowed. Project chairpersons will be given up to \$100 petty cash upon approval of the Board for incidentals, if requested, for the major events held each year. These expenses are to be documented at the conclusion of the event.

Guest Speakers:

Fishin' Michigan will provide dinner (excluding alcohol) for the guest and \$0.25 per mile (up to \$50.00) if driving from outside the greater Lansing area, and will also pay any additional fee and more than the \$50.00 mileage limit if previously approved. Speakers selling products may be excluded, at the discretion of the Board, from the \$0.25 per mile reimbursement.

August Meeting:

Fishin' Michigan will not have an August general membership meeting. Any club business may or may not be addressed at the annual August Campout. Membership must be notified prior to any business conducted at the August Campout.

October Planning Meeting:

The general membership meeting each October will include a planning session for the next calendar year events.

Vote Totals at Annual Election:

Order of finish will be published in the June newsletter following the May annual election. Vote totals will not be published.

Use of Revenue:

All funds and assets of the Organization shall be used only for purposes that are consistent with the purposes of the Club and for actual administrative expenses in conducting the affairs of Fishin' Michigan under the direction and with the approval of the Board of Directors. The Board of Directors may purchase land, building and equipment and operate and maintain the same as required to further the purpose of the Organization.

Use of Revenue for lawful purpose:

Revenues of the Club shall not be used for the benefit of any individual, member or shareholder of the qualified organization except to further the lawful purposes of the Organization.

Background Check Policy:

The success of youth education programs of the Fishin' Michigan organization is dependent upon positive adult volunteer participation.

Promoting safe and positive experiences for youth participants in events requires criminal background checks for all adults who volunteer. The following framework guides that special responsibility when youth are involved:

- Potential volunteers will provide basic information required for a criminal background check (usually to include the legal name, home address, county of residence, date of birth, ethnicity and gender).
- Findings of the criminal background check will be reviewed by the Youth Education Chairperson.
- Individuals whose background checks identify issues that potentially compromise the well-being of the youth participants and the overall positive experience will be notified by the Youth Education Chairperson or the Chapter President. Potential volunteers may provide information that might modify a decision. Decisions of the Youth Education Chairperson are final.
- Information gathered for the criminal background check is confidential and not shared with others outside the review process.
- If it has been determined that a potential volunteer does not meet the guidelines below, they cannot participate as a volunteer for activities which involve children under the age of 18.
- However, recognizing the many valuable contributions from volunteers, potential volunteers not meeting the guidelines may assist in activities which do not directly involve children under the age of 18.

General Guidelines

To qualify as a youth activity volunteer for Fishin' Michigan, a person must not have been convicted of (but not limited to) the following:

- ANY sex crime and/or be listed on a sex offender registry
- ANY crime related to children under the age 18
- ANY violent crime
- ANY drug related crime within the last five (5) years
- ANY alcohol related crime within the last five (5) years

The Fishin' Michigan Board of Directors may modify these guidelines any time at their discretion.