

VIRGINIA BEACH ANGLERS CLUB CONSTITUTION AND BYLAWS

REVISED – February 2, 2012

VIRGINIA BEACH ANGLERS CLUB, INCORPORATED

CONSTITUTION AND BYLAWS

Article I – Name

The name of this nonprofit organization shall be the Virginia Beach Anglers Club, Incorporated.

Article II – Objects

Section 1. The purpose of this organization, hereinafter referred to as the VBAC, is to encourage sport fishing, both freshwater and saltwater, while supporting prudent governmental and other policies that promote the preservation, conservation and ecology of all marine life. Specific objects are:

- A. Monitor legislative and regulatory activities relating to management of local and regional fisheries and participating actively, where appropriate, to assure the adoption of sound management policy and practices that best serve the interests of VBAC members.
- B. Promote interest and participation in recreational angling by conducting programs and activities that encourage sport fishing.
- C. Educate members and others in the techniques of sport fishing to enhance their enjoyment of the sport.
- D. Conduct social activities that create a wholesome climate for deriving the maximum pleasure from sport fishing by members, their families and guests.
- E. Plan and conduct fund raising activities to provide the revenues needed to support the above objectives.

Article III - Membership and Dues

Section 1. Any person subscribing to the purpose and objectives of the VBAC as described in Article II, is eligible for membership. Memberships shall be classified as family, individual, life and honorary.

A. Family Membership shall include all family members residing in the same household. Family Membership includes spouse and all dependent children through age seventeen (17). Dependent children over

age seventeen (17), attending a school of higher learning, and still claiming their parent's residence as their own, and dependent upon the parents for their support will fall under the family membership classification.

B. Individual membership shall include individual members eighteen (18) years of age or older. Children ages seventeen (17) and under may apply for an individual membership but they must be sponsored by an active member who is eighteen (18) years of age or older.

C. Life members, entitled to all club rights and privileges, are those members who have distinguished themselves through exceptional service to the VBAC and who have been so designated and excused from further payment of dues by the Board of Directors.

D. Honorary members shall be selected by the Board of Directors when it deems such persons are worthy of this recognition. Honorary members are exempted from payment of dues. Honorary members shall not have the power to vote. The list of honorary members shall be reviewed annually and approved by a majority vote of the Board of Directors.

Section 2. Each family, individual and life member, eighteen (18) years of age and older and in good standing, shall have one vote in all VBAC affairs brought to the membership for decision.

Section 3. Membership may be terminated by voluntary withdrawal or otherwise in pursuance of these bylaws. All rights, privileges and interests of a member shall cease on the termination of membership. Any member may, by giving written or verbal notice of such intention, withdraw from membership. Such notice shall be presented to the Board of Directors.

Section 4. For cause and upon reasonable notice, any member may be suspended or expelled. Sufficient cause for such suspension or termination of membership shall be violation of the bylaws or any lawful rule or practice duly adopted by the VBAC, or any other conduct prejudicial to its interests. Suspension or expulsion shall be by two thirds vote of the entire membership of the Board of Directors. When warranted, other disciplinary action may be prescribed in lieu of suspension or expulsion. Disciplinary action shall be prescribed by two-thirds vote of the entire membership of the Board of Directors.

Section 5. Family and individual members shall pay dues as determined by the Board of Directors. VBAC members shall be expected to participate in club activities and contribute positively to VBAC programs.

Section 6. Annual dues shall be payable in advance. Annual dues shall cover the period from January 1 through December 31. Members with dues in arrears beyond the annual March business meeting shall be dropped from the rolls and therefore forfeit all rights and privileges of membership. Members may be reinstated upon payment of current years dues.

Section 7. Membership in Good Standing. Life Members and members who have paid their dues will be considered in good standing.

Article IV - Membership Meetings

Section 1. Regular meetings of the membership shall be held on the first Thursday of each month unless otherwise directed by the President or Board of Directors.

Section 2. The annual meeting for the purpose of electing officers shall be held in December. Officers and committee chairpersons shall make year-end reports to the membership at the annual meeting.

Section 3. Fifteen members in good standing shall comprise a quorum.

Section 4. Special meetings of the membership may be called by the President or upon written request of five members. Only such business as described in the written request shall be transacted at a special meeting.

Section 5. Roberts Rules of Parliamentary Procedure shall govern the format and structure of the membership meetings in cases where they are applicable and not inconsistent with this constitution and bylaws.

Article V – Elections

Section 1. The President shall appoint a Nominating Committee as set forth in Article VIII, Section 3.

Section 2. The Nominating Committee shall prepare a slate of candidate officers and board members to be presented to the Board of Directors at the October board meeting.

Section 3. This slate shall be published in the VBAC newsletter and forwarded to the membership prior to the November meeting. The slate shall also be presented at the November membership meeting.

Section 4. Additional nominations for officer or board member positions may be made from the floor at the December meeting provided the nominee has agreed to serve if elected.

Section 5. The Board of Directors shall be elected by ballot to serve for one year or until their successors are elected. Their term of office shall begin January 1 following the election and end December 31. When there is only one candidate for an office, a raising of hand vote shall be permitted.

Article VI - Board of Directors

Section 1. The governing body of the VBAC shall be its Board of Directors, hereinafter referred to as the Board. The Board shall have charge of all business affairs of the VBAC.

Section 2. The Board shall comprise the six officers described in Article VII and nine board members. The immediate past President, if not elected as an officer, shall assume one of the board member seats for the ensuing year unless the seat as member ex-officio is declined.

Section 3. The membership shall elect the officers and board members at its scheduled December meeting each year as set forth in Article V.

Section 4. The Board shall meet monthly, on the third Thursday of the month, unless otherwise directed by the President. A majority of the membership of the Board shall constitute a quorum. Special meetings of the Board may be called at the President's discretion or when the President is petitioned in writing by three or more members of the Board.

Section 5. Any active officer or board member who misses more than two consecutive board meetings without justification acceptable to the Board may be dismissed after written notification.

Section 6. In the event of a vacancy occurring on the Board, the unexpired term shall be filled by an individual selected and approved by a majority vote of the Board.

Section 7. The Board shall maintain a Functions and Activities Manual which describes the standard operations and procedures for the VBAC. The manual shall be a collection of information that provides amplifying detail pertaining to the various functions and activities of the VBAC. The manual shall be reviewed annually by the Board and updated as required. Amendments, additions or deletions to the manual shall be approved by a majority vote of the Board.

Article VII – Officers

Section 1. The VBAC shall be administered by the active officers who shall include a President, First Vice-president, Second Vice-president, Recording Secretary, Corresponding Secretary and Treasurer. Their duties shall be as set forth in this constitution and bylaws.

Section 2. The President shall:

- A. Be the chief executive officer, presiding at all meetings of the Board and membership.
- B. Appoint all standing and special committees described in Article VIII.
- C. Serve as ex-officio member of all committees except the Nominating Committee.
- D. Represent VBAC at conferences, symposia and other meetings at which the VBAC is expected to be represented.
- E. Prepare the agenda for board meetings.

Section 3. The First Vice-president shall:

- A. In the event the President is unable to exercise his duties, assume the duties as chief executive officer as described above.
- B. Assist the President in conducting general membership or board meetings.
- C. Serve as Membership Coordinator. As such maintain records to include name, type membership, address, telephone number(s), e-mail address, boat name and current dues status.
- D. Each spring publish a Club Roster of the current club membership.
- E. Maintain list of member volunteers as submitted by committee chairs, for eligibility for participation in selection of club sponsored tournament teams.

Section 4. The Second Vice-president shall:

- A. Assist the President and First Vice-president as instructed. In the event the First Vice-president is unable to exercise his duties, assume the duties of the First Vice-president as described above.
- B. Coordinate the activities of standing and special committees as directed by the President.
- C. Serve as the VBAC Historian.

Section 5. The Recording Secretary shall:

- A. Compile and maintain a written record of all board and general membership proceedings.
- B. Report the minutes at scheduled meetings of the board and membership; and assure their safekeeping.
- C. In the absence of the President and both Vice-presidents, call for the nomination of a chairman for the meeting.
- D. Maintain Club documents to include:
 - 1. Club Constitution and By-Laws.
 - 2. Functions and Activities Manual
- E. Perform other such duties as required by the President or the Board.

Section 6. The Corresponding Secretary shall:

- A. Compile, write and publish the VBAC newsletter, Tight Lines, forwarding it to the membership before each scheduled meeting.
- B. Coordinate with the First Vice President the records required to forward the newsletter to the membership.
- C. In the event the Recording Secretary is unable to exercise assigned duties, assume the duties of Recording Secretary as described above.
- D. Assist the officers and board members with preparation of other correspondence as may be required for the effective administration of the VBAC.

Section 7. The Treasurer shall:

- A. Serve as the chief financial officer of the VBAC and provide for the safekeeping and accounting of all VBAC funds. The VBAC funds shall be deposited in an account with a local bank. The President and Treasurer shall be authorized to withdraw funds from this account. The signature of either one of these officers is to be acceptable by the bank. Only one signature is required.
- B. Collect and account for all dues, sales and tournament proceeds and such other funds that accrue to the VBAC.
- C. Pay accounts payable by check after determining their accuracy and legitimacy.
- D. Prepare an annual budget for Board approval by the end of January of each year. The fiscal year shall coincide with calendar year.
- E. Prepare and deliver a written financial report at each board and membership meeting.

F. In coordination with the President, arrange for an audit of the VBAC's accounts at least annually and as otherwise directed.

G. Prepare and file local, state and federal tax returns as required.

H. Act as the VBAC Registered Agent.

Article VIII – Committees

Section 1. The President, with assistance from the Board, shall appoint standing and special committees as required for the efficient administration of the VBAC. Standing and Special Committees will be chaired by current board members when ever possible. Standing committees shall include: Audit, Nominating, Ways and Means, Tournament, Public Relations, Prize Fish, Program, Surf Fishing and Special Events. Special committees shall be appointed as needed to respond to specific needs of the VBAC. Committee chairs shall maintain and report (to the 1st Vice President) the names of club member volunteers who worked committee functions.

Section 2. The Audit Committee, comprising two members and the Treasurer, shall assure that VBAC accounts are audited at least annually and upon a change in Treasurer.

Section 3. The Nominating Committee, comprising three members appointed by, but not including, the President, shall prepare a slate of candidates for the officer and board member positions to be presented to the Board and subsequently to the membership before the December election as prescribed in Article V. The Nominating Committee Chairperson shall preside at the election.

Section 4. The Ways and Means Committee shall plan and conduct fund raising activities for the VBAC, including advertising, trophy sponsors, raffles, merchandise sales and other activities to raise revenue. The Ways and Means Committee Chairperson shall prepare and submit to the Treasurer a written financial report, including documentation of receipts and expenditures, for each fund raising activity.

Section 5. The Tournament Committee shall be responsible for planning and conducting all VBAC tournaments. Additional duties shall include organization of subcommittees as appropriate, updating rules and procurement of promotional materials and trophies. The Tournament Committee Chairperson shall prepare and submit to the Treasurer a written financial report, including documentation of receipts and expenditures, for each tournament.

Section 6. The Public Relations Committee, in coordination with the Corresponding Secretary, shall prepare and implement communications programs to publicize the VBAC and its activities.

Section 7. The Prize Fish Committee shall plan and conduct the monthly and annual prize fish programs, assuring proper documentation of all prize fish entries. The Prize Fish Committee Chairperson shall:

- A. Review and evaluate entries submitted by members on a monthly basis and select members to receive awards at monthly meetings in accordance with the Functions and Activities Manual.
- B. Assure accurate and timely documentation of entries; provide for safeguards that protect the integrity of the prize fish competition.
- C. Maintain prize fish records needed to support the annual awards program.
- D. Prepare all awards to be presented at the annual awards banquet.

Section 8. The Program Committee shall arrange for a speaker at the monthly membership meetings and other occasions.

Section 9. Surf Fishing Committee shall be responsible for the coordination required to field club member teams to participate in Surf Fishing Tournaments held in the local area and Outer Banks.

Section ~~9~~ 10. The Special Events Committee shall be responsible for such events as the annual awards banquet, oyster roast, Christmas party and participation in shows, as deemed appropriate by the Board.

Article IX - Tournaments and Awards

Section 1. The VBAC shall sponsor a series of tournaments and make appropriate awards each year to encourage participation by members and others in sport fishing. The list of tournaments and awards shall be reviewed annually and approved by a majority vote of the Board.

Section 2. VBAC Tournament Sponsored Eligibility. Eligibility to represent VBAC in a tournament and have VBAC pay the associated entry fees is a function of the member's willingness to support the club. Members to be eligible for selection as a VBAC sponsored tournament participants must in addition to being a member in good standing, be officers or board members or have been a volunteer worker for at least one club event which include but are not limited to; club banquet, oyster roast, boat show, adopt-a-spot clean up, refreshments, raffle, apparel sales, audit, or any other committee functions as directed by the President. .

Section 3. VBAC Awards. Members considered eligible to receive an award at the VBAC Awards Banquet must be a member in good standing, as defined in Article III, section 7.

Article X – Amendments

Section 1. This constitution and bylaws may be amended, repealed or added to at any special or regular membership meeting. The proposed amendment, repeal or addition shall be published in the VBAC newsletter and shall include the date, time, and location of the meeting.

Section 2. Amendment, repeal or addition to this constitution and bylaws shall require a two-thirds majority vote of the members present.

Article XI – Dissolution

Section 1. The VBAC shall be dissolved upon a two-thirds vote of the membership. All remaining VBAC funds shall be donated to a non-profit organization specified by the Board.

APPROVED: 3 MAY 1990
F. OBAL
PRESIDENT

RECORDED: 3 MAY 1990
D. R. OBAL
SECRETARY

REVISED: October 5, 2006
Butch Eason
PRESIDENT

RECORDED: October 5, 2006
Russell Willoughby
SECRETARY

REVISED: February 2, 2012
Larry Regula
President

RECORDED: February 2, 2012
Russell Willoughby
SECRETARY