

BYLAWS OF THE DWIGHT LYDELL CHAPTER
OF THE
IZAAK WALTON LEAGUE OF AMERICA

(Ratified and Adopted May, 2003)

These Bylaws replace all previously adopted Bylaws of the Chapter.

I. NAME & PURPOSE

1.1 The name of the organization is the DWIGHT LYDELL CHAPTER OF THE IZAAK WALTON LEAGUE OF AMERICA, a Michigan non-profit corporation (the Chapter).

1.2 The purposes of the Chapter are to:

1.2.1 Conserve, maintain protect, and restore the air, soil, forest, water, wildlife and other natural resources

of Michigan, the United States of America, and other lands; and

1.2.2 To promote means and opportunities for the education of the public with respect to such resources and their enjoyment and wholesome and sustainable utilization.

II. MEMBERSHIP

2.1 Any person of good character who subscribes to and believes in the objectives and purposes of this organization shall be eligible to apply for membership in the Dwight Lydell Chapter of the Izaak Walton League of America. A Membership Committee may be formed to review and advise the Board as to the applicants eligibility. A membership application may be approved by the Board of

Directors only after the receipt of the proposed members application, accompanied by the appropriate dues for membership payable to the Dwight Lydell Chapter of the Izaak Walton League of America.

2.2 The various classes of membership shall be as defined in the National Constitution and its Bylaws, or as may from time to time be adopted by the Chapter Board of Directors. All memberships shall be recognized as Annual-National.

2.3 The organization shall recognize the following types of membership codes:

Individual (RM)

Family (FM)

Student (SM)

Honorary (HM)

Life (LM)

2.4 The appropriate dues amounts for National and Michigan membership classes shall be collected from each member applicant or renewed member and shall be remitted as prescribed by the National Office.

2.4.1 All members whose dues are paid by May 1 shall be deemed members in good standing.

2.4.2 Annual-National members shall be eligible to hold office in the Chapter and in the State, and National organizations and to act as delegates to the State and National Conventions.

III. MEMBERSHIP MEETINGS

3.1 Regular meetings and special events of the Chapter shall be held at times and places approved by the Board of Directors.

3.2 Four (4) of the regular meetings each year may be considered as business or general membership meetings without need of preparation of a meal or planning for a social event or presentation.

3.3 The Annual Meeting shall be held in May of each year.

3.4 The time and place of the Annual Meeting and of special meetings shall be set by the Board of Directors, and notice shall be given, in writing, to each member at least thirty (30) days in advance of the meeting. Said notice may be provided to the membership in the monthly Chapter news bulletin or in a special mailing.

IV. OFFICERS

4.1 The Officers of the Chapter shall

consist of a President, Vice President, Secretary, Membership Secretary, and Treasurer, who shall be elected for a term of one year at the Chapters Annual Meeting.

4.2 The Officers shall have the usual duties pertaining to parliamentary bodies and shall serve without compensation.

4.3 The President shall be the Chief Executive Officer of the Chapter, shall be Chair of the Board of Directors and an Ex-Officio and voting member of all committees except the Nominating Committee.

4.4 The Vice President shall perform the duties of the President in the Presidents absence and shall succeed to the office of President upon the death, resignation, removal or withdrawal of the President.

4.5 The Secretary shall record the

minutes of each meeting of the Board of Directors and each business and special meeting of the Chapter.

Written copies of the minutes shall be mailed or delivered to all members of the Board within twenty-five (25) days of any formal meeting.

4.6 The Membership Secretary shall keep an accurate record of all members of the Chapter, make prompt reports of membership dues to the National organization, aid and assist in the procuring of new members, and perform such duties as may be prescribed from time to time by the Board of Directors.

4.7 The Treasurer shall collect all dues, shall pay all legitimate bills of the Chapter, shall maintain accurate financial records, and shall be in charge of the Chapters financial affairs.

V. BOARD OF DIRECTORS

5.1 The Board of Directors shall constitute the governing and policy forming body of the Chapter, provided that substantial matters of policy shall be reported to the membership at the next regular meeting of the Chapter for approval, modification or rejection.

5.2 The Board of Directors shall be composed of the Officers and at least nine (9) Directors. Any National Officer who is a member of the Chapter shall be an Ex-Officio member of the Board of Directors. At no time shall the composition of the Board of Directors be allowed to fall below fourteen (14), including the Officers of the Chapter.

5.3 Directors shall be elected by the

members of the Chapter at the Annual Meeting. At least three (3) Directors shall be elected each year for three-year terms and shall serve until their respective successors are elected and installed.

5.4 The Board of Directors shall meet on a regular basis, but not fewer than six (6) times per year. The date and place of each meeting shall be determined by the Board of Directors.

5.5 A special meeting of the Board of Directors may be called by the President or by five (5) members of the Board with not less than two (2) days notice to all members of the Board.

5.6 Seven (7) members of the Board shall constitute a quorum at any meeting of the Board of Directors.

VI. ELECTIONS AND VOTING

6.1 At least three (3) months prior to the Annual Meeting, the President shall appoint a Nominating Committee consisting of three (3) members of the Chapter in good standing.

6.2 The Nominating Committee shall submit a slate of nominees for both Officers and Directors to the Secretary at least forty-five (45) days prior to the Annual Meeting.

6.3 Any member in good standing may submit to the Secretary a nomination for any office, provided that the nominee is a member in good standing and has agreed to serve in such office. Nominations by the general membership may be submitted from the floor at the Annual Meeting.

6.4 At least fifteen (15) days prior to any election, the Secretary shall send to the membership the slate of

candidates for the election. This notice may be provided in the monthly Chapter news bulletin or in a special mailing.

6.5 Officers and Directors elected at the Annual Meeting shall take office on the first day of September following the Annual Meeting. The Chapter Secretary shall notify the National Office of the election of Officers and Directors by no later than September 1 following the annual election.

6.6 At membership meetings, each member in good standing, with the exception of honorary members, shall be entitled to one vote. Other than amendments to these Bylaws, decisions on any question or election shall be by majority vote of the members present and voting.

VII. REMOVAL/VACANCIES

7.1 An Officer or Director may, for good cause, be removed from office by a majority vote of the Directors present at any regular or duly called special Board meeting. Good cause may consist of persistent failure to attend meetings or otherwise participate in the activities of the Chapter, or of actions deemed to be contrary to the best interests of the organization. An Officer or Director whose removal is proposed shall be given prior notice of the meeting at which his/her removal will be considered and afforded the opportunity to attend and be heard.

7.2 The office of any Officer or Director shall automatically become vacant through non-payment of dues for a period of sixty (60) days after

such dues become due, provided that such Officer or Director has been notified in writing by the Secretary or Treasurer at least ten (10) days prior to the expiration of said sixty (60) day period that such dues are past due and payable.

7.3 When the office of any Officer or Director, shall become vacant for any reason prior to the expiration of his or her term, a successor shall be elected by a majority of the remaining members of the Board of Directors, and the person so elected shall hold office for the unexpired portion of the term of the Officer or Director he or she is replacing.

VIII. COMMITTEES

8.1 The President and the Board of Directors may establish such

committees as may be needed to conduct the business of the Chapter.

8.2 Any committee so established may exercise any subordinate power, authority or function delegated to it by the Board or these Bylaws.

8.3 The standing committees of the Chapter may consist of, but are not limited to, the following:

8.3.1 Activities Committee

8.3.2 Budget and Finance Committee

8.3.3 Conservation Committee

8.3.4 Membership Committee

8.3.5 Property Management Committee

8.3.6 Public Relations and Newsletter Committee

8.3.7 Education Committee

8.4 The standing committees shall be composed of members in good standing and they shall meet and perform such functions as are assigned to them by the Board.

8.5 The standing committees may elect or appoint chairs or other officers, and shall prepare and operate within a budget approved by the Board. They may produce minutes, reports, and recommendations, and may, within their areas of responsibility and Board approved budgets, undertake specific projects.

8.6 The standing committees may establish such subcommittees as may be needed to carry out specific charges or projects.

8.7 The standing committees shall report to the Board on a regular basis and shall report to the membership at least once each year.

8.8 The Board of Directors may establish ad hoc committees to address issues of a special, emergency, or short term nature.

IX. EXPENSES

9.1 Consistent with the annual budget, the officers of the Chapter and chairs of its committees may incur such expenses as are reasonable and necessary to carry out the duties of their respective offices.

9.2 The traveling expenses of delegates to the Annual National Meeting of the Izaak Walton League of America and those of members representing the Chapter at any significant meeting, hearing or convention shall be paid in an amount to be determined by the Board of Directors. Each delegate, attendee or representative shall be submit to the Board of Directors a detailed expense account as a prerequisite to any reimbursement.

X. LIABILITY

10.1 To the extent permitted by law, a volunteer Director or Officer shall not be personally liable to the Chapter or its members for monetary damages for breach of a Directors or Officers fiduciary duties.

10.2 The Chapter assumes all liability to any person other than the Chapter or its members for all acts or omissions of a volunteer Director or Officer or an agent or employee of the Chapter, occurring after January 1, 1988.

XI. FINANCES

11.1 The annual dues for the Chapter shall be set by the Board of Directors, and shall be due when billed.

11.2 Members whose dues are not paid

by March 1st of the calendar year to which the dues apply shall be considered delinquent. Delinquent members shall be reviewed by the Membership Committee and may be dropped from the rolls of the Chapter if the dues are not paid by May 1st.

11.3 An annual budget covering all anticipated operating revenues and expenses of the Chapter shall be approved by the Board and presented to the membership for approval at the regular Chapter meeting in November. The membership shall be given at least thirty (30) days written notice of the budget meeting, and least fifteen (15) days opportunity to review the proposed budget prior to the meeting.

11.4 All unbudgeted disbursements of more than One Thousand Dollars (\$1,000.00) must be approved by the

membership at a regular or special meeting preceded by not less than fifteen (15) days written notice to each member.

11.5 Not later than sixty (60) days following completion of the Chapters fiscal year, the Treasurer shall submit to the Board of Directors a financial statement for that year.

Within the next sixty (60) days, this report , together with the Chapter account books, shall be reviewed by two members of the Chapter appointed by the President. Any concerns, questions or irregularities shall be immediately brought to the attention of the President and the Board.

11.6 Disbursements of Chapter funds shall be by check signed by the Treasurer or President, except as otherwise authorized by the Board of Directors.

XII. AMENDMENTS

12.1 These Bylaws may be amended by the Board of Directors only with the approval of two-thirds (2/3) of the members in good standing who are present at a regular or special membership meeting. Notice of all proposed amendment(s) shall be provided to the membership in two consecutive prior monthly Chapter news bulletins, or in a single written notice mailed to all members at least fifteen (15) days prior to the scheduled meeting.

XIII. RULES OF ORDER

13.1 The latest edition of Roberts Manual of Parliamentary Rules shall

govern all proceedings of the Chapter and all meetings of its Board and Committees, except as otherwise provided in these Bylaws.

XIV. DISSOLUTION

14.1 In the event the Dwight Lydell Chapter of the Izaak Walton League of America becomes inactive or ceases to operate and function as a chapter of the Michigan Division of the Izaak Walton League of America, and its charter has been revoked, all assets of the Chapter shall be applied and distributed as follows:

14.1.1. All liabilities and obligations shall be paid and satisfactorily discharged;

14.1.2. All assets held by the Chapter upon condition of return or transfer upon dissolution shall be

returned in accordance with such requirements;

14.1.3. No part of the assets held by the Chapter shall inure to the benefit of any member, Officer or Director of the Chapter; and

14.1.4. Any remaining assets shall be transferred or conveyed to the Michigan Division of the Izaak Walton League of America. If such State Division does not exist, then the remaining assets shall be transferred and conveyed the National Office.

Signed: May _____, 2003

President

Revised 3/17/03 jpb Secretary

