

DAKOTA ANGLERS, INC. CONSTITUTION & BY-LAWS

FELLOWSHIP - SPORTSMANSHIP - CONSERVATION – EDUCATION

P.O. BOX 1411. JAMESTOWN, NORTH DAKOTA 58402

CONSTITUTION

Article I – Name

The name of the organization shall be Dakota Anglers, Incorporated, and shall be operated as a tax exempt, non-profit organization.

Article II – Object

The object of Dakota Anglers is to encourage and promote: First, good fellowship and sportsmanship among men, women, and children; second, conservation and improvement of all sport fisheries; and third, fishing education.

Article III – Meetings

This organization shall meet regularly at least seven times each year. The annual meeting shall take place in April. The other six meeting dates shall be determined by the organization's bylaws.

Article IV – Membership

This organization shall be open to any individual wishing to participate in the objectives as set forth in Article II. Any further clarification of membership shall be stipulated in the organization's bylaws.

Article V – Dues

Members of this organization shall pay annual dues. Specific information regulating annual dues shall be specified in the organization's bylaws.

Article VI – Officers and Directors

Section 1. The officers of this organization shall be a President, Vice President, Secretary, and Treasurer. These officers shall be elected at the annual meeting and serve until the next annual meeting. Specific information regarding the authority, responsibilities, and election procedures shall be specified in the organization's bylaws.

Section 2. The business and affairs of the organization shall be managed by the Board of Directors. The exact composition, authority, and responsibility of the Board of Directors shall be specified in the bylaws of the organization.

Article VII – Amendment

Section 1. Any amendments to this constitution must be proposed and discussed at a general membership meeting one meeting prior to any vote on the amendment.

Section 2. The adoption of a proposed amendment requires a two thirds vote of the members present at the time the voted is called on the amendment proposal.

Section 3. The Board of Directors is required to give prior notice to the membership about the general membership meeting when the amendment will be proposed and discussed as well as when it will be up for vote.

BYLAWS

Article I – Membership

Section 1. There shall be two membership classifications in the organization:

1. Family Membership, which shall include all children under the age of 18 years while residing at the parent or parent's home.
2. Life Membership, which shall be a Family Membership for Past Presidents and Honorary Members, awarded this category by vote of the membership. There is no charge for a Life Membership.

Section 2. Each active member shall carry one vote during the election of Officers and Board of Directors.

Section 3. Active Member shall mean any membership classification whose dues are paid.

Article II – Fiscal Year

Section 1. The fiscal year for this organization shall begin on April 1 of each year and end on March 31 of the next year.

Section 2. An audit of the fiscal year financial records shall be performed immediately following the close of the fiscal year and a report of the audit shall be presented at the annual meeting of the organization.

Article III – Dues

Section 1. Every membership classification, excluding Life Membership shall pay \$20.00 annual dues.

Section 2. Annual dues shall become due at the beginning of the fiscal year.

Section 3. Any previously active member, who has not paid the current dues by June 1, will be dropped from the membership rolls.

Section 4. Any previously active member whose dues are not current will not be allowed to participate in any activities or functions of the organization.

Section 5. Any new member joining the organization after October 1st shall have their dues applied to the following year.

Section 6. All membership renewals, including any reinstatement of dropped members, shall be at the full annual dues rate.

Article IV – Officers

Section 1. The president shall be the principle executive officer of the organization and shall manage all of the business and affairs of the organization, subject to the direction and control of the Board of Directors. He/She shall preside at general meetings and Board of Directors meetings, unless not able to do so. He/She, with Board direction and approval, may contract in the name of the organization, counter sign financial drafts, and serve as the official signature for any organizational documents. He/She shall in general perform all duties incident to the office of the President and such other duties as prescribed by the Board of Directors.

Section 2. The Vice President, in the event of the President's absence, death, inability or refusal to act, shall perform all the duties of the President, including the powers, responsibilities, and restrictions as specified in Section 1 above. He/She shall perform such other duties which may be assigned by the President or Board of Directors.

Section 3. The Secretary shall keep the minutes of the general and board meetings; provide each Board member, at the next meeting or upon request, with a copy of the minutes; be the custodian of the organization's records; and in general perform all the duties incident to the office of Secretary as well as other duties assigned by the President (acting in a Presidential capacity), or the Board of Directors.

Section 4. The Treasurer, with the direction and approval of the President and/or the Board, shall be responsible for the funds and securities of the organization; be responsible for depositing of funds and issuing drafts to pay organizational expenditures; and in general perform all the duties incident to the office of Treasurer as well as other duties which may be assigned by the President, Vice President (acting in a Presidential capacity), or the Board of Directors.

Section 5. In the event that an officer is not able to perform or fulfill his/her duties or requirements, it shall be the responsibility of the Board of Directors to appoint a person to fill the unexpired term.

Article V – Board of Directors

Section 1. There shall be nine members of the Board of Directors of this organization.

Section 2. The Board of Directors shall consist of the elected officers; the most immediate Past-President that still remains an active member; and four directors elected from the membership at the annual meeting.

Section 3. Of the four directors elected from the membership, two must be willing and able to serve as chairman of the Membership or Conservation committee. The other two will serve as Board members at large.

Section 4. There must be a majority of the Board present at any board meeting to transact business and a majority action by those present shall be sufficient to pass or reject board business.

Section 5. The Board of Directors shall meet at least six times a year and may meet as often as necessary to properly manage the affairs of the organization. The first of the required six meetings shall be the organizational meeting which must be held within fifteen days after the annual meeting. Special meetings may be called at the request of any two Board Members.

Article VI – Election of Officers and Directors

Section 1. A nominating committee comprised of the President; the Past President serving on the Board of Directors; and at least one member at large, appointed by the President, shall present nominations in writing to the general membership prior to the annual meeting of the organization.

Section 2. Nominations from the floor will be entertained and accepted.

Section 3. Elections shall be by secret ballot and be determined by a simple majority of those active members in attendance at the annual meeting, in accordance with the Bylaws Article I, Section 2.

Section 4. The nominations and election of the Officers and Board of Directors shall be done in order starting with the President followed by the Vice President, the Secretary, the Treasurer, and ending with the two chairman directors and two members at large.

Section 5. No member of the organization may be nominated or elected to the office of President or Vice President without having served in at least one other capacity on the Board of Directors.

Section 6. The newly elected Officers and Board of Directors officially assume their duties and responsibilities at the conclusion of the business portion of the annual meeting.

Article VII – Committees

Section 1. This organization shall have as standing committees an Audit committee, and a Tournament committee. The chairman of these committees shall be appointed by the President.

Section 2. This organization shall have a Christ Gums Memorial, Dakota Angler of the Year Award, Committee which shall be comprised of the five most recent active recipients of the award.

Section 3. This organization may have as many ad hoc committees as necessary to cope with the short term needs or issues and the chairman of such a committee shall be appointed by the President.

Article VIII – Meetings

This organization shall hold general membership meetings in January, February, March, May, August, November, and other times as deemed necessary by the Board of Directors. The annual meeting shall be held in accordance with the organization's constitution.

Article IX – Amendment

Section 1. Any amendments to these Bylaws must be proposed and discussed at a general membership meeting one meeting prior to any vote on the amendment.

Section 2. The adoption of a proposed amendment requires a majority vote of the members present at the time the vote is called on the amendment proposal. Current as of March 14, 2012.