

# **By-Laws of the Lehigh Valley Kayak and Canoe Club**

## **Article I. CLUB NAME** *{alias, Lehigh Valley Canoe Club}*

This Association shall be called the Lehigh Valley Kayak & Canoe Club {hereinafter to be referred to as the “LVKCC”}.

## **Article II. PURPOSE**

The purpose of the LVKCC is to unite persons interested in paddle sport in the Lehigh Valley and adjacent watersheds by providing information, education, and training to increase the safety, enjoyment, and skills of its members. To this end, the LVKCC will provide:

- Exchange of information on equipment, river classification, trips, water levels, river conservation, training and river access;
- Organization of training opportunities in paddling skills, safety, and rescue techniques;
- Organization of competition in paddle sports; and,
- Organization of conservation programs and activities.

## **Article III. MEMBERSHIP**

There shall be three classifications of membership with each class holding one(1) vote, e.g.:

- Class A: Family which includes all related individuals residing within a single household;
- Class B: An Individual, and not a corporation; and,
- Class C: Honorary Individual Lifetime grants Class B membership to a person who is nominated by the Executive Committee and approved by a majority vote at a regular meeting of the

membership. Class C Members shall not pay dues, yet shall be considered members for their lifetime.

- Membership shall be open to those individuals meeting the prescribed Membership Classifications.
- With the exception of Class C Members, membership is conferred upon payment of dues.
- The membership year shall correspond to the LVKCC's fiscal year (i.e., November 1<sup>st</sup> through October 31<sup>st</sup>).

Class A, B, C Members are granted the following privileges:

- Receipt of all club publications;
- Participation at all committee meetings; and,
- Ability to hold office and/or chair committees.

## **Article IV. OFFICERS**

**Section 1 -- Elected Officers.** The elected officers of the LVKCC are:

- President
- Vice-President
- Recording Secretary
- Treasurer
- Membership Secretary
- Members at Large (i.e., two)

Each officer can serve a maximum of three(3) consecutive one-year terms.

**Section 2 – Nomination.** The Nominating Committee shall submit a slate of candidates for LVKCC office at the October Membership Meeting. Additional nominations for office may be made from the floor at the October and November meetings, with prior approval of the nominee.

**Section 3 – Election.** The officers of the LVKCC shall be elected at the Annual November meeting by a simple majority of those members present and shall assume office immediately.

- Vacancies between elections shall be filled via appointment by the President; or, in the case of the President's vacancy, by the Vice-President; or, if necessary, by the Executive Committee.

**Section 4 – President.** The President shall preside at LVKCC meetings, appoint such committees as may be required for the conduction of LVKCC activities, and, in general, direct the activities of the LVKCC.

**Section 5 – Recording Secretary.** The Recording Secretary shall maintain a written record of membership meetings and serve as liaison for LVKCC correspondence.

**Section 6 – Treasurer.** The Treasurer receives all monies due the LVKCC, pays all bills out of funds at hand, submits both a written financial report and a written budget for the upcoming year at the annual Executive meeting, and makes sure the Club is in compliance with State and Federal tax reporting laws.

**Section 7 – Membership Secretary.** The Membership Secretary shall maintain the mailing list of all members and distribute any and all pertinent LVKCC publications to new members.

**Section 8 – Vice-President.** The Vice-President shall conduct meetings in the absence of the President and support the President in conducting club-related activities.

**Section 9 – Succession of Officers.** In the absence of the President, the following order determines succession:

- 1) President
- 2) Vice-President
- 3) Recording Secretary
- 4) Treasurer
- 5) Membership Secretary

**Section 10 – Removal of Officers.** The Executive Committee will conduct a two-thirds majority vote of the entire membership *{via e-mail}*.

## **Article V. COMMITTEES**

**Section 1 – Executive Committee.** The Executive Committee is composed of:

- Elected Officers;
- Immediate Past President; and,
- Chairpersons of all Standing and Special Committees.

Each member of the Executive Committee has one vote. A quorum for the Executive Committee is made up of two-thirds of the members present. When it is impractical to consult the general membership, the Executive Committee has the power to make decisions in the interest of the LVKCC.

**Section 2 – Nominating Committee.** The Nominating Committee shall be composed of a total of three(3) members who shall be appointed by the Executive Committee no later than August of each year. The immediate Past President shall serve as Chairperson of the Nominating Committee. The Nominating Committee shall present a slate of candidates for LVKCC offices at the October Membership Meeting.

**Section 3 – Standing Committees.** Standing committees may be established, charged, peopled or dismissed by the President.

## **Article VI. MEETINGS**

General Membership meetings of the LVKCC shall be held monthly (e.g., currently, the 1<sup>st</sup> Thursday of each month in session, e.g., January {N/A<>Executive Meeting}, February, March, April {N/A<>Ice-Breaker}, May, June, September, October, and November). The November meeting shall be referred to as the Annual Meeting of the LVKCC at which time the Election of Officers is conducted. A quorum for all General Membership meetings shall be no less than fifteen(15) voting members. Specific actions and policies of the LVKCC shall be decided by a two-thirds majority vote of those eligible voting members present at the General Membership meeting at which the action or policy is proposed. Individual voting members may make proposals; a majority vote of eligible voting members present may direct the President to set up a Special Committee to consider a proposal. In most cases, the Special Committee will have thoroughly studied and refined the issues before presentation to the membership and can then propose actions and policies to be voted upon at the next General Membership meeting.

Actions and Policies approved during a General Membership meeting resulting in materially modifying the organization and/or its financial reserves may be 'suspended' by a three-quarter(3/4) vote of the Executive Committee {in person or via e-mail} within 48 hours after the General Membership meeting at which the action was initially approved. The Executive Committee shall abide by the 'reconsideration' of the previous action by the General Membership until it can again be voted upon and accepted by two-thirds(2/3) majority of voting members at a future General Membership meeting.

## **Article VII. FINANCES**

**Section 1.** The LVKCC shall operate as a non-profit organization. No officer shall receive a salary, and all services being rendered to the LVKCC are on a volunteer basis.

**Section 2.** No part of the finances of the LVKCC shall be distributed to its members, officers or private persons except when the Executive Committee authorizes payment of reasonable compensation for services rendered or expenses incurred in achieving the goals of the LVKCC.

**Section 3.** All obligations and bills of the LVKCC shall be paid upon authorization of the Executive Committee.

**Section 4.** Dues shall be charged to members annually *{at the beginning of each Fiscal Year}* to assist in defraying the expenses of the LVKCC.

## **Article VIII. FISCAL YEAR**

The Fiscal Year of the LVKCC shall begin on November 1<sup>st</sup> of each year.

## **Article IX. AMENDMENTS**

Any member of the LVKCC may submit proposed amendments to the Bylaws. Proposed amendments shall be submitted in writing to the President and then be posted on the LVKCC Website, as well as e-mailed to all LVKCC members one month prior to the forthcoming meeting at which the proposed amendment shall be put to vote. The proposed amendment shall become affected when seconded and approved by a two-thirds majority of those voting members present at a General Membership meeting.

## **Article X. DISSOLUTION**

In the event of dissolution of the LVKCC, all assets of the LVKCC shall be distributed to such non-profit organization(s) as selected by the Executive Committee. Those assets owned by the LVKCC shall be donated to the purposes set forth herein or as closely allied thereto as possible . . . provided such selected organization(s) established are of appropriate exempt status as organization(s) described in Section 501©(3) of the Internal Revenue Code of the United States of 1954, or the corresponding provisions of any future United States Revenue code . . . contributions to which are deductible. In no way shall any of the assets of members be donated or contributed by such members for reimbursement of any sums subscribed to or for any other purposes.

## **Article XI. RATIFICATION**

*The Bylaws were first Ratified on October 2, 1980. Furthermore, those Bylaws were amended on April 2, 1981, March 1, 2007, and accepted on or about April 2011.*

**Notwithstanding the preceding, the writing of these Bylaws as of the date, May 5, 2011, is now considered formal and complete.**

**Approved by:**

**Original Signed by Jim Schulte**

*Jim Schulte, LVKCC President*

**Date: May 5, 2011**

