

## **North Carolina Koi and Watergarden Society**

### **By-Laws**

#### **Article I - Name and Purpose of the Society**

**Section A** - The name of the Society shall be the North Carolina Koi & Watergarden Society and shall be formed as a non-profit organization as outlined in appropriate regulatory documents.

**Section B** - The purpose of the Society is to engage people in social, educational, and pleasurable activities to promote koi keeping and water gardening as hobbies. The Society will acquire and own such property as necessary to accomplish this purpose.

#### **Article II - Membership**

**Section A** - Any person who has an interest in water gardening and koi keeping, or related endeavors shall be eligible for membership. Any member may voluntarily withdraw, or may be suspended, or expelled by majority vote of the membership for violation of by-laws, nonpayment of dues, or for conduct deemed detrimental to the Society.

There shall be two categories of membership:

- a. Standard (voting) – All non-corporate individuals
- b. Corporate (non-voting) – Any one engaged in the sale of koi, koi related dry goods or pond building for a profit on a regular basis. Corporate members can not hold office or participate in the governance of the Society.

**Section B** - Membership shall not be transferable and both membership and rights in the property of the Society shall cease and terminate upon death, withdrawal, expulsion, or other termination of membership.

**Section C** - All voting shall be done personally by Standard Members in good standing. Proxies shall be allowed for election of officers and matters regarding treasury expenditures by members in good standing who have attended at least 50% of monthly Society meetings held over the previous twelve months. A proxy must be in writing and signed by the member.

### **Article III - Fiscal Year**

**Section A** - The fiscal year and the year for payment and collecting of annual dues and the election and installation of officers shall be the calendar year.

### **Article IV - Dues**

**Section A** – First year dues shall be \$49 for Standard Membership and \$49 for Corporate Membership. Annual renewal is \$24 for Standard and \$49 for Corporate. An individuals' immediate family members are included as members (only those standard members 18 years old and older may cast a vote).

The dues will be payable annually by January Meeting of each year, except in the case of new members whose initial dues are payable with their application for membership. Dues not paid by March 31 will be considered in default and are to be charged the full amount of \$49.

### **Article V - Meetings**

**Section A** - Regular meetings of the membership shall be held every month at a place determined by those members present at any regular meeting of the Society. A change in the established date, time and location of these regular meetings may be made by majority vote of the members present at any regular meeting and upon written notice to the membership of such change in the form of the Society newsletter, website or other notice.

**Section B** - Special meetings may be called by the president of the Society, or by special request to the president from at least fifteen (15) duly qualified members (current dues paid). The president or vice president will set the date, time, and location of such a meeting, subject to the approval of a majority of the membership, and written notice to the membership at least three days (3) in advance of such meeting. Notice of special meetings must also include a summary of the business items to be acted upon.

**Section C** - One third (1/3) of the members shall constitute a quorum at any meeting of the membership. A quorum must be present (or by proxy) for any officer or by-law amendment voting activity to take place. If a quorum is not present at any meeting, special meetings, or any other society sanctioned activity, business normally done at regular meetings may be transacted; however, every effort should be exhausted to conduct business at regular monthly meetings.

**Section D** - All expenditures in excess of approved budgeted items must be brought by a motion during a meeting and have a majority vote to be approved.

## **Article VI - Officers of the Society**

**Section A** - The officers of the Society in order of rank and authority shall be: President, Vice President, and Secretary/Treasurer. Each elected by the members of the Society for a one (1) year term. Additional terms may be served as long as no single term exceeds two consecutive years per office held.

**Section B** - Qualifications for Officers: Standard (non-Corporate) membership, current paid dues and must have attended fifty percent (50%), or more, of monthly meetings during the previous twelve months.

**Section C** - Vacancy in any offices, other than the President, shall be filled by appointment of the President until the next election. Vacancy of the President shall be filled by the Vice President assuming the position until the next election.

## **Article VII - Election of the Officers**

**Section A** – In September of each year, the President shall appoint a committee to produce a slate of candidates to be communicated to the membership in November at least one week before the monthly meeting. Members interested in running for office, shall contact the committee between the September and October meetings to express their intentions. A vote will be taken during the November meeting on qualified candidates and the President will announce the newly elected officers for the next fiscal year. If the proposed slate is rejected by the membership's vote, then the process will continue at the December meeting with a new slate. In the event that this event takes additional time, the currently serving officers will maintain the positions until the new officers can be properly confirmed.

**Section B** - The installation of the officers will be held at the January meeting or the first available meeting thereafter.

## **Article VIII - Duties of the Officers**

**Section A** - The duties of the President shall be:

1. To preside at all meetings, at which he or she is present.
2. To establish committees and appoint a chairperson with consensus from the other officers.
3. To install the newly elected officers at the January meeting.
4. To call special meetings, committees, or any other meeting which may be requested as outlined in these by-laws.
5. To oversee treasury activities and act as a second to the Secretary/Treasurer in the event of their absence.

**Section B** - The duties of the Vice President shall be:

1. To assume all duties of the President during his, or her absence, or upon request by the President, and other duties that may be assigned by the President
2. To act as a third to the president, and the treasurer when needed to conduct Society business.
3. To assist the Secretary/Treasurer as needed.

**Section C** - The duties of the Secretary/Treasurer:

1. To keep minutes and attendance of all meetings and document special events.
2. To send out all notices of special meetings or other events as deemed necessary by the President.
3. To collect and record all dues, initiation fees, special fees, etc., paid to the Society.
4. To see that each new member receives a copy of the by-laws.
5. To prepare and present at each regular meeting a report of the receipts and expenditures during the previous month.
6. To pay approved budgeted accounts as may be authorized by the membership of the society and to pay those bills presented and approved at each regular or annual meeting.
7. To keep and maintain receipts for all expenditures made on behalf of the society.
8. To Apply for, and keep necessary documentation current as required to maintain the non-profit organization status of the Society.
9. To ensure three (3) officers of the Society, including the Secretary/Treasurer, are authorized access to the Society bank account. All efforts will be made to ensure the Secretary/Treasurer is a signatory on all financial transactions, but if not possible, the highest ranking officer signing will ensure the Secretary/Treasurer is notified of the transaction and a receipt is provided to the Secretary/Treasurer as soon as practicable.

## **Article IX - Committees**

**Section A** - Select committees shall be created by the President as the need arises. All committee chairmen shall keep a record of the proceedings and actions of their respective committees as a history and to assist successive committee persons. The records should be provided to the Secretary/Treasurer at the next monthly meeting following the committee activity.

## **Article X - Approval and Amendments to By-Laws**

**Section A** - These by-laws may be amended by a two-thirds (2/3) majority vote of Standard Members at any meeting with a quorum present (per Article V, Section C) provided the full text of the proposed amendment is served upon each member at least five (5) days prior to the meeting. Officers or special committees appointed by the President may submit by-law changes.

## **Article XI - Property Rights of Members**

**Section A** - The property of the Society is irrevocably dedicated to the object and purposes of the Society as outlined in Article 1, Section B. In the event of the dissolution of the society, its properties and monies shall go to a charity voted on by members of the Society. No part of any net earnings or assets of the Society shall inure to the benefit of any member or individual.

## **Article XII - Parliamentary Authority**

**Section A** - Robert's Rules of Order (Revised) shall govern all proceedings of the Society providing they are not in conflict with these by-laws.

Rev 03 – 06/2006

These by-laws were voted on and approved by the membership on this \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

\_\_\_\_\_  
President Date

\_\_\_\_\_  
Vice President Date

\_\_\_\_\_  
Secretary/Treasurer Date

\_\_\_\_\_  
By-laws Committee Member Date

\_\_\_\_\_  
By-laws Committee Member Date

\_\_\_\_\_  
By-laws Committee Member Date