

**By-Laws of the
South Haven Chapter
of the
Michigan Steelhead and Salmon Fishermen's Association**

ARTICLE I: NAME

The name of this organization shall be the South Haven Chapter (hereafter referred to as “the Chapter”) of the Michigan Steelhead and Salmon Fishermen’s Association (hereafter referred to as “the MSSFA”).

ARTICLE II: PURPOSE

Section 1. The purpose of the Chapter is to provide for general education, fellowship, and dissemination of information to its members as it deals with the sport fishery. The Chapter is also dedicated to educating the public on improving, preserving, and promoting sports fishing in the Great Lakes, tributary streams, and rivers.

Section 2. This Chapter is a non-profit, non-political, non-sectarian, fraternal, and educational organization affiliated with, and a part of, the MSSFA.

ARTICLE III: MEMBERSHIP

Full or Associate Membership in the Chapter is automatically open to any member of the MSSFA who pays the appropriate Chapter dues. Any paid member in good standing shall have the privilege of voting. Voting membership shall be extended to the spouse; non-voting membership shall be granted to all dependents under the age of 18 years old. The Chapter may not extend any membership privileges to any person who is not a member of the MSSFA. Associate members shall not hold office or a position on the South Haven Chapter Board of Directors if they serve in that capacity in another Chapter.

ARTICLE IV: OFFICERS AND BOARD MEMBERS

Section 1. Only paid-up members who have reached the age of 18 shall have the privilege of holding an office or being a Board member. The officers of the Chapter shall be a President, Vice-President, Secretary, and Treasurer.

Section 2. The governance of this Chapter shall be vested in a Board of Directors consisting of the four (4) officers and five (5) Directors elected by the Chapter membership as a whole. Directors’ terms will be three (3) years and staggered so that three (3) are elected each year.

Officers will be selected each year by the duly elected Board members; the membership chair and State Representative may or may not be members of the Board. The State Representative will also be a member of the Board of Directors of the MSSFA. The Chapter may, by a majority vote of the members present at a membership meeting, add additional Directors as deemed necessary for the proper functioning of the Chapter. A member shall not hold more than one seat on the Board of Directors. In case of the resignation of an officer, the vacancy will be filled from the Board of Directors. In case of a vacancy or resignation from the Board of Directors, the President, with the approval of the remaining Board members, will appoint a member to fill the unexpired term.

ARTICLE V: OFFICERS DUTIES

Section 1. The **President** shall preside at all meetings of the membership and the Board of Directors. He or she shall appoint all working committees and be an ex-officio member thereof. He or she shall have the general powers and duties usually vested in the office of a President of an organization. The President shall not vote except in case of a tie vote, at which time the President must cast the deciding vote.

Section 2. The **Vice-President** shall perform the duties and exercise the powers of the President during the absence, disability, or resignation of the President, and shall perform such other duties as may be delegated to him or her by the President or Board of Directors.

Section 3. The **Secretary** shall attend all general membership and Board of Directors meetings, and shall record and preserve a copy of the minutes of all proceedings. He or she shall perform other such duties as may be delegated to him or her by the President or Board of Directors. The Secretary shall read and/or publish the minutes of each meeting.

Section 4. The **Treasurer** shall have custody of all Chapter funds and shall keep books reflecting a full and accurate accounting of all receipts and disbursements made by the Chapter. He or she shall receive and disperse the funds of the Chapter and shall present a treasurer's report at all regular meetings. The Chapter shall pay for bonding of the Treasurer in an amount satisfactory to the Board upon his or her election.

Section 5. Any member of the Board of Directors who is absent from four (4) meetings of the Board in a one (1) year period shall be deemed to have resigned as a member of the Board. Any absence due to extenuating circumstances may be excused by a majority vote of the Board of Directors.

ARTICLE VI: MEETINGS

Section 1. Membership meetings are held monthly on the third Thursday of each month.

Section 2. Special meetings of the Board of Directors may be called by the President or a majority of the Board of Directors at any time. Board members shall receive notification of the time and place of any special meetings.

Section 3. A majority of the Chapter members present at a meeting shall constitute a quorum.

Section 4. Board of Directors meetings are called on an as-needed basis by the President of the Chapter or by a majority of the Board of Directors. Five (5) Board members constitute a quorum at a Board meeting.

Section 5. If a membership meeting falls on a holiday, it may be cancelled and/or rescheduled by majority vote of the Board of Directors.

ARTICLE VII: ASSESSMENT

The Chapter shall have the power to assess and collect dues as determined by the Board of Directors with the knowledge of the general membership.

ARTICLE VIII: MEMBER MISCONDUCT

Any member charged with conduct harmful to the purpose or interest of the Chapter or its members, or that causes injury or embarrassment to the Chapter or its members, or is in violation of its By-Laws and rules, may be subject to action decided by a majority vote of the Board of Directors. Upon the matter being referred to the Board of Directors, it shall inform the member, in writing, of the nature of the complaint against him or her, giving him or her not less than fifteen (15) days notice to appear before the Board of Directors. The Board may censure, suspend, or expel the member from the Chapter after hearing the complaint if, in its judgment, the interests of the Chapter demand such action.

ARTICLE IX: AMENDMENTS

These By-Laws may be amended by a two-thirds (2/3) vote of the members present at a membership meeting. All By-Laws changes must have membership notification prior to any vote being taken. All notifications must be in writing or email with at least thirty (30) days given.

ARTICLE X: ADOPTED BOARD POLICIES

Any Board policies adopted by the Board of Directors will become an attachment to these By-Laws and enforced by the Board. These policies must not be in conflict with the By-Laws and may be amended, added, or deleted by a majority vote of the Board of Directors.

ARTICLE XI: BY-LAWS COMMITTEE

A By-Laws committee shall meet every three (3) years to review and make any recommendations for modifications to the Board of Directors. This committee will be appointed by the President and shall consist of four (4) Chapter members. They may or may not be officers of the Chapter.

ARTICLE XII: AUDIT COMMITTEE

A committee at large consisting of a minimum of three (3) members including the Treasurer will be appointed each year to audit or contract for the auditing of the Chapter financial records. The committee chairperson, who may not be the Treasurer, will certify the Annual Treasurer's Report.

ARTICLE XIII: CONTINGENCY RULES

Any item not covered by these By-Laws will revert to Roberts Rules of Order for resolution.

ARTICLE XIV: DISSOLUTION

Upon dissolution of the Chapter, any assets of the Chapter shall be assigned, after the payment of debts, to the MSSFA.

[Approvals: MSSFA-09/21/2011; SH Chapter-10/20/2011]