

NVR BY-LAWS Revision 3.0

Article I - Establishment Name and Purpose of the Organization

Section A

The name of the organization shall be the Northern Valley Reefers, a non-profit public benefit corporation.

Section B

The purpose of the organization is to promote, foster, and encourage education and appreciation for the ethical husbandry and propagation of marine life; and to acquire and own such property as may be necessary for any or all of the forgoing purposes.

Article II - Membership

Section A

Any person, or persons who have an interest in marine knowledge and husbandry shall be eligible for membership. The club shall consider any person who attends a meeting or participates with the club otherwise a member. Any member may voluntarily withdraw, and may be suspended or expelled by majority vote of the membership for violations of these By-laws or for conduct deemed detrimental to the organization.

Section B

Members who contribute \$20 (or more) financially to the club shall be recognized with a Contributing Member card, which is valid for one year from the last date of contribution. Contributing Member cards shall not be transferable, and both membership and rights to the enjoyment of property of the organization shall cease and terminate upon death, withdrawal, expulsion or other termination of membership in the organization.

Section C

There shall be one (1) class of membership.

1. Individual Membership is defined as a single individual..
2. Individual members shall have one (1) vote in NVR general elections.

Section E

The Board of Directors may change the minimum contribution to receive a Contributing Member card.

Article III - Fiscal Year

The fiscal year shall be the calendar year.

Article IV – Meetings

Section A

The meeting for the installation of Officers and Directors shall be the general membership meeting in January of each year.

Section B

The general meetings of the membership shall be held bi-monthly at a time and place to be determined by the Board of Directors. A change in the established date, time and location of the general membership meeting may be made upon notice to the membership of such change.

Section C

Special meetings of the membership may be called by the president of the Organization, a majority of the organization's Officers and/or Directors, or by a special request submitted to the President by at least five (5) duly qualified members. The President must set a date, time, and location of such meetings, subject to the approval of a majority of the members of the organization's Officers and/or Directors and written notice to the membership at least three (3) days in advance of such meetings. If a majority of members are in attendance, any business normally done at any general membership meeting may be transacted. Notice of special meetings must also include a summary of the business items to be acted upon.

Section D

The members present at any general membership meeting shall constitute a quorum.

Article V - Board of Directors

Section A

The Board of Directors shall consist of the Officers of the organization who are elected every year. In the event a Board member resigns or is removed, the remaining Officers and Directors, even if less than a quorum of the Board remains, shall fill the vacancy or vacancies for the unexpired term(s) by appointment.

Section B

Meetings of the Board of Directors shall be held prior to the general membership meeting of the organization at a time and place determined by the President. Special meetings of the Board of Directors may be called by the President, the Vice President, or by notice signed by a majority of the Directors and notice given to the board members not less than one (3) days prior to such meeting. Special meetings may be held at any time or place agreed upon by a majority of the Board.

Section C

A majority of the duly elected or appointed members of the Board of Directors shall constitute a quorum.

Section D

NVR will be governed by a Board of Directors (BOD). The BOD shall be responsible for all aspects of NVR. The BOD is empowered to make binding decisions for the benefit of NVR. These decisions can include but are not limited to organizing the general meetings, arranging for publications and meeting notices, organizing and conducting special events, and use of/disbursement of club funds. All decisions made by the BOD are final.

Article VI – Officers

Section A - The Officers of the organization shall be the President, Vice President, Treasurer, Recorder, Event Coordinator, Sponsor Coordinator, Newsletter Editor, and Webmaster, all elected by the members of the organization for a one year term. Nothing in this section shall preclude any Officer from serving more than one consecutive term, providing he or she is nominated by the nominating committee or from the floor.

Article VII – Election of Officers and Directors

Section A

Election of Officers and Directors shall be held every October.

Section B

Candidates for election to Officer and directors, or any person being considered for appointment to an open Board of Directors position must be a member in good standing.

Section C

The President must appoint a nominating committee at the September board meeting of an Election year, comprised of not less than three (3) members including a Chairperson of that committee. This committee shall meet and select candidates for the Officers and Directors to be presented to the membership at the October general membership meeting. At the October general membership meeting, the chairperson shall present the candidates to the membership. The President shall call for nominations from the floor. If there are no opposing candidates from those presented by the nominating committee, a vote shall not take place. If there is more than one candidate for any of the offices, voting shall take place the following month during the November general membership meeting. Nominations from the floor, if any, shall be made by persons who are members in good standing. The existing BOD may exercise the right to promote a candidate from within to either the position of President or Vice President to ensure the continued success of the club. In this case all BOD members must agree and document their reason for doing so.

Section D

Voting may be verbal, by hand, or by secret ballot, but if two or more candidates are nominated for any position, then the vote shall be made by secret ballot. The candidate with the highest number of votes shall be declared elected by the President. In the event of a tie, the President shall call for another vote (run-off) until one person is elected. Newly elected BOD members shall fill their positions in January of the following year.

Article VIII - Duties of the Officers

President

The President shall be responsible for the overall operation of the organization. The President shall chair the monthly general membership meetings, and Board of Directors meetings, and shall appoint all select committees, with or without assistance from the other Officers. In addition the President shall assist the Vice President with execution of legal documents.

The President shall call special meetings of the organization, committee meetings, Board of Directors meetings, and any other meetings, which may be deemed necessary but not the monthly general membership meetings. The President shall determine the location of such meetings. In case of any questions on demeanor while in office, the President shall be further governed by Robert's Rules of Order.

Vice-President

In the absence of the President, the Vice-President shall chair the monthly general membership meeting and the Board of Directors meeting. The Vice-President shall be primarily responsible for execution of legal documents with assistance from both the President and the Treasurer. The Vice President shall also review financial statements on a monthly basis.

Treasurer

The Treasurer shall keep the financial books of the organization, which shall include tracking all income and expenditures. The Treasurer shall provide a monthly financial report at each board meeting, and shall submit a budget for the coming year at the January Board of Directors meeting. The Treasurer shall pay any pre-determined amounts as may have been authorized by the Board, and all bills presented to, and approved by majority vote at a Board of Directors meeting. The Treasurer shall also collect membership fees and raffle ticket cash at meetings of the organization and special events when applicable, and maintain the membership roster. When requested the Treasurer will assist the Vice President in preparing legal forms.

Recorder

The Recorder shall record the minutes of each meeting of the monthly general membership meeting, and the Board of Directors. During club meetings the Recorder shall be provided a list of all donations to be raffled and record the donating party and the winner of each of them.

Event Coordinator

The Event Coordinator is responsible for conveying event details to guest speakers as well as the general membership of the club. This includes seeking out and contacting potential guest speakers, confirming arrangements with guest speakers who are currently on the agenda, emailing the meeting notice to all members, and posting meeting/event notices in all applicable online forums. The Event Coordinator will also be responsible for booking meeting and event locations.

Sponsor Coordinator

The Sponsor Coordinator will actively work to gain and maintain sponsorship from any businesses and individuals whom the BOD approves as beneficial for the organization. The Sponsor Coordinator shall solicit donations on behalf of the organization and develop a working relationship with various retailers and wholesalers in the area. Additionally the Sponsor Coordinator is responsible for distributing informational material about the NVR to each of our sponsors.

Newsletter Editor

The Newsletter Editor shall be responsible for the entire layout of the club newsletter. This will include seeking out public license material to use for articles, working with the Event Coordinator to include upcoming event information, working with the President to include the 'Letter from the President' article, photographing events, and may include visiting and photographing club member tanks. In addition to the newsletter the Editor may be asked to send announcements to club members.

Webmaster

The Webmaster shall be responsible for developing and maintaining the organization web site, online content and advertising, member email roster, and distribution of online publications such as the NVR monthly newsletter.

Article IX - Committees

There may be both standing (permanent committees created by the Board) and select committees. All committees other than standing shall be created by the President as the need arises. All committee chairpersons shall keep a record of the proceedings and actions of their respective committees for historical purposes and to assist successive committee chairpersons.

Article X - Approval and Amendments to the By-laws

Either the Board of Directors, or at least ten (10) members in good standing may institute proposals for amendments to the By-laws. The revised bylaws will take effect unless a majority vote by the club membership over turns the revisions.

Article XI - Property Rights of Members

The property of the organization shall be irrevocably dedicated to the objects and purposes of the organization as outlined in Article 1, Section B of the By-laws. In the event of the dissolution of the organization, all properties and moneys shall not revert to the possession of the membership, but shall be donated to any non-profit group that has an interest in the marine hobby. No part of any net earnings or assets of the organization shall inure to the benefit of any member or individual.

Article XII - Parliamentary Authority

Robert's Rules of Orders (revised) shall govern all proceedings of this organization, providing they are not in conflict with the By-laws of the organization.

Article XII - Raffle

Section A – Donations

1. All sponsors, whether commercial or hobbyist, who donate items to NVR for purpose of fundraising raffle shall receive a receipt for said items.
2. All donated items shall be noted on a running manifest. This manifest shall be made public information by way of publishing on the NVR website, and other means should the need arise.

Section B – Announcement of Prizes

3. Prior to the drawing of each raffle ticket the current prize will be announced to the NVR club members and meeting attendees.

Section C – Drawing of Tickets

4. NVR club members and attendees of the NVR club meeting will be asked at random to draw a raffle ticket one at a time. A NVR board member will supervise drawing of the raffle tickets.
5. The winning ticket will be announced a minimum of 3 times by the supervising NVR board member. The supervising NVR board member may announce the winning ticket more than 3 times if he/she feels it is necessary. Should the winner not come forward at that time the ticket will be discarded from the raffle and another ticket chosen.

Section D - Winners

6. Winners may elect to pass if they are not interested in the item in question. If a raffle winner elects to pass his or her winning ticket will be discarded from the auction and another ticket will be drawn for the same raffle prize. This is put in place in order to prevent stacking the odds in one's favor by passing on all prizes until the 'grand prize' is offered.
7. The first name and last initial of raffle winners shall be recorded on the raffle donation manifest next to the prize they won and the date of the meeting.