

AFF Bylaws

Revised March 17, 2014

Article I - Name

This organization shall be known as Amador Flyfishers hereafter referred to as AFF. AFF shall exist as a not for profit organization.

Article II - Purpose

The purpose of AFF is to foster and promote the sport of angling with artificial flies; to teach and share knowledge and techniques involved in fly fishing; to organize and lead outings; and to promote and support the conservation of fisheries.

Article III - Membership

Section 1. Membership shall be open to anyone interested in fly fishing and willing to abide by the AFF Bylaws. These are the only criteria for membership.

Section 2. Membership is achieved by filling out and submitting a membership application and liability waiver, and by paying the dues based upon the dues schedule set forth in Article IV.

Section 3. A member may withdraw his or her membership at any time by notifying an AFF officer. All dues are forfeited upon registration.

Section 4. Membership is renewed by the payment of annual dues. Associate memberships are exempt from dues.

Section 5. Membership in AFF will be in one of three classes:

1. Individual Membership: a person age 18 or over.
2. Family Membership: couples and their children or an adult sponsoring a minor
3. Associate Membership: may be granted to those individuals, families, businesses, or organizations deemed applicable by the Board of Directors. An Associate Membership's term and status is determined by the Board of Directors; there are no accompanying dues.

Section 6. Each membership shall have one vote on all issues brought before the general membership.

Article IV - Dues

Section 1. Dues are annual and are payable January 1st except for the conditions set forth in Section 2 of this article.

Section 2. Dues for any new members who join during the year will be prorated on a quarterly basis. For example, a person who joins between January 1st and March 31st will pay 100% of the annual amount, April 1st to June 30th 75%, and so forth.

Section 3. Dues are to be paid at the time the member joins. The initial payment of dues shall entitle the new member to receive one AFF club patch.

Section 4. The amount of annual dues shall be set by a vote of the membership upon recommendation by the Board of Directors.

Section 5. Any member who is one quarter delinquent in payment of dues will be placed on Inactive status. Inactive members will continue to receive monthly communications from AFF. Those whose dues are delinquent greater than one year will have the status of Dropped, and will receive no further communications from AFF unless the Board chooses to leave them Inactive.

Section 6. All funds of this organization, not otherwise used, shall be deposited in one or more depositories whose accounts are guaranteed by the United States of America or by an instrumentality thereof. Such deposits shall be in the name of AFF only.

Article V - General Meetings

Section 1. There shall be a minimum of nine meetings of the members each calendar year. Membership meetings shall be held monthly, at a time and place set by the Board of Directors. Advanced notice of all meetings will be sent to all members.

Section 2. A majority vote of the membership present at a general or special membership meeting will be required to make any decisions binding upon the membership.

Section 3. Meetings will be conducted in a less than formal manner, but with as much efficiency as possible. In the event that a more structured meeting is deemed necessary, the President, any Board Member, or any member in attendance may ask that Robert's Rules of Order prevail.

Article VI - Board Meetings

Section 1. All Board meetings shall be open to the general membership.

Section 2. The Board of Directors shall meet at least quarterly, or more frequently if required – with a date, time and place to be determined by the Board of Directors.

Section 3. A quorum (majority of filled positions) of the Board Members constitutes an official Board meeting.

Article VII - Board of Directors

Section 1. The AFF Board of Directors will consist of the following members and corresponding job descriptions:

1. President

- a. Responsible for facilitating the development of a club vision and tactics of implementation.
- b. Responsible for Board cohesiveness and overall supervision of club activities.
- c. Maintain ongoing communications with Board members and membership.
- d. Coordinate work of Board members.
- e. Solicit input from the membership on significant items that require Board action.
- f. Responsible for the development of all meeting agendas.
- g. Preside over membership and Board meetings..
- h. One of two signatories on checking account.
- i. Responsible for ongoing communication with other clubs and the Federation of Fly Fishers.

2. Vice President

- a. Preside over membership meetings in the absence of the President.
- b. Arrange for the use of meeting space for the membership meetings.
- c. Assist President in club activities as assigned.

3. Treasurer/Membership Chairperson

- a. Prepare and present at Board meetings, monthly reports to track income and expenses, budget, and membership status. Verbally report budget and membership status at general membership meetings.
- b. Keep on file, a minimum of the past two years' submitted membership/renewal forms and liability waivers.
- c. One of two signatories on checking account.

- d. Deposit money into club account(s) in a timely manner and pay bills as needed.
- e. Retrieve and coordinate all PO Box correspondence.
- f. Obtain information about guest attendance from membership meeting sign-in sheet, and make contact to get their impressions of the meeting and gauge interest in club membership. If guest is still undecided, ask if they would like to receive monthly emails from the club for use in further evaluating club membership,
- g. Manage and updated as needed, a membership roster which includes email addresses for potential future membership mailings.
- h. Provide new member information to AFF Board members.
- i. Responsible for paying Federation of Fly Fishers annual dues and club insurance through the Federation

4. Secretary/Community Outreach Chairperson

- a. Responsible for Board meeting minutes and documenting membership votes, and distribution of said documents to Board members and other interested members.
- b. Assists as necessary in preparation of correspondence; this may include assisting in the monthly publishing of announcements for upcoming program speakers and outings.
- c. Set time and location for Board meetings.
- d. Responsible for community outreach strategy and implementation.
- e. Responsible for the creation of member name badges and availability of badges at membership meetings and other events.
- f. Responsible for providing sign-in sheet for each membership meeting, and report results at the following Board meeting.

5. Past President

- a. Acts as mentor to the President drawing on past experience.
- b. Responsible for tracking and inventorying club property.
- c. Responsible for special club events such as annual dinner, Duck Race, fly fishing classes, potluck dinner, and others as assigned.

6. Program Chairperson

- a. Makes contact with speakers and schedules them for their presence at membership meetings.
- b. Meets guest speakers for dinner before meeting. Club will reimburse Program Chairperson for the cost of the guest speaker's dinner.
- c. At the beginning of each month, publish to the members the details of upcoming membership meetings.

7. Outings Chairperson

- a. Develop and coordinate a fishing schedule. The goal is to have at least one fish-out per month, excluding December, with a mix of weekday and weekend fishing opportunities, and close and far destinations.

- b. Responsibility includes hosting or providing Fishmasters for each outing.
- c. In a timely way, insure each outing is documented and a trip report is posted on the website.
- d. Coordinate annual Picnic/Campout/Fish-Out.
- e. At the beginning of each month, publish to the members the details of upcoming scheduled outings.

8. Raffle Chairperson

- a. Responsible for procuring raffle items for membership meetings and designated special events.
- b. Presides over raffles.

9. Historian

- a. Collect and maintain past sources of information/photographs relating to the club's historical activities.
- b. Work with the webmaster and Board members to capture all ongoing correspondence including photos, fishing stories, meeting agendas, outings, etc.
- c. Archive history in an organized way.

10. Member at Large

- a. Represents the membership at Board meetings making sure membership needs and concerns are always considered.
- b. As soon as the Treasurer/Membership Chairperson advises of new members, Member at Large contacts new members to welcome them and learn new members' expectations of the club.
- c. Make assignments of existing members as sponsors of new members to make sure new members get the attention they need to fully integrate them into the club.

11. Conservation Chairperson

- a. Develop club conservation activity strategy and implementation details, and manage activity.
- b. Responsible for identifying possible independent projects and/or projects to be performed jointly with other organizations.
- c. Seek Board approval for projects to be undertaken.
- d. Provide the membership meeting and the Board with conservation activities report for both undertaken by the club, and other groups.

Section 2. The Board of Directors shall have the duty of general management of the affairs, funds, and records of AFF. They shall possess all the expressed and implied powers and duties conferred on them by these Bylaws.

Section 3. The term of office of all members of the Board of Directors shall be one year. With the exception of the president, all officers may be re-elected for any number of subsequent terms. The president may serve only two consecutive terms.

Section 4. It is preferable that any vacancy on the Board of Directors be filled at the discretion of the general membership. If this is not an expeditious alternative, the vacancy may be filled at the discretion of the remaining Board members with the approval of two thirds of the remaining Board members.

Section 5. The Board of Directors shall have all discretion for setting the timing and amounts of budgets for various club activities.

Section 6. On the second Saturday in January, or another date determined at the previous November Board meeting, the Board of Directors will meet for an all day planning session where the club objectives and activities will be developed, and an implementation outline will be generated.

Article VIII - Elections

Section 1. All elections shall be by written secret ballot except where there is only one nominee for any office or vacancy. In this case the vote may be by a show of hands.

Section 2. At the October general meeting the Board of Directors, acting as a nominating committee, shall present the nomination of one candidate for each office. After these nominations have been placed before the membership, the members may make and second additional nominations. Prior consent must be obtained from each nominee.

Section 3. The election of the new officers will take place at the November general meeting. However, the general membership may exercise the option of voting at the October meeting if two-thirds of those present choose to do so.

Section 4. The person receiving the highest number of votes for each position shall be elected.

Section 5. The new officers will assume their responsibilities at the start of the next calendar year.

Article IX - General

Section 1. Each and every power, duty, and function of the members of the Board of Directors of AFF shall be exercised in strict conformity with these Bylaws.

Section 2. No member may participate in any deliberation that involves a personal conflict of interest.

Notwithstanding any of the aforementioned statements of purposes and powers, AFF shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purposes of AFF.

Article X - Rights of Dissolution

Section 1. On the dissolution of the Amador Flyfishers, any assets remaining after paying all obligations, shall be distributed equally to all members in good standing as of the date established by the Board of Directors for the effective date of dissolution.

Section 2. No member shall be personally liable for bills or obligations, past or present, of Amador Flyfishers.

Article XI - Amendments

Section 1. These Bylaws may be amended providing the membership has been informed of the proposed changes prior to the general membership meeting. Information shall be provided by email and the website.

Section 2. After proper notification, these Bylaws may be amended at any general membership meeting by an affirmative vote of the majority of the members present at the meeting.