



# Ilwaco Tuna Club (ITC) By-Laws

The standards and expectations outlined below are set forth by the Ilwaco Tuna Club, Ltd. The by-laws as written here are to serve as guidelines for normal operations of the Club and shall be enforced by the Board of Directors. These by-laws were adopted initially by the Board of Directors on October 1, 2014 and approved by a vote of the then members of the Club.

## **Article I: Name & Registration**

The club shall be officially known as the Ilwaco Tuna Club (ITC) and is hereby referred to as the “Club” in this document. The Club is registered with the State of Washington with the original data of incorporation as 10/01/2014.

## **Article II: Purpose**

To establish an organization of fisherman that work together to create support for offshore fishing by reducing costs and providing logistics to enhance our offshore experience through group collaboration. Specific member benefits are envisioned as the following:

### Cost offsets:

1. Discounted tackle sales\*
2. Higher price fish sales (same-day commercial co-op)\*
3. Reduced negotiated bait/ice/fuel

### Logistics provided:

1. Boat off loading
2. Boat cleaning
3. Cleaning station/washdown area/walk in freezer/cooler
4. Locked gear storage\*
5. Food service

### Social:

1. Provide a relaxing area to spend down time and socialize on waterfront\*
2. Intel center (WIFI/cable TV/computer/printer)\*
3. Shower
4. Beers on tap\*

5. Rental space for events

Goals:

1. Maintain 'fun factor'
2. Maintain control of membership to insure enjoyable experience for all
3. Not over promise and under deliver
4. Maintain control of group image/branding to build a prestigious club long term

### **Article III: Membership Eligibility**

Club membership eligibility requirements:

1. Must agree with the purpose and by-laws of the Club
2. Must follow the Code of Conduct (see Article IV)
3. Must be tuna anglers
4. Must be willing to help with maintaining facility and support club events
5. Must be recommended by @ least 2 members
6. Must vetted and voted in by Flag members

Club membership is on three levels:

1. FLAG (similar to board members)
2. CHARTER (full participating members outside of management)
3. SOCIAL (act as probationary members, during vetting or simply gaining access to social area during open hours without full benefits).

### **Article IV: Code of Conduct**

All Club members are to follow high standards of sportsmanship, courtesy and conservation and to conduct themselves in a manner that will be a credit to themselves, the Club, and the sport of fishing. Club members are expected to represent the club in an ethical and positive manner at all times. Any member found to be in violation of the Code of Conduct shall be subject to review by the Governing Board, which may impose a penalty deemed proportional to the severity of the infraction and consistent with other penalties imposed for similar infractions. Such penalties may include, but are not limited to, disqualification from participation in Club activities, including outings.

### **Article V: Member in Good Standing**

A member in good standing is one who has his/her Club dues paid in full and adheres to the enclosed bylaws. This entitles members to attend meetings and vote, participate in all club activities, including outings.

#### **Article VI: Violation of By-Laws**

A member found in violation of the Club's by-laws may be discharged from the Club by a majority vote of the officers. Dues are not refundable. Request for reinstatement can be applied for after one calendar year.

#### **Article VII: Officers**

The Club shall annually elect from its membership: (a) a president, (b) a vice president, (c) a secretary, (d) a treasurer and (e) a sergeant at arms. These five officers shall be eligible for re-election and shall constitute the Club's Governing Board. Candidates for office shall be nominated during the second regular meeting in October and shall be communicated to the membership prior to meeting following the election. Officers shall be elected from the Flag members

The President shall: (a) schedule regular Club and regulars and special Governing Board meetings, (b) preside over all meetings, (c) appoint such committees as deemed necessary, (d) actively pursue development and enhancement of the Club, (e) oversee general operations of the Club, and (f) cancel meetings in the event of as conditions warrant.

The Vice President shall: (a) serve the duties of the president in the event of his or her absence, (b) perform additional duties as assigned by the president.

The Secretary shall: (a) record the minutes at all Club and Governing Board meetings, (b) maintain an organized system for storing minutes and other Club documents to be passed down to future officers, (c) maintain club history and photo library, (d) do club correspondence, (e) perform additional duties as assigned by the president.

The treasurer shall: (a) manage the financial business of the Club, (b) keep an organized record of Club financial and report on financial to the membership at regular meetings, (c) assist the president and Governing Board in creating a budget for the Club, (d) collect club dues and other member fees, and (e) maintain an accurate roster of active members complete with current contact information, (f) publish a roster in the newsletter once per year, (f) and perform additional duties as assigned by the president.

Any expenditure over \$100.00 must have the approval of an officer.

Compensation: Officers shall receive no financial compensation, no decrease in membership dues, and no other increased benefit of the club.

Should any elected officer be unwilling or unable to fulfill the duties outlined above, the officer shall be removed from the office pending a vote by the Club and the

president shall be responsible for filling the vacant spot in a timely appointment that will serve out the remaining term of office.

### **Article VIII: Board of Directors**

The Board of Directors will meet prior to or after the first meeting of each month or as called for by the president and shall be the policy making body of the Club, with the recommended policies being subject to approval by the membership. Club Officers (President, Vice-President, Treasurer, and Secretary) plus the past President of the club and committee heads will constitute the Board of Directors, each having one vote. Any member in good standing can attend any board meeting but they cannot vote.

1. The Club President wills Serve as the Director of the Board.
2. The outgoing President will fill the Past President seat on the Board of Directors.
3. Directors will receive no financial compensation.
4. A quorum must be present for any action to be considered and voted upon by the Board of Directors. A quorum is present when one half of the board is present plus one other member.

Duties of the Board shall be:

1. Have charge of the business affairs of the club
2. Have the authority to modify or change any of the Club's or Committee's rules temporarily or permanently.
3. Submit proposed membership dues for approved by the general membership.
4. Insure that the By-Laws are enforced.
5. Have the authority to recommend the revision of these By-laws
6. Have the authority to dismiss or suspend any member for conduct, which in their judgment, may endanger the welfare, interests, good order, or reputation of the Club.
7. To insure that the financial records are in order, the board may call for an audit at any time of the Treasury and make recommendations upon the findings.
8. Insure that no correspondence, or correspondence with the Club letterhead, is conducted without the approval of the b board
9. Be required to attend all Board meetings and notify the president if they cannot attend. In the event they cannot contact the President, they may notify another Board member who will attend and present their views.
10. See that no activity implies endorsement, acknowledgement, or sponsorship of or by the Club or is initiated or conducted without the approval of the Board.
11. In the event of a vacancy in the Board of Directors, a successor shall be named by the remaining members of the board.



### **Article IX: Dues**

The amount of dues will be established by the Club Officers at the last meeting of the calendar year. The Fiscal year of the club shall be the calendar year beginning January 1 and ending December 31 of each year. Dues shall be paid to the treasurer for anyone 16 years and older (in person or by mail) no later than the May 1 of each year. Any member who fails to pay the dues by May 1 shall automatically cease to be a member of the Club. The newsletter will be e-mail only. With the submission of the new members "Application for Membership" together with their dues, the new member has acknowledged and accepted all terms and conditions of the By-Laws of the ITC as presented here.

Current yearly membership rates (2015):

1. Flag member: \$500/yr
2. Charter member: \$500/yr
  - a. additional immediate family member: \$100/yr
3. Social member: \$100/yr

### **Article X: Meetings**

Meetings will be schedule at the request of the President and shall be no less that twice per year. All meeting dates will be approved by the Board of Directors and announced to the general membership at least two weeks in advance of the meeting via the newsletter.

The general Membership Meeting agenda shall be as follows:

1. The call of meeting to order by the president.
2. Introduction of the officers.
3. Welcome new members – Acknowledgement and brief introductions
4. Welcome guests – show of hands.
5. Reading of the minutes of the last meeting. The membership may vote to suspend reading of the minutes and accept them as recorded in the newsletter.
6. Treasurer's report
7. Announcements
8. Old Business
9. New Business
10. Break
11. Raffle
12. Speaker

### **Article XI: Tax Exempt Status**

The Club shall not conduct or carry on any activities not permitted by an organization which is tax-exempt under the provisions of Section 501(c)(7) of the Internal Revenue Code of 1954, as amended.



### **Article XII: Waiver of Liability**

Each member assumes the risk of his or her injury or loss associated with any Club activity. Fishing trips, in particular, involve inherent and unavoidable risks, and each member is personally and solely responsible for knowing how to swim, knowing water safety, observing river conditions, and supplying and using a PFD. All coordination of Club activities is conducted by unpaid member volunteers solely for the convenience of others. These volunteers assume no responsibility for the knowledge, well-being or safety of participants. In recognition of the above, and in consideration of acceptance as a Club member and of the services of the Club, each member releases the Club and Club's officers and other members from all liability to him/her, his/her spouse, parents, legal representatives, heirs and cannot under any circumstances alleged blame for any damages associated with a Club activity, for injury to person or property, or death, whether caused by the negligence of our Club, its officers or members, or otherwise.

### **Article XIII: By-Laws**

By-laws will be reviewed by each year by ITC Board of Directors and changes will be made as needed. The general membership can request a copy of the rules and bylaws upon receipt of their membership fee.

### **Article XIV: Changes in By-Laws**

Amendments to these bylaws may be made in the following manner only. These by-laws may be amended by the club's Board of Directors as needed. The general membership may request changes in the bylaws by submitting such proposed changes in writing to the Board of Directors. The Board of Directors upon receipt shall review the proposal and respond to the person submitting such proposal.

Any changes to the By-laws as approved by the Board of Directors shall be presented to the general membership one month prior to vote at a general membership meeting and shall be published in the next newsletter. The By-laws may be amended by a two-thirds majority vote of the members present at a regular monthly meeting, and a quorum must be present (a quorum is defined as twenty-five percent of members in good standing).