

# Houston Canoe Club Constitution and By-Laws

The following Constitution was adopted by a majority vote of those members present at the General Meeting held October 11, 2006.

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## **Article I: Name**

The club shall be called the Houston Canoe Club, Incorporated.

## **Article II: Objectives**

The objectives of the Club shall be to:

1. unite persons interested in paddle-sports;
2. educate persons to become safe and competent paddlers;
3. support conservation;
4. inform the membership of issues pertaining to paddle-sports; and
5. promote paddle-sports for the purpose of recreation and competition.

## **Article III: Membership**

### **Section 1: Age**

Any person over the age of twelve (12) years may become a member of the Club by complying with the provisions specified in the Constitution & By-Laws.

### **Section 2: Full Member Privileges**

All persons over the age of eighteen (18) shall enjoy voting rights, holding office, and full participation in events and trips.

### **Section 3: Family Privileges**

Full member privileges are extended to all persons in the immediate family of the member residing in the same residence, except for children under the age of eighteen (18) who shall enjoy the same privileges as members except for voting and holding office. Only two adult members in each family have individual voting rights. Each voting member must be present to vote. No person shall be entitled to more than one vote on any issue.

### **Section 4: Lifetime Members**

Any member whom the club desires to honor may be elected a Lifetime Member by a majority vote of the members present at any regular meeting. Lifetime Members shall enjoy the same privileges as full members, except that dues are suspended.

### **Section 5: Honorary Members**

Any person whom the club desires to honor may be elected an Honorary Member by a majority vote of the members present at any regular meeting. Honorary Members shall not vote, nor hold office but shall enjoy the same privileges as full members.

### **Section 6: Dues**

Membership dues shall be recommended by the Board and approved by the membership present at any regular meeting.

### **Section 7: Membership Applications**

Applications for membership shall be made on a form provided for that purpose, accompanied by a signed liability waiver, and full payment of annual dues. Each new Member shall be added to the membership roster and shall receive a *New Member Package*, which shall include a copy of the Constitution and By-Laws.

## **Article IV: Board of Directors**

### **Section 1: Composition**

The Board of Directors shall be the policy making body of the Club, with its decisions and policies subject to the approval by the membership. The Board of Directors shall be composed of eight (8) officers:

1. Commodore;
2. Vice Commodore;
3. Recorder;
4. Purser;
5. Newsletter Editor;
6. Fleet Captain;
7. Boatswain and
8. Ex-Officio Immediate Past Commodore.

Each member of the Board of Directors shall have one (1) vote. A simple majority vote of the Board members present at a Board of Directors meeting shall be required for making decisions or policies. The Ex-Officio Immediate Past Commodore shall serve for one year.

## **Section 2: Nominations**

The preparation of a slate of qualified candidates for each office to be filled shall be made by a nominating committee composed of at least three (3) persons. This committee shall present its recommendations at the October meeting. Nominations may also be made from the floor, only during the October and November general meetings.

## **Section 3: Elections**

Voting for all officers shall be conducted at the November meeting and officers shall take office on the following January 1st. The officers of the Club shall be elected by a majority of the members present, except that the outgoing Commodore shall be an ex-officio member of the board for one year following the end of the term as Commodore.

## **Section 4: Term of office**

The term of office of each elected officer of the Club shall be for one year, but officers may be reelected for up to 5 terms.

## **Section 5: Vacancies**

In the event of a vacancy occurring in any office, the vacancy shall be made known, and the Commodore shall appoint a temporary successor. In the event that the office of Commodore becomes vacant, the Vice Commodore shall assume the position of Commodore. Nominations to fill the remaining term of any other vacant office can be made from the floor of the monthly meeting at which the vacancy is announced and again at the following monthly meeting at which the election is held.

## **Article V: Quorum**

### **Section 1: Membership Quorum**

A quorum for the transaction of any business including the election of officers at a general meeting shall consist of ten percent (10%) of the voting membership.

### **Section 2: Board of Directors Quorum**

A quorum for the transaction of business at a meeting of the Board of Directors shall consist of four (4) Board members.

## **Article VI: Operations**

### **Section 1: Board of Directors Meetings**

There shall be a meeting of the Board of Directors at least every three months at a mutually agreeable location.

### **Section 2: General Meetings**

There shall be a monthly General Meeting of the membership at a location, date and time recommended by the Board of Directors and approved by a majority vote of the membership present at any regular meeting.

### **Section 3: Special General Meetings**

Special General Meetings can:

1. be called by the Commodore or
2. by a written request to the Recorder by a quorum of the General Membership.

Notice of special meetings shall be sent to every member at least two (2) weeks in advance of the meeting date. No business shall be transacted at a special meeting except that for which notice is given.

### **Section 4: Order of Business**

The business at all meetings shall be conducted in accordance with the latest edition of Robert's Rules of Order.

## **Article VII: Responsibilities of Officers**

### **Section 1: Board of Directors**

Duties of the Board of Directors include:

1. promote and implement objectives of the Club;
2. set policies and rules with the advice and consent of the Membership;
3. authorize expenditures of up to five hundred (\$500). Expenditures over five hundred (\$500) must be approved by the membership at a regular or a special meeting;
4. approve deposits of Club funds in checking or savings accounts or appropriate investments, as recommended by the Purser; and
5. conduct Club business between regular meetings.

## **Section 2: Commodore**

Duties of the Commodore include:

1. preside over General Membership Meetings and over the Board of Directors Meetings;
2. appoint a nominating committee of at least three (3) persons with at least one (1) person being selected from the membership to compile a slate of qualified candidates for each office to be filled for the upcoming year at the August General Meeting;
3. fill vacancies;
4. appoint committees; and
5. represent the Club in communications with other organizations.

## **Section 3: Vice-Commodore**

Duties of the Vice-Commodore include:

1. assist the Commodore in the discharge of his duties;
2. preside in the absence of the Commodore;
3. be responsible for a program at regular meetings;
4. post the General Meeting program to the website; and
5. maintain and keep current the documents of incorporation of the Club.

## **Section 4: Recorder**

Duties of the Recorder include:

1. keep a log of the proceedings of General Membership and Board meetings;
2. maintain custody of all reports and documents connected with the Club;
3. conduct the Club correspondence; and
4. give notice of all special meetings.

## **Section 5: Purser**

Duties of the Purser include:

1. collect all monies due and pay all accounts owed;
2. keep a correct record and account of all monies received and paid out;
3. maintain a current roster;
4. deposit the funds of the Club, in the name of the Club, in a depository or depositories approved by the Board of Directors;
5. present at each regular and Board meeting cash flow and balance reports stating the financial condition of the Club;
6. present a written, detailed and complete annual financial statement of all Club activities for the prior calendar year no later than the March meeting;
7. control all permanent property of the Club, both real and personal and make such rules and regulations for their care and use; and
8. with assistance from the Officers of the Club, conduct an inventory of Club property and present said inventory at the October meeting and have this listing available to the members at all regular meetings.

## **Section 6: Fleet Captain**

Duties of the Fleet Captain include:

1. coordinate the planning of Club trips;
2. solicit trip coordinators for trips;
3. maintain and distribute trip coordinator packets to trip coordinators;
4. act as a source of information for the members concerning rivers and waterways;
5. conduct a review of past trips and announce upcoming trips at regular meetings;
6. post upcoming trips to the web site;
7. post classes to the web site;
8. be the Club contact for upcoming trips, outings and activities;
9. keep a log of Club trips and outings (to include, at a minimum, dates, names of attendees and places of trips);
10. compile a list of trip statistics to be reported to the General Membership for review no later than the February General Meeting after the closing of the year; and
11. at the option of the Fleet Captain, compile a listing of award recipients such as 100 mile paddlers, trip coordinators, and notable paddlers, which awards to be presented no later than the March General Meeting after the closing of the year.

### **Section 7: Newsletter Editor**

Duties of the Newsletter Editor include:

1. management, preparation and distribution of a monthly newsletter; and
2. posting of relevant News Items to the website.

### **Section 8: Boatswain**

Duties of the Boatswain include:

1. pursue, engage and coordinate the introduction of new members to paddling;
2. coordinate the Welcome Table to be present at each general meeting;
3. prepare and distribute New Member Packets;
4. promote the HCC in the local community including the participation at appropriate events, fairs and open houses;
5. coordinate a new member paddle at least every three months;
6. update and coordinate development of the website; and.
7. maintain and post membership renewal forms to the website.

The Boatswain may form a Membership Committee to assist with these duties.

### **Article VII: Standing Committees**

Standing committees shall include the Conservation Committee. Standing Committees shall have such authority as is granted by the Board of Directors. Committee chairs shall be appointed by the Commodore and be subject to the recommendations of Committee Members

### **Article VIII: Emblems and Colors**

The Official Emblem of the Club shall be a bobcat paddling a canoe and the Unofficial Emblem of the Club shall be a life-jacketed couple paddling a canoe. The colors of the Club shall be red, white and blue. Any use of the Club name or emblem, without the permission of the Board of Directors, is prohibited.

### **Article X: Discipline or Removal of Officers or Members**

If any officer or member is charged with improper conduct, violating the provisions of the Constitution or By-Laws of the Club, or breaking the rules of the Club, such charges shall be brought before the Board of Directors for review. If such charges are found to have sufficient weight, the officer or member shall be notified of the charges by the Recorder at least one week before the next meeting of the Club, and the officer or member shall be required to appear at such meeting and show just cause why he should not be censured, deprived of the privileges of the Club, or expelled from membership in the Club. If the officer or member fails to appear at such meeting or is found guilty of the charge against him, the officer or member shall, upon a majority vote of the members present, be censured, be deprived of the privileges of the Club, or be expelled from membership in the Club.

### **Article XI: Amendments**

The Constitution and By-Laws of the Club may be amended by a two-thirds (2/3) vote of the Members present at a General or a Special Meeting or by a U.S. mail vote obtained by the Commodore, provided the proposed amendment has been sent to each Member at least two weeks before being voted upon. The current Constitution and By-Laws shall be posted on the Club's web site and distributed in printed form to any members who so request.

### **Article XII: Enacting Clause**

This Constitution and By-Laws shall take effect January 1<sup>st</sup>, 2007, replacing all previous Constitutions and By-Laws, except for the nominating committee, which shall take effect in 2006.