

Constitution

The name of this society shall be: "Madison Area Aquatic Hobbyists" (MAAH). Madison Area Aquatic Hobbyists is a not-for-profit, educational and social organization dedicated to the advancement and dissemination of information relating to all aspects of the care and breeding of tropical fish, marine fish, plants, and ponds. This society shall be non-political and non-sectarian in all of its relationships. The society shall incorporate within the state of Wisconsin as a not-for-profit organization.

By-Laws

I. Membership

- A. All persons interested in aquatic life shall be eligible for membership subject to the approval of the Executive Board. Applicants must be willing to abide by the By-Laws, and must maintain an interest in the activities of the Madison Area Aquatic Hobbyists.
- B. All prospective members shall submit an annual application, which shall be approved or rejected by the Executive Board. If rejected, the membership chairperson shall provide an explanation.
- C. Membership shall last for one club year or fraction thereof as set forth by the Executive Board.
- D. There shall be two classes of membership.
 1. Regular membership consists of any one person eighteen (18) years of age or older.
 2. Junior membership consists of any one minor under eighteen (18) years of age.
- E. Membership criteria
 1. Member must pay annual dues established by the Executive Board.
 2. Member must not be more than 60 days in arrears for dues or other moneys owed the club.
 3. Member must have submitted a current annual application to be approved by the Executive Board.
- F. Membership benefits
 1. Entrance to monthly meetings.
 2. Access to member only areas of the club website.
 3. Access to member only events.
 4. Entrance to annual club picnic and holiday events.
 5. Voting privileges for annual Executive Board elections.
 6. Eligibility for the Executive Board.
 7. Eligibility for club committees.

G. Membership removal

1. Removal of any member must be made by a two-thirds ($\frac{2}{3}$) majority vote of the Executive Board.
2. No vote shall take place until the member has been notified by the Executive Board, and that member has had one week to respond to the charges.
3. The member may be notified in absentia by announcing at a regular meeting and posting in a member only section of the club website.
4. A member may be removed for the following reasons:
 - a) Malfeasance, theft, or dishonesty.
5. A member may be reinstated at the discretion of the Executive Board.

II. Fees and Dues

A. Annual membership

1. Dues will be set by the Executive Board and will remain in effect until the Executive Board changes the dues.
2. Annual dues are non-refundable.

B. Visiting, non-members

1. An entrance fee shall be set by the Executive Board for non-members to attend a regular monthly meeting.

C. Additional fees

1. A fee may be assessed for participation in special events such as, but not limited to, auctions, vendor swaps, shows, special orders, box swaps, or field trips.

III. Executive Board

- A. The governing body shall be the Executive Board, consisting of seven (7) elected members, age eighteen (18) or older.
- B. Each Executive Board Member shall be elected for a two (2) year term with four (4) Board Members elected in even years and three (3) Board Members elected in odd years.
- C. The elected Executive Board Members shall assign among the Board Members the offices of President, Vice President, Treasurer, Secretary, and Sergeant-at-Arms. The two remaining Board Members will hold non-officer, member-at-large positions.
- D. An Executive Board Member may be removed from the Executive Board by a two-thirds ($\frac{2}{3}$) vote of the Executive Board for malfeasance or dereliction of duty.

E. Offices of the Executive Board

1. President

- a. The President shall set the agenda and preside over all general meetings and Executive Board meetings.
- b. The President shall exercise general supervision over the affairs and activities of the organization.
- c. The President shall represent the club in all affairs.

2. Vice President

- a. The Vice President shall preside over all general meetings and Executive Board meetings that the President cannot attend.
- b. The Vice President shall produce and present the annual report and inventory of club assets to the Executive Board.
- c. The Vice President shall act as the liaison between the Executive and Advisory Boards.
- d. The Vice President shall maintain an accurate membership database in a format specified and approved by the Executive Board.

3. Treasurer

- a. The Treasurer shall receive all funds and keep them in a bank or repository as selected and approved by the Executive Board.
- b. The Treasurer shall keep accurate records of all monetary transactions using accounting methods and bookkeeping software as directed by the Executive Board.
- c. The Treasurer shall present a financial report at all Executive Board meetings and at general meetings on request of the President.

4. Secretary

- a. The Secretary shall keep the original minutes of all Executive Board and general meetings of the organization, which shall be an accurate and official record of all business transactions.
- b. The Secretary shall post all minutes of meetings on the MAAH website within seven (7) days of each meeting.
- c. The Secretary is responsible for general correspondence of the organization, managing and distributing incoming correspondence as appropriate.

5. Sergeant-at-Arms

- a. The Sergeant-At-Arms shall see that all meetings and functions of the organization are conducted in an orderly manner.
- b. The Sergeant-At-Arms shall serve as ombudsman for the organization.
- c. The Sergeant-At-Arms shall oversee the annual elections.

6. Non-Officer, Members-at-Large
 - a. Are voting members of the Executive Board.
 - b. Shall assist other Executive Board Members in their duties as needed.

E. Special Duties and Powers of the Executive Board

1. Committees
 - a. The Executive Board may form committees to carry out the duties and business of MAAH. The Executive Board shall appoint a Committee Chairperson for each committee.
 - b. The Executive Board shall have the power to set the committee's agenda and to dissolve a committee as needed. The Committee Chairperson may invite additional committee members at the Executive Board's discretion.

IV. Elections

- A. Any candidate for Executive Board must be a member in good standing, be eighteen (18) years of age or older at the time of nomination, and have been an active member of the society for a minimum of twelve (12) consecutive months.
 1. Candidates shall confirm their nominations verbally, electronically, or in writing to the election committee.
 2. An election committee, chaired by the Sergeant-at-Arms, shall confirm the eligibility of all nominations for the Executive Board.
 3. Candidates for the Executive Board shall be presented by the election committee at the regular meeting in April.
 4. The election shall take place at the regular meeting in May. Nominations from the floor will be taken before voting at the regular meeting in May.
 5. Executive Board Members shall be elected by secret ballot and installed at the end of the regular June meeting.
 6. A member may cast one vote for each open position on the Executive Board.
 7. The nominees with the highest total votes will fill the vacant Executive Board positions until all positions are filled.
 8. In the case of an election including out-of-cycle Executive Board positions, the new Executive Board member(s) with the lowest total votes shall serve a term of one year to fill this position.
 9. Electronic absentee voting shall be conducted by the Sergeant-at-Arms, and must be completed prior to the May vote.

V. Advisory Board

- A. The Advisory Board shall include all standing committee chair holders who are not currently on the Executive Board, and may also include any former Executive Board Member that served in the previous year.
- B. In an instance where the Executive Board must fill a vacated Executive Board position a candidate meeting the requirements for Executive Board nomination will be

selected by the Advisory Board from the membership. This member shall serve on the Executive Board until the next general election.

- C. Where an Executive Board vote results in a tie or deadlock, the Advisory Board shall collectively cast the deciding vote.

VI. Administration and Rules

- A. The Executive Board shall perform or commission an annual audit within sixty (60) days of the annual meeting.
- B. An accurate inventory of all physical assets and their location will be kept. This inventory will be reviewed at least once annually at the June Executive Board meeting and verified. It shall be the duty of the Executive Board to delegate the locations of these properties.
- C. Meetings
 - 1. The society shall hold regular meetings once a month, unless a special event is scheduled for that month, at a time and place designated by the Executive Board.
 - 2. The Executive Board shall meet at their discretion at least once per quarter for club business.
 - 3. A simple majority of the Executive Board members present at an Executive Board meeting shall constitute a quorum.
 - 4. The Advisory Board shall meet at their discretion.
 - 5. Executive Board meetings and all club business shall be open to all members in good standing.
 - 6. Electronic meetings of the Executive Board may be conducted and recorded on the MAAH website.
 - 7. The Executive Board may call a closed session prior to introducing or voting on motions and other club business.
- D. Special Events
 - 1. MAAH may hold special events including, but not limited to, workshops, auctions, and shows.
 - 2. All special events shall be initiated by a plan of action submitted to and approved by the Executive Board.
- E. Website
 - 1. MAAH shall maintain a website and will provide content regarding the regular business and events of the MAAH.
 - 2. The website shall be maintained by a webmaster appointed by the Executive Board.
 - 3. A Website Committee may assist in the administration of the website.

F. The Official Logo of the MAAH shall be this image:



1. This logo is for the exclusive use of MAAH. The use this logo for promotion of MAAH is at the express permission of the Executive Board. Personal use of this logo is prohibited. This logo may be used on awards, advertisements, official correspondence, and memorabilia for MAAH.

G. Signing Officials

1. Withdrawal of any society funds from repository shall require one (1) signature by the President or Vice President.

2. Any document committing the society to a plan of action requires two (2) signatures, a member of MAAH with temporary authorization of the Executive Board and the President.
3. Signing members shall not be related by marriage, blood, adoption, guardianship, or cohabitation.

H. Parliamentary Authority

1. The Executive Board may designate their own rules of order.
2. Protested business will not become binding until ruled upon by the acting Sergeant-at-Arms.

VII. Affiliations

- A. The MAAH may enter into any affiliation in keeping with the Constitution with approval of the Executive Board.

X. Amendments

- A. Any proposed amendments to the Constitution or By-Laws must be submitted in writing to an Executive Board Member. Such proposed amendments must be signed by five (5) active members of the society before being submitted. The amendments will be referred to the Executive Board for investigation and recommendation. Proposed amendments will then be published within sixty (60) days and will be read and distributed at the next regular meeting after publication. There will be a vote to ratify or reject the amendments at the next regular or general meeting after the amendments have been read or distributed. They shall become a part of these By-Laws only if approved by a two-thirds ($\frac{2}{3}$) majority of the members present and voting at said meeting. Absentee voting is not permitted.

XI. Dissolution

- A. In the event of the dissolution of this organization any remaining funds and assets, after all debts have been settled, will be donated to an aquarium-based, non-profit organization of the Executive Board's choosing.

- XII. This Constitution and By-laws shall supersede all previous documents and shall become effective on the date of ratification by the general membership, 02/21/2015