

Brooks Fishing Club, Inc.
By-Laws – Effective March 2016

Section I: Purpose and Objectives of the Brooks Fishing Club

- A.** To promote recreational fishing and to inform the membership of the habits and characteristics of game fish.
- B.** To promote more successful fishing by providing information through an exchange of ideas and methods by members and invited guests.
- C.** To abide by the rules and regulations of sport fishing as established by the State of Florida and the Federal Fisheries Commission.
- D.** To sponsor fishing trips, angling education, tournaments, and social events for the purpose of stimulating interest in fishing and fellowship among Club members.
- E.** To maintain a high standard of true sportsmanship and to actively promote water safety, wildlife, ecology, and social as well as community relations.

Section II: Meetings

- A.** The Club operates on a fiscal year beginning October 1 and ending September 30.
- B.** The board will announce the date, place, and time of the club meetings. Meetings will normally take place monthly October through April at a designated meeting location.
- C.** Only Club members will be allowed to attend regular meetings.

Section III: Membership

- A.** Type of membership - Only fishermen owning homes within the Brooks Community will be considered for membership. Any club member who is a current owner in The Brooks (including Shadow Wood Preserve), and subsequently moves out of the Brooks domain, will no longer be eligible for membership after the current fiscal year for which his dues are paid. Non-resident club member prior to November 2009 may retain their membership as long as their annual dues are paid.
- B.** Approval of membership applications – the Board of Directors shall approve all applications for membership.
- C.** Each Club member is charged with the responsibility of conducting himself in such a manner that the reputation, the general interest and the good standing of the Club and its members will remain at the highest level.

D. Proxies of members shall not be valid for voting in elections nor in the adopting of any resolution or measure.

Section IV: Dues

A. Annual dues must be paid before a prospective member is eligible to participate in any Club meeting, activity, or social event. Dues for the new fiscal year must be paid by check or electronic transfer no later than October 1st to retain membership in the club. Any members who have not paid their dues by that date will automatically forfeit their privilege for membership.

B. Membership dues for each fiscal year (beginning October 1) shall be determined by the Board of Directors by May 1st. The dues amount will be communicated by email to all members and announced to all members via email no later than June 1st preceding the new fiscal year.

C. Any money held as a surplus at the end of the fiscal year may be rolled over to the next fiscal year by a majority vote of the membership constituting a quorum of the members present at the October meeting when the vote is taken.

Section V: Directors and Officers

A. The Board of Directors shall consist of five (5) individuals, four of whom will be biennial elected officers with the fifth director being the “immediate” past president of the Club.

B. All Club directors and officers will constitute the Board of Directors; and when making Board decisions, each board member will have the right to exercise one vote.

C. An election of board members whose terms will expire following the last meeting of the season shall be held annually at a general meeting of members during the month of February. Elections shall be determined by a majority vote of the members present. Election of each board member shall be held separately.

D. Immediately following the February member meeting for which the annual election occurred, the directors whose terms will commence the following April in accordance with Section V.E. (the “Future Board”) shall meet for the purpose of electing the officer positions (President, Vice President, Secretary and Treasurer) of the Future Board. The “immediate” Past President shall not be eligible as an Officer of the Club. At the call of the newly elected President, the Future Board may meet from time to time before the April membership meeting to establish plans for the upcoming Club season.

E. Terms of Board Members – The term for each board member will be two years. To afford leadership continuity and fair elections, Board elections will be held annually for two of the four positions; the following year, the other two positions will be up for

election. Board terms shall begin and end on the day following the last membership meeting of the season.

F. Vacancies. If a Board Member is unable to fulfill his two-year term (e.g. resignation, health issue, death, relocation from The Brooks Community, etc.), the President – with board majority agreement - shall appoint a replacement, but only for the unexpired duration of that term.

G. Duties of Club Officers

1. **PRESIDENT:** the duties of President shall be to preside at all meetings of the organization, to set the agenda and to manage the meeting proceedings, to appoint committees, to generally guide and coordinate all members in the operation of the Club, and to be the official representative of the Club in the broader community.

2. **VICE PRESIDENT:** the Vice President shall assist the President with all of the duties he may assign and otherwise act in the President's absence.

3. **SECRETARY:** the Secretary's duties will include recording, maintaining and publishing the minutes for all meetings and business transactions of the Club. The Secretary will maintain a monthly meeting attendance list, as well as an up-to-date roster to include: each member's name, phone number, e-mail address and his community within The Brooks.

4. **TREASURER:** the Treasurer's duties will be the primary care and custody of all Club monies. The Treasurer shall maintain an accurate, up-dated, and permanent account of all receipts and disbursements, submit a monthly financial report to members, and assist in the preparation of any required annual tax documents with a professional tax specialist as required.

5. **IMMEDIATE PAST PRESIDENT** – It shall be the duty of the Past President to help and advise the current President and the Board of Directors to his utmost ability.

H. PRESIDENT EMERITUS - In recognition of extraordinary leadership and/or of the origination of the Brooks Fishing Club, the Board of Directors may, with a unanimous vote, designate an "Emeritus" title to a past leader of the Club. Such a position will continue to advise board members upon request.

Section VI: Election For Board of Directors

A. Nomination for Board Members. The Club President shall, at the general January Club meeting, solicit nominations for the two (2) board positions whose two-year term has expired. Board incumbents, should they choose to continue in their role, and any other candidates are eligible for nomination. These nominations will be presented to the membership at the February general meeting for a vote. At the February meeting, any Club member may present - from the floor - a candidate (or candidates) for either of the

two (2) elective board member positions. All floor nominations assume that candidate consent has been obtained prior to the nominating process.

B. The Board of Directors, in the interest of leadership continuity, may prior to board elections empower a special Nominating Committee to identify, qualify and encourage members to consider being placed on the ballot for election to the Board of Directors.

C. If two or more candidates (declared incumbents and/or nominees) are nominated for a board seat, voting will be accomplished through secret balloting.

D. Installation of newly elected Directors shall take place at the regular April membership meeting.

E. Removal of Directors and Officers. Any elected director or officer that has three (3) consecutive or a total of four (4) unexcused absences from club meetings in any one fiscal year can be relieved of his duties. If a director's participation in the Board's working affairs is clearly detrimental to the Club's operations, that board member may be removed from office with a majority vote of the Board. The officer or director being removed shall not be eligible to vote. In the event of a tie the President Emeritus will cast the deciding vote.

Section VII: Committees

A. The Board of Directors shall solicit and appoint club member committees responsible for promoting and executing fishing trips, club educational endeavors, social events, guest speakers, etc. These committees will make recommendations to the Board.

B. In their discrete activities, committees should be mindful of the club's stated "Purpose and Objectives", centered around the promotion of recreational fishing activity and fishermen interests.

C. Committee membership will be for a period of one year.

Section VIII: Amendment of By-Laws

A. The By-Laws may be amended at any regular meeting by a two-thirds vote of the members present, providing written notice of the proposed amendment has been presented to the membership at least one regular meeting prior to the vote.

B. The voting of an amendment shall normally be a show of hands, unless one or more members request a secret ballot. If a secret ballot is requested, such ballots will be distributed before voting takes place.

C. The Club Secretary will be responsible for making the By-Laws available to every member through electronic or hard copy means.

Section IX: Removal of a Member

A member shall be automatically dropped from the membership roll whenever his annual dues remain unpaid on October 1st of each fiscal year.