Sept. 14, 2023

Montana Pikemasters, Billings Chapter Inc, Constitution and By Laws

ARTICLE I: NAME, PURPOSE, OFFICE & AFFILIATION

A: Name – The name of this club/corporation shall be Montana Pikemasters, Billings Chapter Inc., which is a private membership, non profit organization.

B: Purpose – The purpose of this club shall be; dedicated to Pike Anglers but to work with and help improve all fishing and fisheries in the state of Montana. Introduce a new generation of fishing and to promote Catch, Photograph and Release to insure the quality and health of all fisheries.

C: Charities - To be charitable financially, volunteer our labor and assistance to; Eagle Mount, Camp Make A Dream, Kid's Fishing Day, Billings Kiwanis "Take Me Fishing" Jamboree, scholarships and others as proposed and voted by the club.

D: Office - The principal office of the corporation in the State of Montana shall be located in the City of Billings, County of Yellowstone and P.O. Box 30551. Any and all corporate business and communications must use this and only this address unless designated by the Executive Committee.

E: Affiliation - we do not have any political ties to any party, nor do we support or fund any political party.

ARTICLE II: MEMBERSHIP, DUES, DONATIONS, VOTING & TERMINATION

A: Eligibility - Membership shall be open to all over the age of 18 years of age, irrespective of race, color, creed, age, religion, national origin, sex, marital status, disability, public assistance status, veteran status, sexual orientation, or parental status. One membership covers you, spouse and dependent(s) through the age of 19 and subject to approval by Executive Members. Membership is non-transferable.

B: Dues - Dues shall be $30.00 per year subject to change by Officers. All dues paid by check must be made payable to Montana PikeMasters and only collected by a board approved officer or member. Membership dues paid by cash shall not be accepted by anyone not unanimously approved by the officers of the corporation/club.

C: Donations & Advertising - all donations and advertisements must be made payable to "Montana PikeMasters" and only accepted by approved officers or club members.

D: Membership - Only annual memberships are provided. An annual member, on payment of such dues as may be determined by officers of the Association, shall become a member of the Association for one full year from the calendar date of which the dues are paid. Memberships that have elapsed beyond sixty (60) days beyond their membership date will be terminated.

E: Voting - Each membership whether it be family or single is allowed one vote for election of the Executive Committee Officers. Any and all active club members attending a regular meeting are eligible for voting upon topics and proposals of the meeting to exclude; Terminations and By-law amendments

F: Membership Termination - when any member of the club is continually undermining the function and purpose of the club or an officer of the club or a member is convicted of flagrant violations of fish and wildlife and is detrimental to the club, can be terminated. This member shall be first served with written notice of the conduct deemed detrimental to the Club and will be given the opportunity to be heard at the meeting at which such vote is taken. Any member of the club may be removed by a two thirds, 2/3 vote of the Board of Directors. Termination/Amendment quorum at a special meeting called for that purpose. At the time a membership is terminated the club Treasurer shall reimburse the terminated member a prorated percentage of current year's dues paid by the terminated member.

ARTICLE III: OFFICERS

A: Officers – The elected officers of the Executive Committee are; President, Vice-President, Secretary, Treasurer & Advisor.

B: Eligibility – Nominees for President, Vice-president, Treasurer, Secretary and Advisor must be members of good standing of the club and must be Bondable and attend the majority of all monthly meetings. As a condition precedent to service as a member for one year and have attended at least six (6) meetings before being eligible for nomination for election as an officer of the club.

C: Election – The officers shall be elected by ballot at the July meeting by a majority of the vote cast for that officer. An elected officer cannot hold more than one officer position nor can any nominee be nominated for more than one officer position per election. Officers can be elected by members attending the election meeting and also mail in votes. One ballot, one vote, will be mailed to all members irrespective of the amount of family members on their membership registration.

D: Proxies - Voting by Proxy shall not be permitted.

E: Term - The officers shall serve for two years and their term of office shall begin at the commencement of the September meeting.

F: Vacancy - If a vacancy occurs in the office of President, the Vice President shall assume the office for the remainder of the term and vacancies in any other office shall be filled by a special election.

G: Compensation - Officers shall not be compensated for their service as they are volunteers, except they may be reimbursed expenses approved by the executive committee.

ARTICLE IV: DUTIES OF OFFICERS

A: PRESIDENT – To call meetings of general membership, Officers and special membership meetings; Preside at such meetings

- Vote only in case of a tie
- Represent the club at meetings of any other group(s) where the purposes and actions of the Club have pertinence
- Appoint committee chairpersons subject to the approval of the Executive Committee
- Serve as an ex-officio member of all committees except the nominating committee
- Perform such other duties as prescribed by the Officers of this club that ordinarily pertain to this office.
- Adjudicate tasks, performance and follow up to make sure all Officers and committee chairpersons are do-diligent to their duties.

B: VICE-PRESIDENT –To serve as the first backup officer to the President and perform the duties of President at such times as the President is unable to serve at any Club function. Perform other duties as prescribed by the Officers of this club.

C: SECRETARY –To maintain and keep records of the Club, its officers and direct support groups as it pertains to the Club. Handle all correspondence for the Club; Perform other duties as prescribed by the Officers of this Club.

D: TREASURER – To collect, deposit and disburse the funds of the Club as directed by the Officers. Keep all financial records of the Club and at the direction of the Club Officers or Club Members will present for examination all records pertaining to the office. Keep an itemized account of all receipts and expenditures and present monthly reports as directed.

E: ADVISOR - There shall be an Advisor who shall be elected every two years by the membership, preferably every other year of the general election. It is advised that the Advisor's election offset the two year election of the President, Vice-President, Treasurer, and Secretary to help train the incoming officers to their duties. The responsibilities of the Advisor shall be: maintain an awareness of the activities and programs sponsored by the club. Keep a running inventory of club assets and present this inventory audit at regular monthly meetings. Assist in the orientation of new officers and explain and clarify policy/procedures that apply to the club. Provide direction in the area of parliamentary procedure, meeting facilitation, group building, goal setting and program planning. Assist the Club Treasurer in monitoring expenditures, fundraising activities and corporate sponsorship to maintain an accurate and up to date account ledger. Inform club members of those factors that constitute unacceptable behavior on the part of the club members and the possible consequences of said behavior.

F: Officers of the Executive Committee shall cause to be kept a complete record of minutes of their meetings and other actions and the acts of proceeding of the members and present a full statement at least annually to the members showing in detail the assets, liabilities and general condition of the corporation.

ARTICLE V: MEETINGS

A: Meetings – Regular meetings shall be held monthly on the first Thursday of each month at appointed meeting place. This day may be changed without an amendment but with a vote of the majority of attending members and the majority of attending officers.

B: Order of Business - The following order of business shall be pursued insofar as may be applicable to all meetings of the members:

1. Reading of Minutes of previous meeting;
2. Reading of and considering communications;
3. Reports of officers;
4. Reports of committees;
5. Unfinished business;
6. New business;

C: Special Meetings – of the corporation may be held upon call of the president or upon written demand upon the president signed by five members of the corporation, which written demand shall also state the object of the proposed meeting. The place of all special meetings called by the president shall be designated by the president of the corporation. The place of all special meetings called by written demand signed by five members of the corporation. Such notice shall state the object of the special meeting, the time and place of the meeting, which shall not be less than 10 days in advance of the meeting. Only business mentioned in such notice may be transacted at such special meeting. The president shall be responsible for proper written notice of meetings as herein required. The members making written demand for a special meeting of members shall, at their expense be responsible for mailing notice of the special meeting as herein provided to each member of the corporation entitled to vote at such meeting.

D: Quorum – At any validly called regular monthly meeting of the corporation, fifteen (15) members minimum, in good standing to include three elected officers present to preside, can vote to pass a proposal and the two thirds (2/3) majority vote will be accepted. For Committee Meetings; all members in good standing of the committee and an elected officer or appointed Head Committee member shall pass a proposal with the two thirds (2/3) majority vote passing the proposal.

E: Parliamentary Authority – Robert's Rules of Orders, shall govern this club in all cases to which they are applicable and in which they are not inconsistent with these bylaws. It will be the policy of this club to allow equal time to all persons wishing to be heard on a specific issue. The President shall be empowered to determine the amount of time allowed to each activity group to speak on that issue insofar as that amount of time is identical to limitations put on any other group wishing to be heard, but their total time to speak shall not exceed the amount of time predetermined by the President.

ARTICLE VI: EXECUTIVE COMMITTEE

A: Responsibility – Management of this corporation shall be vested in an Executive Committee responsible to the entire membership to uphold these by-laws. Any Executive Committee Officer that misses more than four monthly meetings in a year may have their Officer status terminated.

B: General Powers - The powers of the management and control of the corporation and all its property and assets, tangible and intangible, real and personal, shall be vested solely in the Executive Committee.

C: Membership of Executive Committee - This committee shall consist of the officers as listed in Article III.

D: Meetings – This committee can meet between regular meetings of the club to organize and plan future activities.

ARTICLE VII: BOARD OF DIRECTORS

Individuals who make up the board of directors are responsible for making key decisions that address the organization's mission, strategy, budget, and goals. The board of directors shall meet with the executive officers a minimum of 4 times a year and attend at least 2 events per year.

A. Eligibility - Be a member for at least one year and have attended at least six (6) monthly meetings before being eligible.

B. Election - Voted on by the executive committee & current board of directors.

C. Term - Board of Directors shall serve for two years.

ARTICLE VIII: COMMITTEES

A: Special Committees – The President shall have the authority to appoint any special committees, with the approval of the Executive Committee, from time to time as need demands. These Special Committees may be chaired by officers or club members in good standing and have been members for at least one year.

B: Amendment Proposals to the By-Laws - Amendments to these by-laws may be proposed in the following manner: By a 2/3 majority of the current Executive Officers. By written request of the membership, submitted to the officers and a petition signed by a minimum of 10%of the members in good standing

C: Prior Notice of Vote - Copies of all proposed amendments to the by-laws shall be made available to the Officers at least 10 days prior to the time at which they will be considered. The Executive Committee shall be responsible for providing notice to the General Membership of a meeting for the purpose of the by-law amendment at least five days before the meeting and send copies of the proposed by-law amendment to any member upon request.

ARTICLE IX: SPENDING, REIMBURSEMENTS, CONTRACTS & DISBURSEMENTS

A: Limitation of Spending Without Board Approval - The president or any duly elected officer of the corporation shall be authorized to pay financial obligations of the corporation up to $75.00 for any single purchase without the approval of the board of Directors. Any one time expenditure of over $75.00 must be approved by the board of Directors.

B: Reimbursements - From time to time the corporation may hold events such as Membership Recruiting, Tournaments and Special Charity Events. During these events a member or officer may incur expenses of their own monies and may request reimbursement of these expenses. The following guidelines must be adhered;

- In town event expenses incurred for the purpose of the event only must be approved by Officer in Command at the event.
- Out of town event volunteers must be approved by the officers before the event.
- Out of town events shall consist of only four members maximum and only these members are eligible for any compensation. It is advised that one of these members pay all expenses to be reinstated with one reimbursement.
- Overnight events; motel/hotel reimbursement not to exceed $100.00 per two persons, per night, plus tax.
- It is advised members to share rooms when applicable and choose a facility with a free breakfast bar. The number of nights to be approved must be approved before the event takes place.
- Meals or alcohol will not be reimbursed for these events. Neither Tobacco nor Alcohol are to be used or displayed at any events.
- Vehicle Fuel reimbursement will be based upon an average fuel consumption of eighteen miles per gallon for pickups/SUVs and twenty four miles per gallon for passenger cars. Not more than two vehicles per event will be approved.
- This reimbursement of miles per gallon is subject to change by the officers based upon technology changes with miles per gallon average per vehicle without an amendment to the corporate by-laws.
- Fuel will be reimbursed based upon the direct round trip mileage from Billings, MT and the average price of fuel in Billings, MT.
- Receipts are required for any and all reimbursement requests. Reimbursement requests will be denied without receipts.
- Any and all vehicles used for out of town travel must have proof of insurance, registration and approved by the officers before event.

C: Contracts - Subject to Article X, section A the board of directors may authorize any officer or officers to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation and such authority may be general or confined to specific instances.

D: Disbursements - All disbursements shall be made by checks, only signed by the treasurer. All signatories shall be required to be bonded and the cost thereof shall be borne by the club.

ARTICLE X: BY LAWS

These By-Laws or duplication thereof, shall always remain with the registered agent and shall be open to inspection by anyone concerned at any time during normal working hours. They may be altered, amended, or additional articles adopted by a two-thirds (2/3) vote of the Board of Directors at any regular meeting or special meeting of the Executive Board at which all Board of Directors are present.

ARTICLE XI: DISSOLUTION

If this club/corporation disbands, all **Assets** will be turned over to a 501(c)(3) of choice, voted and approved by a majority of meeting attendees. This meeting must be announced to all club/corporation members at least ten (10) days before such meeting.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being all of the Executive Committee of the MONTANA PIKEMASTERS BILLINGS CHAPTER, INC., do hereby ratify and adopt the foregoing and attached By-Laws of said corporation and certify that said By-Laws were duly adopted by the corporation at a duly and legally called meeting of the Executive Committee of said corporation.