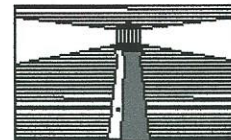


VILLAGE HARBOUR FISHING CLUB, INC. BY-LAWS

(version: 12-02-05)



ARTICLE I

This Club shall be known as the VILLAGE HARBOUR FISHING CLUB, INC.

ARTICLE II

The purposes for which this Club is organized are:

1. The sharing of fishing knowledge and techniques
2. To support conservation of our inland and oceanic waters and adjacent lands.
3. To promote the best interests of rod and reel angling
4. To establish sportsmanship and fellowship

ARTICLE III

There shall be established a Board of Directors, all Members in Good Standing, consisting of five (5) Officers of the Club, and a minimum of five (5) appointed Trustees of the Club plus the Immediate Past President. The President has the discretion of appointing six (6) advisory (non-voting) trustees for the purpose of new input and serving as committee chairmen and to form a pool to replenish the 5 appointed Trustees. The Immediate Past President will be a member of the Board of Directors for (1) year. The Term of the President shall be for one (1) year. The Board of Directors may approve, for just cause, an incumbent President's candidacy for an additional term of one (1) year. The Terms of office for the President and both Vice Presidents is January 1 through December 31.

ARTICLE IV

Officers of this Club shall be:

- 1) President
- 2) 1st Vice-President
- 3) 2nd Vice-President
- 4) Secretary
- 5) Treasurer

Each Officer must be a member in good standing

ARTICLE V

The Annual Meeting of the Club shall be held in the fall of each year, at a time and place chosen by the Board of Directors.

ARTICLE VI

The President shall appoint Chairmen for all Committees as needed for responsibilities such as for a Tournament Chairman, Annual Dinner Chairman, Newsletter Editor, Librarian, Fishing How-To Director, etc. Chairmen can also be designated as Trustees and be members of the Board.

ARTICLE VII

These By-Laws may be altered and/or revised by a two-thirds (2/3) vote of the membership present at a general meeting, provided that written notice of the proposed changes is mailed to all in good standing a minimum of two weeks prior to the meeting.

ARTICLE VIII

Meetings:

1. This Club shall have at least six (6) general meetings each year from April through September.
2. The presiding officer, at his discretion, may change the meeting dates or call for extra meetings at his discretion, provided all members in good standing are notified by mail

at least two weeks prior to the meetings.

3. The presiding Officer may convene The Board of Trustees at his/her/their discretion by notifying all Board members by mail or phone.
4. A general meeting shall be considered a quorum, providing ten percent (10%) of the members in good standing and two (2) elective officers are present.
5. A board meeting shall be considered a quorum, providing four (4) voting members of the Board of Directors, including two (2) Officers, are present.

ARTICLE IX

Membership:

1. The membership of this club shall not be limited by number.
2. The membership is composed of Members, Co-Members and Junior Anglers.
3. Member: Each Member or new applicant for Member status in a given calendar year must be at least 18 years of age on the date of that year's May membership meeting. Members are eligible to vote on club matters, participate in all club activities and become members of the Board of Directors.
4. Member In Good Standing: Any Member, Co-Member or Junior Angler is in good standing if their dues are paid for the current year and the Board of Directors has not decided they are not in good standing for any other reason. An application for a new membership, accepted between January 1st and the May General Meeting, give the new membership "in-standing" status until the May General Meeting of the following year. Acceptance of a renewal application gives the member one additional year of in-standing status.
5. Co-Member: The spouse of a paid-up Member in good standing is a Co-Member
6. Junior Angler: A renewing Junior Angler or new applicant for Junior Angler status must have a Sponsor and be under the age of 18 on the date of the May membership meeting. Junior Anglers may participate in club activities if accompanied and supervised by their Sponsor.
7. Members, Co-Members and Junior Anglers are all welcome to participate in the club's general membership meetings and events as well as the Fish of The Month Contest, and the year long largest of species contest (weighed in at an approved weigh-in center).
8. Junior Anglers and Co-Members may not participate as members of the Board of Directors and may not have a vote in club matters.
9. The annual dues for Members and Junior Anglers for each year will be set by the Board of Directors no later than December 31st of the prior year.
10. Payment of all dues for renewing membership(s) shall be due by the date of the May Membership Meeting.
11. Only members in good standing will be eligible for participation in club-sponsored meetings, events, the winning of club prizes or awards, etc.
12. Members must register for a VHFC sponsored event, if applicable, before the beginning of that event. Each event may have unique, more stringent, pre-announced requirements for registration. The membership's fee(s), rules and regulations required for participation in any club event will be approved by the Board of Directors and announced to the membership at least two weeks prior to the event.

13. Fish caught by Members, Co-Members or Junior Anglers must be weighed and recorded at a Board-approved weigh station in order to be eligible for club awards or prizes.

14. Sponsoring a Junior Angler:

a) Only a Member in good standing may be the Sponsor for one or more children for Junior Angler membership status. Each Junior Angler must be accompanied and supervised by their Sponsor during any meeting or event. Each individual application form for renewal or new Junior Angler status must include the name, club #, relationship and signature of the Sponsor and certify that the Sponsor has the parental authority to act in the Sponsor role. The application for a Junior Angler must also include a statement signed by the Sponsor, formally accepting full responsibility for the Junior Angler during and en route to and from club activities.

b) Sponsors who are not the custodial parent or legal guardian for the Junior Angler are required to carry and be willing to show a permission paper, notarized and signed by a legal guardian or custodial parent, permitting the Sponsor to be responsible for the Junior Angler at each attended event, including general membership meetings.

c) In the absence of the Sponsor, a Sponsor's spouse may act in place of that Sponsor as long as that Co-Member carries and will show all of the same documented approvals and commitments by the Co-Member as are required of the Sponsor in 14 a).

ARTICLE X

Officers Duties:

1. The President, in addition to his constitutional duties will preside at all general and specific meetings following ROBERT'S RULES OF PARLIAMENTARY Procedure. Upon completion of their functions, the President will adjourn the special committees.
2. The president will appoint new trustees if any current trustees resign or fail to attend what is considered to be a reasonable number of board meetings or fail to perform their designated duties.
3. The Board of Directors will replace any Officer who they decide has failed to attend what they consider to be a reasonable number of board meetings or failed to perform their designated duties.
4. The 1st Vice President will perform the duties of the President in the President's absence or incapacity.
5. The 2nd. Vice President will chair at least one Committee. The 2nd Vice President is also solely responsible for filling his position at the annual meeting from the pool of the Trustees.
6. The Treasurer will conduct the Club's banking activities, collect and disburse monies according to the provisions of the by-laws, and report to the Board at each Board meeting, or when requested by the presiding officer, the state of the Club monetary accounts. The Treasurer shall also be responsible for filing annual Federal and State Tax Forms and providing an annual summary financial report to the President for distribution to the membership.
7. The Secretary will take roll call at the Board Meetings, maintain minutes, read previous minutes and mail notices to the Board Members. Additional duties involve keeping for storage, club records and papers, as well as acting as club historian.
8. The Secretary, assisted for example by the Publicity Committee, will handle all external club correspondence.

ARTICLE XI

Sergeant-At-Arms Duty:

The Sergeant-At-Arms will be responsible for getting the key, opening the meeting room, setting up the tables, chairs, etc., and insuring that all those things needed to conduct a meeting are

available. He will also be responsible for forming a committee to help him carry out these duties.

ARTICLE XII

Committee Duties:

1. Each committee chairman, with the President's approval, will select committee members, as needed, from the general membership.

ARTICLE XIII

Appointment of Trustees:

The 1st Vice President will assemble each new year's slate of Trustees prior to the first board meeting in April. At that Board Meeting he shall present the slate the President.

If the slate that the 1st Vice President assembled to the President is unacceptable to the President he may ask that a candidate of his choosing be considered for the board. The President can only ask for a maximum of two seats to be filled in this fashion. It is at this time that the Vice President would have to inform those two people on his original slate that they did not make it through the nomination process

After the slate is agreeable to the President, The 1st Vice President will then present the proposed slate of Trustees to the full membership at the first general meeting. If a club member (in good standing) would like to nominate someone to the position of Trustee, it is at this time that he may do so. If someone is nominated off the floor, then an actual election must take place at that time between the slate of Trustees and the individual that was placed in nomination. Any nominee must be a club member in good standing at the time of the vote. The voting will be held and the winning nominees (by simple majority of the attending Members in Good Standing will be identified. The President will then certify the election and the Board of Trustees will be sworn in.

Each Trustee must raise their right hand and repeat the following phrase as the official swearing in to their office: "I do solemnly swear to participate in the collective process of governing the Village Harbour Fishing Club to the best of my ability".

Article XIV

Succession of Officers

The succession of officers will take place in an orderly fashion during the Board Meeting in November. The 1st Vice President will assume the position of the President at this meeting. The 2nd Vice President will assume the position of 1st Vice President at this meeting. Also by this November meeting, the 2nd Vice President will have secured his replacement from either the pool of Trustees or the general club membership.

If a Member in good standing wishes to become 2nd Vice President, he must contact the 2nd Vice President by the November Board Meeting. During general meetings, any member in good standing may submit a nominee to the 2nd Vice President. If that person is subsequently accepted by the Board and accepts the position he will then become the 2nd Vice President.

The Secretary and Treasurer will be appointed by the Board of Directors with no term constraints on their positions. If either individual wishes to leave their position, they will have to submit a letter of resignation to the President informing that office of a departure date. The President will then appoint an individual to that position subject to the approval of the officers and trustees.