

## Constitution

The name of this society shall be: "Madison Area Aquatic Hobbyists" (MAAH). Madison Area Aquatic Hobbyists is a not-for-profit, educational organization dedicated to the advancement and dissemination of information relating to all aspects of the care and breeding of freshwater and marine fish, other aquatic organisms, and plants. 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.

### Madison Area Aquatic Hobbyists, Ltd 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 Hobbyist, Ltd (MAAH).
- b. All prospective members must submit an application which shall be approved or rejected by the Executive Board. If rejected, the membership chairperson shall provide an explanation.
- c. The executive board has the authority to award scholarships to cover the cost of annual dues. The requirements for such scholarships are left to the discretion of the board or to the designated committee.
- d. Membership Criteria
  - i. Annual Single Membership
    1. An Annual Single Membership is for any individual 18 years or older.
    2. Attend a MAAH function
    3. Submit a membership application at the discretion of the Executive Board or the delegated committee chair.
    4. Pay annual membership fees as determined by the Executive Board or the delegated committee chair.
  - ii. Annual Family Membership
    1. A family membership consists of two adult caregivers and their dependent children under the age of eighteen (18) years.
    2. Attend a MAAH function
    3. Submit a membership application at the discretion of the Executive Board or the delegated committee chair.
    4. Pay annual membership fees as determined by the Executive Board or the delegated committee chair.
- e. Member Benefits
  - i. Access to member only areas of the society forum
  - ii. Access to member only events
  - iii. Voting privileges for annual Executive Board elections
  - iv. Eligibility for nomination for the Executive Board.
  - v. Eligibility for society committees
  - vi. Eligibility for committee chair positions
- f. Membership Removal
  - i. Removal of any member must be made by a two-thirds (2/3) majority vote of the Executive Board.

- ii. No vote shall take place until the member has been notified by the Executive Board and that member has been given one week to respond to the charges.
- iii. The member must be notified in absentia by announcing their potential removal at a regular meeting and posting on the society forum
- iv. A member may be removed for the following reasons, but is not limited to:
  - 1. Malfeasance
  - 2. Theft
  - 3. Dishonesty
- g. Fees & Dues
  - i. Dues will be set by the Executive Board or the delegated committee chair and will remain in effect until the Executive board changes the amount.
  - ii. Annual dues are non-refundable.
  - iii. Dues for the various categories of membership shall be set by the Executive Board or the delegated committee chair and will remain in effect until the Executive Board changes the amounts.
  - iv. Annual Dues are non-refundable.
  - v. Additional Fees
  - vi. 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.

## II. Executive Board

- a. The governing body shall be the Executive Board, consisting of seven (7) elected members, age eighteen (18) and older.
- b. Each board member will 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 year.
- 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. These assignments will be reevaluated annually by the Executive Board.
- d. An Executive Board member may be removed from the Executive Board by a two-thirds (2/3) vote of the Executive Board for malfeasance or dereliction of duty.
- e. Offices of the Executive Board
  - i. President
    - 1. The president shall set the agenda and preside over all general meetings and Executive Board meetings.
    - 2. The President shall exercise general supervision over the affairs and activities of the organization.
    - 3. The President shall represent the society in all affairs.
  - ii. Vice President
    - 1. The Vice President shall preside over all general meetings and Executive Board meetings that the President cannot attend.
    - 2. The Vice President shall produce and present the annual report and inventory of society assets to the Executive Board.
    - 3. The Vice President shall act as the liaison between the Executive Board and the Advisory Boards.
    - 4. The Vice president shall maintain an accurate membership database in a format specified by the Executive Board. This task may be delegated to the membership committee chair.
  - iii. Treasurer

1. The Treasurer shall receive all funds and keep them in a bank or repository as selected and approved by the Executive Board.
  2. The Treasurer shall keep accurate records of all monetary transactions using accounting methods and bookkeeping software as directed by the Executive Board.
  3. The Treasurer shall present a financial report at all Executive Board meetings and at the general meetings on the request of the President.
- iv. Secretary
1. 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. These minutes may be kept in electronic format but must be backed up in some manner.
  2. The Secretary shall post all minutes on the MAAH forum.
  3. The Secretary is responsible for general correspondence of the organization, managing and distributing incoming correspondence as appropriate.
- v. Sergeant-at-Arms
1. The Sergeant-at-Arms shall see that the meetings and functions of the organization are conducted in an orderly manner.
  2. The Sergeant-at-Arms shall serve as an ombudsman for the organization.
  3. The Sergeant-at-Arms shall oversee annual elections.
- vi. Non-officer, Member-at-Large
1. Are voting members of the Executive Board
  2. Shall assist other Executive Board members in their duties as needed.
- f. Special Duties of the Executive Board
- i. 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.
  - ii. The Executive Board shall have the power to set the committee's agenda and to dissolve the committee as needed. The committee chairperson may invite additional members to be on the committee at the Executive Board's discretion.

### III. Elections

- a. Any candidate for **the** Executive Board must be a member in good standing, must be eighteen (18) years of age or older, and must have been a member of the society (amend to: a member of MAAH) for a minimum of twelve (12) consecutive months.
- b. Candidates shall confirm their nominations verbally, electronically or in writing to the election committee.
- c. An election committee, chaired by the Sergeant-at-Arms, shall confirm the eligibility of all nominations for the Executive Board.
- d. Candidates for the Executive Board shall be presented by the election committee at the regular meeting in April.
- e. 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.
- f. Executive Board members shall be elected by a secret ballot and installed at the end of the regular meeting in June.
- g. A member may cast one vote for each open position on the Executive Board. Members age eighteen (18) and older may cast one vote for each open position on the Executive Board.

- h. The nominees with the highest total votes will fill the vacant Executive Board positions until all positions are filled.
- i. 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.

#### IV. Advisory Board

- a. The advisory Board shall include all standing committee chair holders who are not currently on the Executive Board and any Executive Board member from 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.

#### V. Administration and Rules

- a. An accurate inventory of all physical assets (except society funds) and their location will be kept in duplicate. 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.

#### VI. Meetings

- a. 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.
- b. The Executive Board shall meet at their discretion at least once per quarter for society business.
- c. The Advisory Board shall also meet at their discretion.
- d. Executive Board meetings and all society business shall be open to all members in good standing.
- e. Electronic meetings of the Executive Board may be conducted and recorded on the MAAH forum.
- f. The Executive Board may call a closed session prior to introducing or voting on motions and other society business.

#### VII. Special Events

- i. MAAH may hold special events including, but not limited to, workshops, auctions, and shows.

#### VIII. Website

- a. The organization will maintain a website and will provide content regarding the regular business and events of MAAH.
- b. The website will be maintained by a webmaster appointed by the Executive Board.
- c. A website committee may help the administration of the website if created by the Executive Board.

#### IX. Official Logo

- a. The official logo of the MAAH shall be this image:



- b. Use of logo
  - i. This logo is for the exclusive use of MAAH. The use of 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.

#### X. Signing Officials

- a. Withdrawal of any society funds from repository shall require authorization by the President, Vice President, or designated persons. Designate persons must be selected from the executive board members and committee chairs.
- b. 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.
- c. Signing members shall not be related by marriage, blood, adoption guardianship, or cohabitation.

#### XI. Parliamentary Authority

- a. The Executive Board may designate their own rules of order.
- b. Protested business will not become binding until ruled on the acting Sergeant-at-Arms.

#### XII. Affiliations

- a. The MAAH may enter into **an** affiliation in keeping with the Constitution with the approval of the Executive Board.

#### XIII. Amendments

- a. Any proposed amendments to the Constitution or by-laws must be submitted in writing to an Executive Board Member.
- b. Such proposed amendments must be signed by five (5) active members of the society before being submitted.
- c. The amendments will be referred to the Executive Board for investigation and recommendation.
- d. Proposed amendments will then be published within sixty (60) days and will be read and distributed at the next regular meeting [SS1] after publication.
- e. 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.

#### XIV. 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.

This Constitution and By-laws shall supersede all previous documents and shall become effective on the date of ratification by the general membership, February 8, 2021.