

By-laws of the East Tennessee Reef Club

Article 1

Board of Directors

Section 1 - The Board of Directors shall consist of all elected Officers and appointed Trustees.

Section 2 - A quorum of at least one half of the Board of Directors must be in attendance in order to conduct business. The majority vote of those present shall be required in order for the Board to vote on any business.

Section 3 - The Board of Directors shall have the power to fill all vacancies occurring within its ranks during the Fiscal Year, in accordance with article VIII, section 7, of the Constitution.

Section 4 - No member of the club may act as agent for the club, or the Board of Directors without the written consent of the Board of Directors.

Article II

Duties of Officers and Appointed Trustees

Section 1 - The President shall preside at all meetings, sign documents, and be a member of all Committees, unless delegated to the vice president.

Section 2 - The vice president shall, in the absence of the President, act as presiding officer.

Section 3 - It shall be the responsibility of the Secretary to inscribe a brief outline of all meetings and to be prepared to read the specified records when requested. This office requires the maintenance of Club records, except those designated to other officers. When the President and vice president are absent in any meeting, the Secretary shall preside. The Secretary shall also be responsible for maintaining copies of all correspondence as directed by the board.

Section 4 - The Treasurer shall keep in order financial records and/or books, tender by check recognized expenses incurred by the Club. The Treasurer is required to present immediately prior to the end of the fiscal year, all financial records to the person specified by the Board of Directors for audit and shall include a written statement of the financial condition of the club. The Treasurer shall also present regular financial reports to the Board of Directors, and anytime at the request of the President. The Treasurer and one other board member will maintain the club bank account for which either person may sign club checks. The Treasurer shall maintain a record of all dues paid by club members.

Section 5 - The Web Master, who is appointed by the Board of Directors, shall maintain the club internet site in a timely manner. Meeting announcements and minutes shall be posted. A club Forum associated with Reef Central or other agreed upon provider shall be maintained. The club domain name (easttnreefclub.com) shall be maintained and ownership renewed by the web master. The ISP selected to host the site should be reliable and reasonably priced and approved by the officers. The relationship with the ISP will be maintained in good stead by the web master. The club domain name and web hosting will be funded by the club, but it is the responsibility of the web master to assure adequate time for all invoices to be paid on time. The web master will

maintain an up to date document with the President describing the procedures for renewing the domain name, ISP hosting information and a copy of the web site code, including all passwords to enter the site. All web site code shall be backed up by the web master before any change are made to the web site. New areas added to the web site need to be approved by the officers. The club owns the domain name and controls the web site, the web master serves at the club officers discretion.

Section 6 - The public relations representative, who is appointed by the Board of Directors, shall be responsible for the active promotion of the club. These activities should be approved by the Board of Directors. No expense should be made unless previously approved by the board.

Section 7 - All Officers/Trustees at the expiration of their term of office/appointment, or whether office/appointment is declared vacant, shall deliver to their successor all books, papers, monies and other property in their possession belonging to the ETRC.

Article III

Membership

Section 1 - Application for membership in this organization shall be in writing on an official membership form, accompanied by dues, presented to the Treasurer for board approval.

Section 2 - Regular members shall consist of those members eighteen (18) years of age or older that are in good standing. Regular members are eligible to hold office and vote.

Section 3 - Charter Members shall consist of those members who joined the Club during its first year of existence and have remained in good standing. Charter Members may also hold office and vote.

Section 4 - Student members shall consist of those members who are under eighteen (18) years of age. Applicants under fourteen (14) years of age cannot apply for membership unless a parent or guardian joins. Student members, regardless of charter membership affiliations, may not hold office or vote.

Section 5 - Commercial Members shall consist of those individuals holding a financial interest in any phase of the Aquarium or Tropical Fish sales, being either fresh or salt water. Commercial members may not hold office. Commercial members may vote. Commercial members may not solicit at the General Meetings, or at any other Club sponsored functions.

Section 6 - Honorary membership may be bestowed upon those whom the society wishes to recognize for outstanding achievement in/or outstanding services to the society. Honorary members may not hold office or vote. Honorary membership is perpetual.

Section 7 - Annual membership dues shall be set by the Board of Directors. This must be an adequate sum, enabling the Club to operate in an efficient, proper and solvent manner in the service and best interest of its membership.

Section 8 - Dues for Regular and Charter Members will be set at \$24. Dues for student members will be \$12. Dues for Commercial members will be \$50 unless they do not hold ownership in any phase of the aquarium or tropical fish sales, for whom the dues will be \$24.

Commercial members will be provided with a small advertising space on website and newsletters.

Section 9 - Eligible members are able to vote as soon as dues are paid. Members whose dues are not paid by the first meeting in July are to be considered delinquent and will be removed from the club roster with loss of rights and privileges of membership in the society.

Article IV Discipline of members

Every member of the ETRC shall be subject to the rules of these bylaws upon acceptance into the ETRC. Any member who performs an act or acts which are contrary to the spirit, aims or intent of this bylaws and its bylaws shall, upon public accusation at a board meeting:

Section 1 - Have the accusation presented to the board of directors in written form for an impartial investigation. The Board shall act within three (3) consecutive Board meetings. Failure of the Board to act within this time limit shall constitute an automatic vote of confidence for the responding member.

Section 2 - Both the responding member and complaining member shall be notified via certified mail at least 2 weeks before the board meeting to be present in person to discuss both sides of the accusation and present evidence.

Section 3 - Failure of the complaining member to show up at the designated board meeting without prior notice presented to the board shall constitute an automatic vote of confidence or dismissal of the matter in question.

Section 4 - Upon a majority vote of the board of directors, the member shall either be:
1) censured ~ official oral reprimand. Demanding the act or acts not be repeated.
2) Acquitted ~ all charges dropped.
3) Expelled from the Society on a 2/3 vote of the board members present.
4) Automatically expelled on a third offense (3 official reprimands) ~ If censured three times within one year, he or she shall be automatically expelled from the Society for conduct detrimental to the best interests of the Society. Any dues left shall be reimbursed on a prorated basis.

Section 5 - The person or persons expelled shall be eligible to reapply for membership after one year of the date of being expelled. Applicant must apply in person to the board of directors, at a regular board meeting for reinstatement.

Article V Committees and other Appointments

Section 1 - The Board of Directors shall establish (upon the approval of the President) all Committees required to conduct the business of the club.

Section 2 - All Committees shall perform the duties assigned to them. No member shall be compelled to serve upon more than one Committee at the same time. Any member of the Committee failing to perform his/her duties may be removed from such Committee by the President.

Section 3 - Remuneration, if any, shall be decided by the Board of Directors at the time the members of the Committee are selected. All Committees shall be paid upon presentation of bills.

Section 4 - The position of MASNA (Marine Aquarium Societies of North America) Delegate shall be appointed by the Board of directors. This Delegate will be the liaison between ETRC and MASNA. The duties of the Delegate are outlined in the MASNA by-laws as Article V, 5.04.

Article VI

Amendments to the Bylaws

Section 1 - All proposed amendments to the By-laws must be in writing and must list the Article and Section that is to be amended. All proposed amendments must be signed by three (3) active members and presented to the Board of Directors for consideration. If approved by the Board of Directors, the proposed amendment shall be submitted for a general vote.

Section 2 - A two-thirds (2/3) majority of participating, voting members (to be determined by the board) present or online shall be required to pass these changes.

Section 3 - All proposed changes will be published on the ETRC website previous to the meeting at which action is to be taken.

Article VII

Parliamentary Authority

Section 1 - All matters not herein expressly covered by the Constitution and/or By-laws are hereby delegated to the Board of Directors.

Article VIII

Club Expenditures

Section 1 - No expenditures on behalf of ETRC will be reimbursed without prior authorization by the Board of Directors.