

GREENE COUNTY FISH & GAME ASSOCIATION

P. O. BOX 64
XENIA, OH 45385
CONSTITUTION

(AS AMENDED JUNE 12, 2018. CHANGES ARE EFFECTIVE JULY 1, 2018)

ARTICLE I: NAME AND PURPOSE

Section 1. The name of this organization shall be THE GREENE COUNTY FISH AND GAME ASSOCIATION INC., hereinafter referred to as "Association".

Section 2. The objectives of this Association shall be as follows:

To advance the protection, propagation and conservation of fish, game and insectivorous birds in the county, state and nation and to assist in the enforcement of the fish, game and forestry laws. To procure the enactment of laws for the conservation of fish, game, forest and waters. To do everything possible to eliminate pollution of our water courses from the standpoint of public health, scenic beauty and as an economic measure as well as to restore fish and game life. To prevent the malicious destruction of property by hunters and fishermen. To interest and educate the general public in the more sportsmanlike methods of taking fish and game. To interest the general public in the vital necessity for reforestation, water conservation and the prevention of soil erosion. To bring about more friendly relations between sportsmen and landowners. To encourage the study of fish and game species. To promote programs for youth in order that said youth may have a better understanding and appreciation of nature. To create a better and more wholesome out-of-doors for coming generations to enjoy, maintain and appreciate. To pursue and acquire additional lands and real property for the good of the Association, its members, and to further our mission of outdoor sports and conservation. In the promotion of these purposes, this Association shall maintain affiliation with other organizations of statewide or national scope and shall subscribe in spirit and practice to the purposes of said organizations. These Affiliations will be reviewed annually by the Board of Directors.

ARTICLE II: ORGANIZATION

Section 1. OFFICERS: The officers of this Association shall consist of a President, First Vice President, Second Vice President, Secretary, and Treasurer. The term of office for these positions shall be for two years or until successors are elected.

Section 2. PRESIDENT: It is the duty of the president to preside at all meetings of the Association. He shall appoint all committees except the Auditing and Membership Committees. He shall be Ex-Officio a member of and shall preside at meetings of the Board of Directors and may vote on issues before the Board only in the event of tie votes.

Section 3. FIRST VICE PRESIDENT: In the absence of the President, the First Vice President shall preside and perform all the duties of the President. The First Vice-President shall have the right to vote on all issues that come before the Board of Directors.

Section 4. SECOND VICE PRESIDENT: In the absence of the President and the First Vice President, the Second Vice President shall preside and perform all the duties of the President and First Vice President. In the absence of the Second Vice President the Board of Directors shall appoint a President Pro-Tem. The Second Vice-President shall have the right to vote on all issues that come before the Board of Directors.

Section 5. SECRETARY: It shall be the duty of the Secretary to keep a complete record of the proceedings of the Association, to issue notice of meetings, and to conduct correspondence. The secretary shall maintain current information pertaining to all members in good standing, a list of all memberships that have been suspended or forfeited along with the dates and reasons for the loss of membership, and a list of members that cannot renew due to their failure to complete the obligations of the probationary

year per ART V. SEC 7. All hard copy records are to be filed in the Association office in an orderly manner. All records are to be entered into and maintained on the Association computer file system using the Association computer. The records are to be updated a minimum of once per month with the information backed up onto portable, non-volatile physical storage media to be held in a safe storage area to be determined by the Board of Directors. Anyone seeking election to this position must exhibit during a pre-nominations interview with members of the Board, the necessary skills required to fulfill these obligations.

Section 6. TREASURER: The Treasurer shall have charge of all funds and assets of the Association, keeping accurate account thereof. His expenditure records shall be itemized in accordance with plans presented by the Financial Advisor and adopted by the Association, subject at all reasonable times to inspection by the Board of Directors. He shall submit at each regular meeting of the Association a statement of the financial condition of the Association showing all receipts and disbursements during the preceding month. He shall make no payments, except from authorized vouchers or vendor invoices, which have been checked for receipt of material or services as well as for accuracy of price and amount. Checks in payment of vouchers shall be signed by the Treasurer and countersigned by either the President or Secretary. In the absence of the Treasurer, the President and Secretary may cosign those checks that must be paid. The Treasurer shall exercise caution in paying bills prior to authorization by the Board of Directors. All salaries, telephone, power bills, payment of license, payment to contest winners and selected other bills which offer cash discounts will be authorized by the Treasurer, but will be reported to the Board at the next meeting of the Board. He shall receive all monies collected for the Association and deposit same in such bank as the Board of Directors may approve. He shall give a pre-numbered receipt for all monies received. All hard copy records are to be filed in the Association office in an orderly manner and all records are to be entered into and maintained on the Association computer file system using the Association computer. These records are to be updated a minimum of once per month with information backed up on portable, non-volatile physical storage media to be held in a safe storage area to be determined by the Board of Directors. Anyone seeking this position must exhibit during a pre-nominations interview with members of the Board, the bookkeeping and computer skills required to fulfill these obligations.

Section 7. Position bond for the President, Secretary and Treasurer shall be in the amount of \$25,000 and be paid by the Association

Section 8. BOARD OF DIRECTORS: Fifteen (15) Directors shall be elected from the membership. The immediate past President shall serve as an advisor to the President, with no voting rights. Terms of office for all elected Directors shall be three (3) years. (Vacancies covered in ART III. SEC. 10)

Section 9. Greene County Fish and Game Association Officer, Chairman and Board of Directors Code of Ethics: Officers, Members of the board, and Chairmen (including ex officio members of the respective groups) shall at all times abide by and conform to the following Code of Ethics in their capacity as officers, chairmen, and or board members (herein referred to as leadership members) any violation will be dealt with in accordance with ARTICLE V Section 8:

1. Each leadership member will abide in all respects by the Greene County Fish and Game Association Code of Ethics and all other rules and regulations of the Association (including but not limited to the Association's constitution, bylaws and ground rules) and will ensure that their membership in the Association remains in good standing at all times. Furthermore, each leadership member will at all times obey all applicable federal, state and local laws and regulations and will provide or cause to be provided to the full cooperation of the Association,

when requested to do so by those institutions and their persons set in authority as are required to uphold the law.

2. Leadership members will conduct the business affairs of the Association in good faith and with honesty, integrity, and due diligence.
3. Except as the Board of Directors may otherwise require or as otherwise required by law, no leadership member shall share, copy, reproduce, transmit, divulge or otherwise disclose any confidential information related to the affairs of the Association and each leadership member will uphold the strict confidentiality of all executive meetings and other deliberations and communications of a confidential nature.
4. Leadership members will exercise proper authority and good judgment in their dealings with Association staff, suppliers, and the general public and will respond to the needs of the Association's members in a responsible, respectful, and professional manner.
5. No leadership member will use any information provided by the Association or acquired as a consequence of the leadership member's service to the Association in any manner other than in furtherance of his or her Association duties. Further, no leadership member will misuse Association property or resources and will at all times keep the Association's property secure and not allow any person not authorized by the Board of Directors to have or use such property.
6. Upon termination of service, a retiring leadership member will promptly return to the Association's 2nd (second) Vice-President during an executive board meeting, all monetary instruments (money, credit cards, etc.), income and expense reports, all documents, electronic and hard files, reference materials, keys, all records, and other property entrusted to the leadership member for the purpose of fulfilling his or her job responsibilities. Such return will not abrogate the retiring leadership member from his or her continuing obligations of confidentiality with respect to information acquired as a consequence of his or her leadership member tenure.
7. The leadership members dedicate themselves to leading by example in serving the needs of the Association and its members and also in representing the interests and ideals of the outdoor sports and conservation philosophy and doctrines.
8. No leadership member shall persuade or attempt to persuade any member, exhibitor, advertiser, sponsor, subscriber, supplier, contractor, or any other person or entity with an actual or potential relationship to or with the Association to terminate, curtail, or not enter into its relationship to or with the Association, or to in any way reduce the monetary or other benefits to the Association of such relationship.
9. The leadership members must act at all times in the best interests of the Association and not for personal or third-party gain or financial enrichment. When encountering potential conflicts of interest, leadership members will identify the conflict and, as required, remove themselves from all discussion and voting on the matter. Specifically, leadership members shall follow these guidelines:
 - a. Avoid placing (and avoid the appearance of placing) one's own self-interest or any third-party interest above that of the Association; while the receipt of incidental personal or third-

- party benefit may necessarily flow from certain Association activities, such benefit must be merely incidental to the primary benefit to the Association and its purposes;
- b. Do not abuse your leadership function by improperly using the leadership members position or the Association's staff, services, equipment, resources, or property for personal or third-party gain or pleasure;
 - c. Leadership members shall not represent to third parties that their authority extends any further than that which it actually extends;
 - d. Do not engage in any outside business, professional or other activities that would directly or indirectly materially adversely affect the Association;
 - e. Do not engage in or facilitate any discriminatory or harassing behavior directed toward Association staff, members, officers, directors, chairmen, meeting attendees, exhibitors, advertisers, sponsors, suppliers, contractors, or others in the context of activities relating to the Association;
 - f. Do not solicit or accept gifts, gratuities, free trips, honoraria, personal property, or any other item of value from any person or entity as a direct or indirect inducement to provide special treatment to such donor with respect to matters pertaining to the Association without fully disclosing such items to the board of directors; and
 - g. Provide goods or services to the Association as a paid vendor to the Association only after full disclosure to, and advance approval by, the board, and pursuant to any related procedures adopted by the board.

Section 10. DISSOLUTION: By vote of two-thirds (2/3) of the Board of Directors and ratification by 90% of the current membership this Association may be dissolved and proceeds of such dissolution and remaining assets after payment of outstanding obligations shall be distributed pro-rata among the then current members.

ARTICLE III: MANAGEMENT

Section 1. The Association, by affirmative vote of two-thirds (2/3) of its Board of Directors may hold or dispose of such property, real or personal as may be purchased, given, devised or bequeathed to it or entrusted to its care and keeping; and may purchase, acquire and dispose of such property as may be necessary to carry out the purpose of the Association provided, however, that no disposition or purchase of any real estate in which the Association may have an interest may be made without ratification of a majority of the members eligible to vote at a regular or special meeting at which the question of real estate purchase or disposition shall be presented.

Section 2. The Board of Directors shall constitute the Auditing Committee. At the December Board meeting, the President shall appoint, with Board approval, a standing subcommittee for the following year. The subcommittee shall consist of two Board members and one unpaid Officer. The subcommittee works with the Financial Advisor for the purpose of reviewing annually, or when called for by a vote of the Board of Directors, the books of the Treasurer, the books of the Secretary, Technology, Hunter Education, and Youth committees, and one other standing committee on a random basis, this along with a review of the contracted Kitchen operations, and a review of all Firearms and Ammunition records. The Board approved written procedures are detailed in the Operational Procedures Manual. They shall then present their annual findings and a written report labeled for the year it was written to the Board at the February Board meeting. They shall then report to the Membership at the regular business meeting(s) on the condition of the books and advise them of any corrective action that may be required

and follow up with further activity reports on the completion of corrections. This committee shall also evaluate matters referred to them by the Board of Directors. (Such as Insurance, long-term contracts, etc.) Upon the vacancy of the Treasurers position an independent financial audit shall be conducted by a suitable outside firm.

Section 3. BUDGET: The budget shall be in accordance with sound accounting practices and attempt to determine the total income, the total fixed expenses and the amount to be used for projects and improvements. The President shall appoint a Budget Committee in time for a thorough study prior to the August Board meeting. The Budget Committee shall present the study in the form of a recommended and itemized budget at the August Board meeting. The Board of Directors shall adopt an itemized budget at the August Board meeting, which need not necessarily correspond to the recommendations of the budget committee. The Association shall use the budget as a guide for its financial operations during the year in which it is approved. Committee Chairmen shall submit proposed plans for respective area of responsibility to the Budget Committee for approval. The budget review and recommendation process cannot begin until each and every member of the Budget Committee as appointed and approved have all received identical copies of all budget requests, and related documents as formally submitted by the responsible committee chairmen and/or the Board of Directors on Association budget request form, also each request which is denied shall be discussed with the chairman of said committee. All committees that submit a budget request shall be given an amended copy of their submitted budget following final approval that clearly designates which projects have been approved or declined and the amount of funds available to complete each of the approved projects. Committees that fail to submit a budget request in a timely manner to the budget committee will receive only basic operating funds as determined by the Board. They shall also oversee all purchases of capital goods and services over the price of \$2,500.00 and insure that multiple quotes are pursued whenever possible prior to sending recommendations to the Board of Directors for their consideration and vote.

Section 4. FINANCIAL ADVISOR: The Association shall retain a CPA or a Public Accountant for the purpose of examining the financial transactions, filing of all tax returns and reporting to the Board of Directors on a quarterly basis of such special reports as may be requested by the Board or deemed necessary by the Advisor. The Treasurer shall forward all financial documents to the Advisor as required.

Section 5. Officers and Directors with voting privileges shall have the power with 14 voting members present at a board meeting and 12 yeas of the voting members suspend or forfeit the membership of any officer, director, or member for any conduct which in their judgment may endanger the welfare, interests, good order or character of the Association, provided that such officer, director, or member be notified of such charges by certified mail and that they be entitled to be represented before the Board of Directors. All such hearing shall be held in Executive Session.

Section 6. The Board of Directors shall meet at least once a month to transact such business as may be necessary and shall manage, control and utilize property, both real and personal as the Board considers being in the best interest of the Association. Any member of the Board of Directors, officer, or standing committee chairman absent and unexcused by the President for two (2) consecutive board meetings shall be replaced by the President, subject to the approval of the Board.

Section 7. The Board of Directors shall hire and discharge employees and establish annually baseline salaries, incentives and/or allowances for officers and employees, as said Board deems proper. The salaries of newly seated paid positions will be determined on an individual basis; the salary of the previous holder of the position will not be carried over to the new officer or employee. The President shall screen applicants for employment, shall supervise employees of the Association, and is empowered to recommend to the board any disciplinary action up to and including discharge of employees.

Section 8. The Directors, President, 1st Vice-president, and 2nd Vice-president of this Association shall receive no pay or compensation for services as a director or aforementioned officers with the exception of membership privileges as defined in ARTICLE V, SECTION 6. However they will be reimbursed for out of pocket expenses in connection with Association business.

Section 9. The President shall appoint, with the approval of the Board of Directors standing, and special committees necessary to accomplish the business and implement the programs of the Association. Committees will be comprised of a committee chairperson, and those other members showing an interest in the committees work as chosen by the committee chairperson. Standing committees shall strive to maintain a membership of not less than three members. The President may also appoint, members, and or set limits on the makeup of any committee. The Chairman or a member of each committee shall be present for all Board and General Membership meetings to advise of activities in that area and to be a point of contact for members that have a potential interest in those activities. Any request to the Board or any announcement to the membership about activities in a committee's area that they want posted in the minutes or placed in the newsletter must be presented in writing to the Secretary.

Section 10. Vacancies occurring through death, resignation or removal of Officers or Directors may be filled by appointment, recommended by the President and subject to the approval of the Board of Directors. Appointments to fill vacancies on the Board are limited to the balance of the year in which made. The term of the person subsequently elected will be for the balance of the term previously vacated. Said Appointee shall meet all term of service requirements of any elected Officer or Director per Section 8 of Article II. Those wishing to fill the position must declare they are running for that seat when entering the race.

ARTICLE IV: GROUNDS AND FACILITIES

Section 1. The Board of Directors shall manage all Association grounds, facilities, equipment, and all property owned by the Association.

Section 2. Ground Rules and Operational Procedures will be issued, reviewed and revised by the Board of Directors as needed.

Section 3. The Board of Directors will establish and oversee the dates set aside for a special workday(s) scheduled for all members, i.e. the annual clean-up days.

Section 4. A House Committee will schedule and manage the use of the Clubhouse and the picnic area by members and non-member groups, with Board approval.

Section 5. The Clubhouse and picnic area may be made available to members and to organizations on a rental basis, with prior approval of the Board. Other facilities such as lakes, traps, and the ranges (rifle, pistol and archery) are not available to rental groups except by special action of the Board of Directors.

Section 6. The Board of Directors will establish and oversee a schedule of rental fees, rules and regulations for rentals of the Clubhouse and picnic areas. These items shall be reviewed annually, or as required.

Section 7. The Clubhouse will be vacated and locked by 12:00 midnight unless special authorization has been given by the Board of Directors.

Section 8. The Clubhouse and any part of the grounds can be made available to educational and conservation oriented groups. All such requests shall be made to the Board of Directors for approval. Youth groups must be accompanied and chaperoned by responsible adults identified to the Board in writing prior to the event.

Section 9. A schedule of fees for the use of the campgrounds by members has been established which shall be reviewed and maintained by the Board of Directors as required.

ARTICLE V: MEMBERSHIP

Section 1. The Board of Directors shall constitute the Membership Committee. The Board of Directors shall determine annually the total number of memberships for the next succeeding year, the amount of the annual dues, the amount of the membership initiation fees, the due date for the payment of dues and the terms and conditions, if any, under which late payment of dues will be accepted. This information shall be published in the newsletter for the remainder of the calendar year. In the event that a check for membership renewal fails to clear the bank the member shall be notified by phone and mail of the situation. The date of renewal shall be the actual day that the renewal fees and any bank charges incurred by the Association clear the bank or are paid in cash. If that date is after the stated deadline then the membership will not be renewed.

Section 2. Any person subscribing to the objects of the Association and agreeing to the probation provisions as outlined in ARTICLE V, SECTION 7, recommended by a member in good standing, and nominated for membership by either a Director or Officer of the Association may become a member upon approval of his or her application by the Membership Committee and payment of the annual dues and initiation fee. In the event an application is denied by the Membership Committee (Board) the applicant shall be notified by certified mail with a check fees submitted included. In the event a check for new membership fails to clear the bank that applicant will be notified that the application is denied for that year and for life if any costs to the Association are not reimbursed

All memberships shall cover the immediate family of the member including the spouse and any children / step-children or grandchildren until they either reach the age of 18 or until completion of high school / college, if they have been attending on a full time schedule for the entire period of time, or upon leaving active duty military service with an honorable, general, or medical discharge. Upon reaching one of these set points the member's child, step-child or grandchild may apply for membership prior to the end of that calendar year and / or before said applicant reaches the age of 25, using the renewal process for membership without payment of initiation fees, and are not subject to the probationary provisions of ARTICLE V, SECTION 7.

If the primary member in good standing joins, is called up or is recalled to active US military service and the Association is presented documentation of that fact prior to deployment their membership will be changed to "Military Merit Membership " at the next Board meeting and shall be carried as such while the member is on full time active duty for up to (4) four years or until the member is honorably discharged from the service. The member must present military documentation of this fact to the Board within (30) thirty days of release to be returned to regular membership status. Failure to notify' the Association of going to full time active service or promptly presenting documentation of honorable discharge will be cause for the member to be removed from the member list just as if they did not renew at the end of that year.

Memberships are not transferable and upon learning that a divorce decree has been declared final the Secretary at the direction of the Board will notify the non-member spouse by certified mail sent to the last known address that he/she is no longer a member and that they have no privileges as such. If the ex spouse wants to join the Association they can come to the next new member registration day and go through the application process and probation policy just like anyone wishing to become a member. The widow or widower of a deceased member shall have renewal privileges and would not be considered a probationary member. The Board will vote on allowing the widow/widower to be the primary member at the first meeting following notification of death. Special permission may be given with regards to custodial cases, handicapped persons and club recognized organizations. These cases may be considered when brought to the attention of the Board of Directors. Partners not legally married to a dues paying member are not eligible for consideration of privileges and must obtain their own membership.

Section 3. The membership committee may elect to honorary membership for one-year period any person they may deem worthy for having made significant contribution to the advancement of the Association. Such memberships shall earn all privileges except voting rights. The membership committee may also vote to waive for one-year periods the dues of any member they feel has gone above and beyond normal for the benefit of the Association. Such membership shall carry all the privileges of membership and shall be deemed Merit Memberships.

Section 4. Members considered to have made outstanding contributions to the Association over an extended period of time may be awarded a Life Membership by the Board. Such membership shall carry full membership privileges and shall not be assessed dues or initiation fees.

Section 5. The Board shall determine annually the method and dates for processing new member applications. The Board of Directors and officers shall constitute the new member committee whose duties will include but not be limited to collecting all applicable new member enrollment fees, interviewing and informing all perspective applicants of the required new member obligations, and answering questions in general regarding the constitution & ground rules of this Association.

Section 6. Members who serve as an Officer, Immediate Past President (IPP) Director and/or Chairman of a Standing Committee and who perform the duties of such office in a satisfactory manner will be given a paid membership with full membership privileges for the year they hold such office. There will be only one chairman for each group as defined in appendix I under (6) committee reports. First time Officers, Directors and/or Chairman will pay their dues, refundable after a probation period of six months or the season of their obligation, providing satisfactory performance. Members, who do not show satisfactory performance in one of the above named positions for at least six months or the season of chairmanship, will not have dues refunded for that year. This privileged membership will not exceed a number as determined by the Board of Directors annually as described in ARTICLE V. SECTION 1

Section 7. All new members will be considered probationary for one (1) year. During the probationary year they are required to attend two (2) general membership meetings unless work schedules or health problems prohibit them from attending in which case they should contact an officer, Board member, or new member chairperson for the disposition of each case on an individual basis. They will also perform a minimum of eight (8) hours work or services to the Association. Failure to comply with these provisions, which were included in the membership agreement signed by all new applicants, will be cause for forfeiture of their membership and they will be ineligible for re-application for a period of not less than two (2) years. New members are not eligible to apply for or be permitted to place a unit in the campgrounds until they complete their required meetings and work hours.

Section 8. Membership in the Association may be made conditional, suspended, revoked or denied for, including but not limited to, any of the following reasons:

- A) Violation of the constitution, by-laws, ground rules or duly adopted resolution(s) of this Association.
- B) Conduct deemed detrimental or harmful to the best interest of the Association.
- C) Conduct or activities that are in violation of the Laws of the State of Ohio, or the United States of America.

Violations of the above, when identified and reported to the Board of Directors will result in a hearing. The penalties, if violations are established, will range from suspension of privileges for up to a year, reimbursements, Association service work, or other penalties as deemed appropriate up to and including revocation of membership.

The procedures for such action shall be as follows:

- A) Inquiry into the circumstances is to be conducted at a hearing held during a meeting of the Board of Directors in Executive Session,

- B) The member in question will be notified in advance by certified letter, in which the reasons for the Inquiry will be outlined, and will be invited to attend said meeting. The member will be given the opportunity to speak on his / her behalf, and / or call on other members who may have pertinent information regarding the circumstances as brought forth.
- C) After a hearing of the circumstances, evidence presented, and discussion by the board, outside the presence of the member in question, the board will determine if a violation occurred, and if so, will move to recommend penalties.
- D) The determination of the board will be communicated to the member in question. This will include the board's decision, penalties, if any, and time schedule, if appropriate.
- E) Any member who's membership is revoked, forfeits all membership dues or other fees paid, and is required to immediately return any Association owned equipment, supplies, materials, keys or other Association owned property in their possession.
- F) All non-Association property, either owned, or substantially in the possession of, the member in question, including, but not limited to, campers, boats, sheds or decking shall be removed from club grounds as soon as possible, but no later than 30 days after being informed of the decision to revoke the membership.
- G) After revocation, any entrance to the Association's grounds must be with prior approval of an officer or director. Such entrance will be within an agreed upon time frame, and if warranted, under the direct supervision of an officer or director, and only for the purpose of returning or removing items referenced above.
- H) Any non-club property not removed after thirty (30) days from the date of notification will be disposed of by the Association.
- I) A revoked member will be barred from re-joining the Association.
- J) Revoked member will not be permitted to enter club grounds as a guest of another member, member spouse, or member child or in any other manner.
- K) Revoked members found on club property without express consent of an officer or director will be prosecuted to the full extent of the law.

Section 9. GOOD STANDING: No member who owes the Association shall be eligible for membership to the Association, Chairmanship of any committee, nomination to any Office to hold any Office or to vote on any issue or participate in the election of Officers or Directors, or sit on the Board of Directors who fails to settle, for any purpose his or her indebtedness to the Association, or who is under sanction by the Association.

ARTICLE VI: ELECTIONS

Section 1. NOMINATIONS COMMITTEE: The Nominations Committee appointed by the President and Board of Directors shall conduct the nominations of officers and directors as the last item of business under Committee Reports at the October general business (membership) meeting.

The Nomination Committee shall consist of not less than (3) or more than (5) dues paying members in good standing who are not currently holding or seeking an officer's or director's position within the Association.

Section 2. NOMINATIONS: Nominations shall be made by the Nominations Committee with nominations from the floor to follow as each position open for election is read. After all nominations have been made and recorded, the Nominations Committee shall close the nomination process for the year. After nominations are closed those members who were nominated and accepted may have 3 minutes to introduce themselves and inform the membership why they should be elected to office or director's seat. See Operational Procedures.

Section 3. ELECTION BY ACCLAMATION: If at the close of the nomination process, the number of candidates is less than or equal to the number of open seats for all officers and directors positions. The

Nominations Committee will forgo the ballot process as specified in ARTICLE VI SECTION 4 for those seats and offices and immediately after the close of said Nominations, settle the matter by acclamation. A motion shall then be raised and a vote taken to release the Nominations Committee. At this point the Elections are completed.

Section 4. ELECTION PROCEDURES: The election of officers and directors shall be held at the November general business (membership) meeting. Members will register on arrival and be presented a non-transferable token for a ballot after verification of their eligibility. Registration will be closed at the opening of the meeting.

The Nominations Committee will conduct the election as the first item of business after the pledge to the flag by introducing each candidate and allowing them three (3) minutes to inform the membership why they should be elected to office or director's seat. Upon completion of introductions, ballots will be passed to members holding a validation token and will be collected by the committee shortly thereafter to be counted in the Board Room. The general meeting shall resume at this point under normal order until the Nomination Committee has the vote results. They shall then announce the results to the membership. A motion shall then be raised and a vote taken to destroy the ballots followed by a motion and vote to release the Nominations Committee.

Section 5. ASSUMPTION OF DUTIES: Newly elected officers and directors will assume the responsibilities of their positions on January 1st. and exercise their duties as required thereafter.

Section 6. QUALIFICATIONS: Candidates seeking an officer position shall be a member in good standing and will have completed their one year probationary period prior to taking office to be considered a qualified nominee. The offices of Secretary and Treasurer have certain qualifications that Members seeking election to either position must be met. Members nominated for these positions will have these qualifications vetted by a board committee prior to their names being placed on the ballot. Those seeking election to the Board of Directors shall be a member in good standing and will have completed their one year probationary period prior to taking office to be considered qualified nominees. Members who utilize the child of a member membership option (Art. IV, Section 7), must have been an member at least one year under this program to be considered as a qualified nominee.

Five (5) board members will be elected annually to a three (3) year term. The five candidates receiving the five (5) highest number of votes will be elected. If there is a tie vote for a seat on the board of directors, a runoff election will be held immediately so the tie will be broken.

Section 7 PROHIBITED CONDUCT: No person shall use Association Member Information for the purpose of advocating the election of any nominee. There will be no politicking, near the registration area.

ARTICLE VII: PARTISAN POLITICS

Section 1. All members, officers, and directors while representing the Association in any capacity must refrain from participating in any activity that can be defined as Partisan politics. The Association shall at no time provide an open forum for candidates that are seeking political office at any level of Government and must further refrain from openly endorsing any individual for public office, issues of interest or matters of public record that have a direct or indirect effect on the Association or any activities summarized within this Constitution which directly or indirectly affect the overall objectives of the Association as defined in ARTICLE I. SECTION 2. may be addressed, supported or opposed.

ARTICLE VIII: MEETINGS

Section 1. The Association shall hold regular business meetings on the second Tuesday of each month unless the membership has been informed of the change during at least one (1) regular monthly meeting and in the monthly newsletter at least 30 days in advance of the change or cancellation, or if any uncontrollable circumstances occur as outlined in the Association's inclement weather policy. The inclement weather policy shall be clearly posted in the clubhouse as well as published in each monthly newsletter from November 1st through April 30th annually. Thirty (30) members in good standing will

constitute a quorum for the transaction of any business. If no quorum is in attendance the business will be conducted at the next regularly scheduled membership (business) meeting.

Section 2. Special meetings may be held at any time at the call of the President or upon the written request of ten (10) members in good standing to the Secretary. A special meeting will be convened only to consider one or more items of business specified in the call of the meeting. Ten (10) days prior notice of a special meeting or a change in date of a regular meeting of the Association will be posted on the clubhouse bulletin board, the main page of the Association website, and any social media sites the Association participates in, and other additional means of notification if deemed timely, and feasible, (newsletter, direct mailings, phone, etc.) except for rare instances outlined by the inclement weather policy referred to in Section 1 of this article. At times when club business must be promptly addressed between normally scheduled board meetings, the President at his discretion may conduct a phone vote of directors regarding a matter. A total of eleven (11) yes votes must be received before a phone vote is complete. A hard copy record showing the date of the vote, and clearly stating the matter for consideration as well as a list showing the names of all the Directors polled and how each of them voted (yea or nay votes) must be kept by the President.

The results of all phone votes conducted must be read at the next scheduled board meeting and the hard copy results attached to the file and data base copies of the minutes. Directors unable to be contacted during the phone vote must be given opportunity to express their feelings in support or opposition of the matter before it's entered into the meeting minutes and becomes permanent record.

Section 3. Robert's Rules of Order is adopted as the guide to proper procedure in the conduct of all meetings.

Section 4. Chairmen of committees handling money will present a complete financial report, including full explanation and itemized bills to the Treasurer at each meeting of the Board of Directors as appropriate.

Section 5. The Board of Directors monthly meeting shall utilize the regular or consolidated meeting agenda. Such meetings shall be held immediately prior to the General Business meeting on the second Tuesday of the month, unless a change of date or time is announced with reason given at the previous month's General Business meeting. A quorum of ten (10) voting members composed of sitting members of the Board of Directors, and Voting Officers shall be required to conduct the business of the Board. Special Meetings may be called by the President when events warrant. A maximum effort will be made to advise all members of a special meeting or of a change in date of a regular meeting. No minimum advance notice is specified. All Special meetings with limited topics for discussion or vote on a pending resolution may be conducted by telephone so long as a quorum of members is polled and proper minutes of the special meeting are recorded.

ARTICLE IX. AMENDMENTS

Section 1. The Constitution may be amended by referring the proposed change or changes to a Resolution Committee appointed by the President. The Committee will draw up the proposed change or changes into a resolution and offer it to the Board of Directors. Upon Board approval the change or changes will be put before the members for a vote. A vote of two-thirds of the members present shall be required for adoption

Section 2. There will be a maximum time element of 71 days on an amendment, beginning with the presentation to the Board by the Resolution Committee to go through the Board of Directors and then back to the membership for vote.

Section 3. Notice shall be given at the regular business meetings prior to the meeting at which the resolution is presented for a vote that a Constitutional change or changes will be considered. Notice

shall also be given in the monthly publications of the Association prior to presentation of the change or changes to the membership for a vote.

Section 4. No amendments or additions to the rules and regulations may be inconsistent with or contrary to the objects of this Association or the laws of the State of Ohio or any Federal statute.