

By-Laws

In order that friendship shall prevail, that the spirit of helpfulness be prolonged, that harmony be preserved and practiced, and that we may have a reliable guide in the administration of the Aquarium Club of Maryland, we do ordain and establish these By-laws on date June 8, 2023

Article 1

1.1 Name

The name of this club shall be the Aquarium Club of Maryland (and hereafter referred to as the ACM)

1.2 Object

The purpose of the ACM shall be the mutual exchange of facts and experiences used in educating and instructing all of those persons seeking knowledge in the art of raising, breeding, the conservation and propagation of tropical fish kept by the hobbyist in the home aquaria. The ACM will endeavor to further the above purpose by providing:

Educational programs including lectures, films, exhibits, demonstrations, panel discussions, field trips, etc.

A common meeting place for hobbyists to exchange information and to foster fellowship among members.

Original and other educational articles on aquatic life, its maintenance and breeding on a regular basis through an ACM journal and through social media.

Provide a means for the purchase, sale and exchange of aquatic life by the members.

Provide and facilitate public exhibitions and shows.

1.3 Structure

The ACM is organized exclusively for pleasure, recreation, and other non-profitable purposes within the meaning of section 501(c) (3) of the U.S. Internal Revenue Service's code. The ACM shall be a non-profit educational organization, and as such it is the intent that no member shall receive assets of the ACM or any remuneration for their part in the normal operation of the ACM. This club shall be non-political and non-sectarian in all of its relationships.

1.4 Charter

The ACM shall maintain a charter in the Commonwealth of Maryland as a Maryland Nonprofit Corporation.

Article 2

2.1 Membership

All persons interested in the keeping of fish are to be eligible for membership subject to the approval of the Executive Board and Membership Chairperson (or appointed board member). No person shall be denied membership because of race, color, religion, national origin, physical or mental handicap, age, sex, sexual preference, ancestry, or medical condition. Applicants must be willing to abide by the By-Laws, and must maintain an interest in the activities of the ACM.

2.2 Membership Application

All prospective members must submit a written application accompanied by membership dues. Said application may be approved or rejected by the Board of Directors. If rejected, the

membership chairperson (or chosen board member) shall provide an explanation and a full refund will be made. The membership chairperson shall provide a copy of the roster of club members to the club Secretary and President by each month's meeting. Membership begins on the date of acceptance and expires at the end of the year.

2.3 Dues

The ACM shall charge an annual membership fee to finance the various expenses it incurs throughout the year. Any changes in dues will be decided by the Executive Board and announced at the September meeting. The dollar amount of the dues for the current fiscal year will be published in the club newsletter. Membership fee will be a prorated amount after 6 months of the year has passed.

2.4 Types of Membership

The Board of Directors has the final approval on classification of membership.

2.4.1 Individual Membership: Any individual person over the age of 18

2.4.2 Couples Membership: Any 2 individual people over the age of 18 that want to share their membership together.

2.4.3 Family Membership: Consists of parent or parents plus any children under the age of eighteen (18) all residing at the same physical address.

2.4.4 Junior Membership: Any individual under the age of eighteen (18). Junior members must have a parent or guardian's signature on application.

2.4.5 Honorary and/or Life Membership: Life Membership is automatically awarded to a member achieving the appropriate level of achievement defined in any ACM adopted programs. Can be awarded at the discretion of the executive board.

2.5 Reinstatement

In the event any member drops out or is expelled from the ACM for a period of one year or more and wishes to rejoin, they may reapply for membership in the club. At the discretion of the Board of Directors, full former membership rights and privileges may be reinstated. No cancellations or refund of dues shall be paid if a member resigns before the close of his membership year.

2.6 Non-Payment of Dues

Non-payment of dues by a member shall be considered equivalent to a resignation. The name will be dropped from the membership rolls, unless extenuating circumstances are given or known.

2.7 Membership Benefits

2.7.1 Voting: Eligibility to vote is limited to paid members in good standing. All voting is decided by simple majority except where specifically noted in the By- Laws. The responsibility of conducting the balloting rests with the Secretary. The Secretary may appoint assistants. The ballots must be retained by the secretary for sixty (60) days, after which time the votes may no longer be challenged.

2.7.2 "Newsletter": Every member in good standing will receive every issue of the ACM newsletter published during the time of their membership.

2.7.3 Access to any Members Only section of the ACM Website.

2.7.4 Any special club discounts offered by Stores, Suppliers and other Club Sponsors.

2.7.5 Any and all benefits achieved through affiliations approved and entered into by the ACM Board of Directors with any National and International organizations.

Article 3

3.1 Discipline of members

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

3.1.1 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.

3.1.2 Both the responding member and complaining member shall be notified within 2 weeks of the board meeting to be present in person to discuss both sides of the accusation and present evidence.

3.1.3 Failure of the complaining member or responding 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.

3.2

Upon a majority vote of the board of directors, the member shall either be:

3.2.1 Censured ~ official oral reprimand demanding the act or acts not be repeated.

3.2.2 Acquitted ~ all charges dropped.

3.2.3 Expelled from the Club on a 2/3 vote of the board present.

3.2.4 On a third offense ~ (official reprimand) If censured three times within one year, he or she shall be automatically expelled from the Club for conduct detrimental to the best interests of the Club.

3.3 Any dues left shall be reimbursed.

3.4 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 in the Aquarium Club of Maryland.

3.5 Any elected or appointed member of the board may be removed by the board with cause (see discipline of members sections 3.1 through 3.4). In the event of the death, resignation or removal of a board member, the president at his discretion may propose a successor to be voted upon by the board to fill the unexpired term.

3.6 A director may resign at any time by giving written notice to the Board, the president or the secretary of the ACM. Unless otherwise specified in the notice the resignation shall take effect upon receipt thereof by the board and the acceptance of the resignation shall not be necessary to make it effective.

Article 4

4.1 Officers

There shall be the following officers elected annually: President, Vice-President, Treasurer, Secretary and Member at Large.

4.2 Qualifications of Officers

Any candidate for office must be a member in good standing, must be eighteen (18) years of age or older, and must have been a paid member of the ACM for a minimum of one (1) year.

4.3 Election of Officers

Candidates for each office shall be nominated at the regular meeting in October. Nominations from the floor will be taken before voting at the regular meeting in November. Candidates must

have given their permission to run, verbally or in writing. Officers shall be elected by ballot and installed at the regular January meeting.

4.4 Duties of Officers

4.4.1 President

A. The President shall be the Chief executive officer, and shall preside at all general meetings, Executive Board meetings, and Board of Directors meetings at which he is present, shall exercise general supervision over the affairs and activities of ACM.

B. In addition, the President appoints all committee chairpersons, subject to the approval of the Executive Board.

C. Shall serve as a member ex-officio on all committees except the nominating committee

D. The President shall also serve in any other capacity as required elsewhere in the By Laws.

4.4.2 Vice-President

The Vice President shall have the primary responsibility to preside in the absence of the President and perform all the duties of the President in the President's absence.

4.4.3 Treasurer

A. The Treasurer shall keep a record of all financial transactions in a manner approved by the Board and in accordance with generally accepted accounting principles, shall be responsible for the collection of all monies due the origination; shall keep a record of all requests and authorizations for payment; shall make payments from the general treasury; shall keep charge of the ACM bank account, shall give a financial report and have the annual report published in the ACM newsletter.

B. All records should be audited annually and kept a minimum of three (3) years.

4.4.4 Secretary

A. The Secretary shall keep an accurate and permanent record of the minutes of all general and executive board meetings. These minutes shall be available at each meeting for review by the members. The secretary shall be a recipient of the monthly roster of club members.

B. The secretary shall be responsible for recording and directing the counting of ballots for any and all voting measures and elections.

C. The Secretary shall give notice for and attend all meetings of the executive board and all meetings of the members, will act as clerk thereof. And have the authority to clarify any records, or copies of records as the official records of the ACM.

4.4.5 Member at Large

A. The Member at Large shall maintain order at all meetings. They shall notify the President and another member of the Executive Board of any nefarious activity during the meeting to discuss action to be taken. If a meeting becomes unruly he or she shall restore order and return control of the meeting to the president. He or she shall be responsible for the good order, before, during and after the meeting.

B. He or she shall be chairperson of the household committee and shall be responsible for setup, breakdown and clean-up after all meetings.

C. He or she shall strive to be among the first at the meeting hall and shall draw up a list of members who shall assist him or her to maintain order, set-up, breakdown and clean-up after every meeting.

D. He or she shall be responsible for the correct and orderly maintenance of the ACM items and property.

E. Chairperson shall be responsible for placing and retrieving all directional signs to the meeting place.

F. An accurate inventory of all physical assets (except club funds) and their location will be kept in by the Member at Large. One copy to be retained with the Treasurer's records and one to be retained with the Member at Large. This inventory will be reviewed at least once annually at the January Executive Board meeting and verified. It shall be the duty of the current President to delegate the locations of these properties with the approval of the Board of Directors

4.4.6 Vacancy of an Elected Office

A. In the event of a vacancy of any elected office for any reason, the Board of Directors shall initiate the process to appoint a successor to serve the unexpired term within thirty (30) days of the vacancy.

B. The Office of President to be filled in the event of vacancy defined by Article 4.4.2.

4.4.7 Board Voting Regulations

In order for a Board member to vote on any issue he/she must be present at the time the vote is taken. No member may hold more than one position on the Board of Directors.

Article 5

5.1 Executive Board

The Executive Board shall consist of the duly elected officers as defined in Article 4.1 and the last active Past President.

5.2 Board of Directors

The Board of Directors shall consist of the Executive Board as defined in Article 5.1 and appointed Directors as defined in Article 6.

5.3 Transmissions of Board of Directors

Each member of the Board of Directors will keep an accurate accounting of duties and records of yearly activities. These records will be forwarded to the incoming Board of Directors successor in an orderly fashion prior to the first Board of Directors meeting following the annual election of officers. It shall be the responsibility of the outgoing and incoming Presidents to oversee these transmissions.

Article 6

6.1 Chairpersons (Board of Directors)

The President, with the approval of the Executive Board shall appoint committee chairpersons from the general membership. Chairpersons are responsible for reporting on activities of their reporting committees at each meeting of the Board of Directors or as requested by a member of the Executive Board. Other committees may be formed as deemed necessary and will report to a Chairperson based on the function of that committee.

6.2 The president shall establish or dissolve such special committees, with the advice and consent of the Board of Directors, as from time to time may be required, to sustain the functions of the club.

6.3 ACM Committee Chairs

A) C.A.R.E.S. Chair

B) Breeders Award Program Chair

C) Membership Chair

- D) Auction Chair
- E) Newsletter Chair
- F) Events Chair
- G) Media, Promotion, Advertising and Sponsors
- H) Raffles & Contests

6.4 Nominating Committee

The nominating committee shall be composed of a minimum of two (2) members from the general membership, who shall be appointed by the President. The chairperson shall be selected by the committee from its membership. The committee shall meet at the chairperson's convenience prior to the November general meeting.

6.5 Voting

Each Chairperson/director will be allowed one (1) vote at Board of Directors meetings, except as noted elsewhere.

Article 7

7.1.1 Meetings

The regular meeting of the general membership shall be held once a month with July and August being optional, at a time and place designated by the Executive Board. The Executive Board shall meet at their discretion. The Board of Directors shall meet as necessary.

7.1.2 Parliamentary Authority

The rules contained in Robert's Rules of Order Revised, shall govern this organization where applicable.

7.1.3 Business Meeting Agenda

All Business meetings of the club should attempt to cover these agenda items in no particular order:

Call the meeting to order.

Reading of the minutes of the previous meeting, unless published. Reading of the Treasurer's report.

Program.

Old & New business.

Any other club functions.

Adjournment

7.1.4 Quorum

One fourth (1/4) of the membership, with a minimum of ten (10) shall constitute a quorum at the regular meetings of the club requiring a vote. At Executive Board meetings a simple majority of the Executive Board of the ACM shall constitute a quorum. At Board of Directors meetings a simple majority of the Board of Directors as defined by the ACM By-Laws shall constitute a quorum.

7.1.5 Publication

The ACM shall have the authority to publish a journal. It shall be distributed to all ACM members, exchange clubs, and non-member donors.

7.1.6 Logo

The ACM Executive Board shall have the authority to establish a club logo.

Article 8

8.1 Signing Officials

8.1.1 The only ACM members authorized to use their signature for ACM business are as follows: President and Treasurer

8.1.2 Checks drawn upon the funds of the ACM shall require the signature of the Treasurer.

8.1.3 Checks up to \$200.00 may be signed by treasure alone.

8.1.4 Checks over \$200.00 will have to be signed by the Treasurer and the President.

8.1.5 Any disbursement over \$200.00 must be approved by the Executive Committee before being paid out.

8.1.6 Any document committing the ACM to a plan of action requires two (2) signatures, a member of the ACM with temporary authorization of the Board of Directors and the President.

8.1.7 No checks to cash or blank checks shall be issued by the treasurer or any co- signers.

8.1.8 Signing ACM members shall not be related by marriage, blood or cohabitation

Article 9

9.1 Affiliations

The Aquarium Club of Maryland may enter into any affiliation with approval of the Board of Directors

9.2 Amendments

Proposed amendments to the By-Laws will be submitted in writing to the Board of Directors. The board will investigate and make their recommendations at the next general meeting. Voting will proceed at said meeting with a simple majority of eligible members present and voting required for passage.

9.3 Dissolution

Should the club be dissolved, all net assets shall be transferred to an aquatic hobbyist organization or non-profit educational/scientific organization which then qualifies as being tax exempt under section 501 (c)(3), or its successor, of the Internal Revenue Service code. The chosen organization(s) should have a similar mission objective as the ACM. Such an organization may be any similar aquarium association and may include, but not be limited to the Capital Cichlid Association, Cichlid Club of York, Bucks County Aquarium Society, Aquarium Club of Lancaster County, American Killifish Association, American Cichlid Association, American Livebearer Association or North American Native Fish Association.