

Palm Beach County Airboat and Halftrack Conservation Club, Inc.

Amended bylaws, December 8th, 2010

ARTICLE I - Name

The name of this club shall be the Palm Beach County Airboat and Halftrack Conservation Club, Inc.

ARTICLE II - Purpose

The general nature and purpose of this club shall be:

1. To serve the interest of airboat, halftrack, buggy and all other off road conveyance owners and operators:
2. To act in all its power to insure that the Everglades, wet lands, pine woods and all other public lands of Florida continue in a wild and natural state:
3. To promote conservation, preservation and propagation of all forms of wildlife, including birds, animals and game fish:
4. To stimulate a greater interest in any and all outdoor recreational activities:
5. To assure the sportsmen that they may continue to use areas for legitimate hunting, fishing, frogging and other recreational activities;
6. To promote the enactment of fair game laws and to assist in the enforcement of these laws.

ARTICLE III - Membership

1. Members of this club shall be citizens of the United States: who have evidenced interest in the objects and principles of wildlife conservation, hunting, fishing and all other outdoor recreational activities:
2. The Board of Directors shall have sole discretion to approve or disapprove members to this club. As much, upon submission of a membership application by any member, the Board of Directors shall at the beginning of each regular Board of Directors meeting, review the new membership application submitted and shall make their decision at that time.
3. Family memberships shall consist of the following: the member, the member's spouse and the member's children under the age of 18 years of age.

ARTICLE IV - Meetings

1. Regular meetings of the Palm Beach County Airboat and Halftrack Conservation Club shall be held once a month, except for the month of November.
2. The club's Officers and Board of Directors shall have a meeting once a month. Special meetings may be held at the call of the President, an Officer or by the Board of Directors.
3. Written or printed notices of every regular or special meeting shall be mailed to each member.
4. Ten members (including Officers and Board of Directors) shall constitute a quorum for the transaction of all regular business at all regular meetings.
5. Special meetings of the said Officers and Directors may be called at any time on a forth-eight (48) hour notice.
6. Six (6) members of said Officers and Directors shall constitute a quorum for transaction of business at all board meetings.
7. Should any question arise not covered by these bylaws, refer to Roberts Rules of Order.

ARTICLE V - Officers

1. The affairs of this club shall be conducted by the following; a President, two (2) Vice-Presidents, a Secretary, a Treasurer and a Board of Directors, having eight (8) members.
2. The Officers and Directors of this club shall be elected from the general membership who are in good standing.
3. Being said that the officers of the club and the Board of Directors are separate entities, immediate family members can be an "Officer" and on the "Board of Directors" during the same time.
4. The President must have served a term as an Officer or as a Director.

ARTICLE VI - Duties of Officers

1. The Officers of this club shall perform the duties usually appertaining to their respective offices.
2. The President shall preside at all meetings of the club.
3. The Chairman of the Board of Directors must also preside at all meetings of the said Officers and Directors.
4. In the event of the absence, inability or refusal of the President to perform his duties, one (1) of the Vice-Presidents shall assume his prerogative and powers for all purposes.
5. Any two (2) of the following three (3) club personnel are the only persons authorized to sign checks issued by the club; the President, the Treasurer or any appointed member of the Board of Directors. However, no two (2) persons authorized to sign checks shall be immediate family members.

ARTICLE VII - Election of Officers

1. Officers, except the President, shall be elected at the annual meeting of the club and shall serve for a term of twelve (12) months. However, the President shall be elected at the annual meeting of the club and shall serve a term of twenty-four (24) months.
2. The election shall be by the use of written or printed ballot, which are to be cast for each officer by the individual members in person.
3. The annual meeting shall be in the month of May at the regular scheduled date, time and place.
4. The first nomination shall be held two (2) meetings prior to the election.
5. The second nomination shall be held one (1) meeting prior to the election.
6. Four (4) members of the Board of Directors are to be elected by the general membership of the club and shall serve on the board for a term of twelve (12) months, or one (1) year. An additional four (4) members are to be elected by the general membership of the club and shall serve on the board for a term of twenty-four (24) months, or two (2) years.
7. The President shall appoint one (1) of the Board of Directors to act as Chairman.
8. At any general election, absentee ballot votes will be accepted from any member of the club provided the vote is signed by the absentee member before a Notary Public. The ballot shall include the name of the person(s) that the said member is casting his ballot for, and a complete explanation of the reason for missing the meeting. Said vote shall be enclosed in a sealed envelope and brought to the meeting by a bona fide member. It shall be opened by the Secretary or any other Officer of the club, at the appropriate time.
9. The President shall appoint a good standing member to conduct elections.
10. At the end of the Presidents term, he shall automatically become a member of the Board of Directors for a period of one (1) year. Due to this provision, it may result in a nine member Board of Directors.

ARTICLE VIII - Voting Rights of Membership

1. Each member is entitled to cast his/her vote with regard to all members contemplated and allowed under these By-laws. If the member is under a family membership, then one (1) vote for each respective spouse not to exceed two (2) votes per family membership is allowed. Children of a family membership will be allowed to vote only if they maintain their own membership and are eighteen years of age or older.
2. Only members in good standing who have paid their dues on time or no later than the March Board meeting and who have been approved in the March Board meeting, of each year ,are eligible to vote in the general elections.
3. Lifetime members are eligible to vote.

ARTICLE IX - Management

1. The affairs of the club shall be conducted by the Officers and Board of Directors
2. The Officers and Board of Directors shall pass upon and approve all bills and invoices made in the normal course of business such as payment for rent, postage, dues and any other items of general nature.
3. Further, the Officers and Board of Directors shall have the specific authority, in their own discretion, to spend \$500 for any item or services that they deem necessary. However, such shall be presented to the

club at the next meeting specifically not for the club's approval, but rather to inform the club of such expenditures.

ARTICLE X-Dues

1. Membership dues shall be \$25 per year single membership, \$40 per year family membership, payable in advance, due the first day of January each year.
2. Life membership dues shall be available in the amount of \$500. These shall be paid in advance, are non-transferable and are non-refundable.
3. Past President(s) of the club shall automatically become Life Members.
4. Members with twenty (20) consecutive years of service and paid dues shall automatically become Life members.
5. All membership applications, new and renewals, must be approved by the Officers and Board of Directors.

ARTICLE XI - Committees

1. The president shall appoint committees as are deemed necessary, or as the Officers and Directors of the club may direct. These committees shall perform the duties usually appertaining thereto.
2. Any committees making more than \$500 in shall report to club in writing within thirty (30) days.
3. Finance Committee. The Treasurer is chair of the Finance Committee, which includes three other members of the Board. The Finance Committee is responsible for developing and reviewing fiscal procedures and annual budget. The membership in attendance at a regular membership meeting must approve the budget along with any major changes in the budget during the fiscal year. All expenditures must be within the budget. The fiscal year shall be June 1st to May 31st. Annual reports are required to be submitted to the membership showing income, expenditures and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members and the public.
4. Audit Committee: The President shall appoint a member or non-member not currently serving on the Board to perform an audit of the books of the treasury by December 31st each year. In the event of the vacancy in the office of Treasurer, an audit shall be preformed within 10 days of a written resignation of the Treasurer. The Treasurer shall keep a correct record of all monetary transactions, providing such records for audit, whenever so directed by the Board. Results of the audit will be reported in writing back to the membership.

ARTICLE XII - Amendments

1. Amendments to these by-laws must be submitted in writing to the club membership three (3) regular meetings prior to being acted upon.
2. The Amendments are to be read at three (3) consecutive meetings and must receive two-thirds (2/3) vote of the members present at the time of the third reading for adoption.

ARTICLE XIII — Expulsion of members and Resignation of Directors

1. The Board of Directors, for cause shown after notice and a full and complete hearing, may recommend to the membership at a regular meeting to expel or suspend a member.
2. A member can be expelled or suspended by two-thirds (2/3) vote of the membership present, provided that the member is notified of the recommendation made by the Board of Directors. They may then be provided with an opportunity to resign or present his/her views. These events, if acted upon, shall take place at the meeting which decides whether or not the person(s) shall be expelled or suspended.
3. Anytime a member of the Board of Directors resigns, moves, misses three (3) consecutive meetings or for any reason becomes disqualified; his resignation becomes automatic for his existing term.
4. The general membership, at their next regular meeting, shall nominate and elect a Board of Directors member to fill the term of the member who is resigning or being discharged. However, nothing shall preclude any qualified member from again being nominated and elected to the Board of Directors at the subsequent time.
5. The Board of Directors, at its discretion, has the power to immediately suspend an Officer or another Board Member from all of his/her duties. This action will then be voted on at the next meeting.

ARTICLE XIV - Dissolution of Organization

In the event of the dissolution of this organization, any asset will be distributed to the Florida Wildlife Federation or to another organization that the existing Board of Directors and Officers deem to be in acceptance of the general nature and purpose of this organization.

ARTICLE XV-Real Property Acquisition Fund

In order to ensure that sufficient funding is available for the purchase of real property in furtherance of the mission of the organization, all of the principal and interest accruing on the monies held in the Land Fund CD Account, as of the date of the approval of this Amendment, shall be held in trust. These monies will be used only in the acquisition of real property and then only with the concurrence of 2/3rds of the members present. Notice of pending expenditure must be given to members prior to the monthly membership meeting in which the vote for the expenditure is to be voted upon. It will be known that up to \$20,000.00 from the land fund monies will be held in the Money Market account for the sole purpose of fund accessibility for expenditures needed for the Airboat and Buggy Show only.