

# Constitution and Bylaws of The Greater Chicago Cichlid Association

## Constitution

### Article 1

#### SECTION 1

##### Name

The name of this society shall be the: GREATER CHICAGO CICHLID ASSOCIATION (GCCA)

#### SECTION 2

##### Object

The Greater Chicago Cichlid Association is a not-for-profit educational organization dedicated to the advancement and/or dissemination of information relating to all aspects of the biology of the family *Cichlidae*, with particular reference to their maintenance and breeding in captivity.

#### SECTION 3

This society shall be non-political and non-sectarian in all of its relationships.

#### SECTION 4

##### Charter

The society shall maintain a charter in the state of Illinois as a not-for-profit organization.

### Article 2

#### SECTION 1

##### Membership

All persons interested in aquatic life shall be eligible for membership subject to the approval of the Board of Directors. Applicants must be willing to abide by the Constitution and By-Laws, and must maintain an interest in the activities of the GCCA.

#### SECTION 2

##### Officers

There shall be the following officers elected annually: President, Vice-President, Treasurer, Recording Secretary, Corresponding Secretary, and Sergeant-at-arms.

#### SECTION 3

##### 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 member of the society for a minimum of six (6) months.

#### SECTION 4

##### Election of Officers

Candidates for each office shall be presented by the nominating committee at the regular meeting in May. Nominations will be taken before voting at the regular meeting in June. Candidates must have given their permission to run, verbally to three (3) members or in writing. Voting members must have attended most of the GCCA meetings in the year preceding the election in order to cast a valid vote. Officers shall be elected by ballot and installed at the regular July meeting.

### ARTICLE 3

#### SECTION 1

##### Executive Board

The Executive Board shall consist of the duly elected officers.

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## **SECTION 2**

### **Board of Directors**

The Board of Directors shall consist of the Executive Board, chairpersons of all standing committees and other appointed committee chairpersons and the last active Past President.

## **ARTICLE 4**

### **SECTION 1**

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 at the July Board of Directors meeting. It shall be the responsibility of the outgoing President and the incoming President to oversee these transmissions.

### **SECTION 2**

An accurate inventory of all physical assets (except society funds) and their location will be kept in duplicate. One copy to be retained with the Treasurer records and one copy to be retained with the Recording Secretary records. This inventory will be reviewed at least once annually at the July Board of Directors 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.

## **ARTICLE 5**

### **Meetings**

The society shall hold regular meetings once a month at a time and place designated by the Executive Board. The Executive Board shall meet at their discretion. The Board of Directors shall meet at least four times per year at a time and place designated by the Board of Directors.

## **ARTICLE 6**

### **Publishing, Online and Social Media**

The GCCA shall have the authority to create and publish in print and social media at the discretion of the Board of Directors.

## **ARTICLE 7**

### **Logo**

The GCCA shall have the authority to establish a club logo.

## **ARTICLE 8**

The society seal shall be kept by the Treasurer, to be used as required.

## **ARTICLE 9**

The only society members authorized to use their signature or conduct business online as follows (except as noted elsewhere in the Constitution):

- A. Checks drawn upon the funds of the society shall require the signature of the Treasurer and/or the President or the Vice-President.
- B. Withdrawal of any other society funds from repository shall require two (2) signatures: Treasurer and the President or Vice-President.
- C. Any document committing the society to, a plan of action requires two (2) signatures, a member of the society with temporary authorization of the Board of Directors and the President or Vice-President.
- D. Signing society members shall not be related by marriage, blood or cohabitation.

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## **ARTICLE 11**

### **Affiliations**

The GCCA may enter into any affiliation with approval of the general membership.

## **ARTICLE 12**

### **Amendments**

Any proposed amendments to this constitution must be submitted in writing to any elected officer. Such proposed amendments must be signed by five (5) active members of the society before being submitted. They will be referred to the Board of Directors for investigation and recommendation. Proposed amendments will then be published within sixty (60) days and will be read and voted upon at the next regular meeting after publication. They shall become a part of this Constitution only if approved by a two thirds (2/3) majority of the members present and voting at said meeting.

## **ARTICLE 13**

### **Parliamentary Authority**

All business of the society shall be conducted under Roberts Rules of Order (Revised). Protested business will not become binding until ruled upon by the Sergeant-at-arms.

# Constitution and Bylaws of The Greater Chicago Cichlid Association

## Bylaws

### Bylaw 1

#### SECTION 1

##### Membership

All prospective members must submit a written application accompanied by membership dues. Said application to be approved or rejected by the Board of Directors. If rejected, the membership chairperson shall provide an explanation and a full refund will be made.

#### SECTION 2

##### Dues

Dues are on a twelve (12) month basis from meeting date of application.

#### SECTION 3

##### Types of Membership

###### *Family Membership:*

Family consists of adults and related children under eighteen (18) living under one roof.

###### *Single Membership:*

Minor with responsible member sponsor, any person eighteen (18) or older.

###### *Honorary and/or Life Membership*

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

#### SECTION 4

##### Reinstatement

In the event any member drops out or is expelled from the society for a period of one year or more and wishes to rejoin, he may rejoin the society. 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.

#### SECTION 5

##### 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.

#### SECTION 6

##### Membership Benefits

The privileges of membership are: those of voting,, and the participation in all functions of the society.

A. Voting: Eligibility to vote is limited to members in good standing (two (2) votes per family membership).

B. All voting is decided by simple majority except where specifically noted in the Constitution and By-Laws. The Responsibility of conducting the balloting rests with the Sergeant-at-arms. He 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.

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## **Bylaw 2**

### ***Duties of Officers***

#### **President**

The President 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 the society, and shall serve as a member ex-officio on all committees except the nominating committee. In addition, the President appoints all committee chairpersons, subject to the approval of the Executive Board.

He also serves in any other capacity as required elsewhere in the Constitution and By-Laws.

### **SECTION 2**

#### **Vice-President**

In the absence of the President, the Vice-President shall assume the duties of the President.

### **SECTION 3**

#### **Treasurer**

The Treasurer shall receive all society funds and keep them in a bank or repository selected or approved by the Executive Board. Accurate records must be kept of all monetary transactions. The Treasurer shall require a bill or signed voucher for all disbursements and will issue receipts for all incoming funds. The Treasurer must present a monthly financial report at each Board of Directors and general meeting. All records to be audited annually within sixty (60) days of the July regular meeting and to be kept a minimum of three (3) years.

### **SECTION 4**

#### **Recording Secretary**

The Recording Secretary shall keep the original minutes in duplicate of all Board of Directors, Executive and general meetings of the society, which shall be an accurate and official record of all business transactions. One copy shall be retained by the President. The Recording Secretary shall maintain a current membership list and all other records as directed by the Board of Directors.

### **SECTION 5**

#### **Corresponding Secretary**

The Corresponding Secretary shall conduct the general correspondence of the society. He/she shall communicate with donors and make . All donations and mail of the society shall be sent to a place approved by the Board of Directors.

### **SECTION 6**

#### **Sergeant-at-Arms**

The primary function of the Sergeant-at-arms is to see that all general meetings and other functions, as directed by the Board of Directors, are conducted in an orderly manner and to render assistance in any capacity for which he/she may be called upon. The Sergeant-at-arms shall be the official parliamentarian.

## **BY-LAW 3**

### **Vacancy of an Elected Office**

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

## **BY-LAW 4**

### **Voting Regulations**

In order for a member to vote on any issue he/she must be present at the time the vote is taken or via a voting method approved by the board of directors, and meet all the qualifications of the Constitution. In

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cases where a member holds multiple positions on the Board of Directors, the member will be allowed only one vote.

## **BY-LAW 5**

### **SECTION 1**

#### **Expulsion**

The Board of Directors, by a two thirds (2/3) majority vote, can expel any member of the society for the following reasons:

- A. Conduct unbecoming a member of the society.
- B. Malfeasance in office.

### **SECTION 2**

Elected officers may be expelled from office for failing to attend two (2) consecutive board meetings without extenuating circumstances.

## **BY-LAW 6**

### **SECTION 1**

#### **Committees**

The standing committees are:

- A. Swap
- B. Program
- C. Breeders Award Program
- D. CARES
- E. Membership
- F. Webmaster
- G. Social Media

The President, with the approval of the Executive Board shall appoint the chairpersons from the general membership. The chairpersons may establish their committees from the general membership, subject to approval of the Board of Directors.

### **SECTION 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 society.

### **SECTION 3**

The nominating committee shall be composed of two (2) elected officers, one (1) appointed member of the Board of Directors, and two (2) members from the general membership, all of whom 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 May Board of Directors meeting. Their report shall be presented as prescribed in the Constitution.

### **SECTION 4**

#### **Voting**

Each standing committee will be allowed one (1) vote at Board of Directors meetings, except as noted elsewhere. Nominating and ad hoc committees have no vote.

## **BY-LAW 7**

#### **Quorum**

One fourth (1/4) of the membership, with a minimum of ten (10) shall constitute a quorum at the regular meetings of the society requiring a vote. At Executive Board meetings, two thirds (2/3) of the Executive Board of the society shall constitute a quorum. At the Board of Directors meetings, two thirds (2/3) of the

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Executive Board and one half (1/2) of the standing committees shall constitute a quorum. Ad hoc committees and the nominating committee do not count for quorum.

## ***BY-LAW 8***

### **Order of Business**

The order of business at all meetings of the society shall be as follows:

1. Call the meeting to order.
2. Reading of the minutes of the previous meeting, unless published.
3. Reading of the Treasurers' report.
  - A. At the Board of Directors—full report.
  - B. At the general meetings—condensed report except for unusual transactions.
4. Old business.
5. New business.
6. Program.
7. Any other society functions.
8. Adjournment.

## ***BY-LAW 9***

### ***Amendments***

Proposed amendments to the By-laws will be submitted in writing to the Board of Directors, signed by three (3) active members. 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.

## ***BY-LAW 10***

### **Dissolution**

In the event of the dissolution of this society, any remaining funds and other assets will be donated to the American Cichlid Association.

## ***BY-LAW 11***

This Constitution and By-Laws shall supersede all previous documents and shall become effective NEW DATE.