

ARTICLE I

TITLE

This organization hereby adopts the title “Canandaigua Lake Duck Hunters, Inc.”

ARTICLE II

PURPOSE

The Canandaigua Lake Duck Hunters, Inc. is organized and shall exist for the purpose of conserving and improving waterfowl habitat and conditions that promote such.

ARTICLE III

MEMBERSHIP

Membership shall be granted to any person who evidences interest by paying his/her dues. The right of a member to vote and all the rights of a member in the Corporation or its property shall cease on the termination of his/her membership. Membership shall terminate upon death, voluntary withdrawal or nonpayment of dues.

ARTICLE IV

DUES

Annual dues shall be set by the Board of Directors and shall be paid by each member. The fiscal year of the corporation shall be the calendar year.

ARTICLE V

MEETINGS

- A. The annual meeting shall be held in the first four months of the calendar year.
- B. The Board of Directors meetings shall be conducted at such times as directed and called by the President of the Corporation or the presiding Officer in the absence of the President. Each member of the Board of Directors will be notified of a meeting by mail, phone or e-mail.
- C. A quorum shall consists of 50% +1 of the elected Board of Directors.
- D. At all meetings where applicable the order of the business shall be as follows:
 1. Call the meeting to order
 2. Reading and disposing of minutes of the previous meeting
 3. Treasurer’s report
 4. Unfinished business
 5. New business
 6. Suggestions for the good of the Corporation
 7. Adjournment
- E. The presiding officer has the right to table any matter concerning the welfare of the Corporation to the next Board meeting.

ARTICLE VI

ORGANIZATION

SECTION 1: The business and affairs of the Corporation shall be managed and controlled by the Board of Directors. The Board of Directors shall consist of the four Executive Officers of the Corporation and twelve to sixteen members elected as Directors. Thus, the Board of Directors will contain between sixteen and twenty persons. A member nominated for election into the Board of Directors must have been a member in good standing for a minimum of one calendar year. A member nominated for election as an Executive Officer must have served two calendar years as a Director.

SECTION 2: All Directors, excluding Executive Officers, shall serve a term of four years, excepting year 2001 when the Board will designate four groups of four Directors (Group One, Group Two, Group Three, Group Four). Group One's term will initially end in 2002 and then continue with a normal term. Group Two's term will initially end in 2003, and then continue with a normal term. Group Three's term will initially end in 2004, and then continue with a normal term. Group Four will start with a normal term ending in 2005. The President will assign Directors to Groups and will maintain an equal number of Directors per Group whenever possible.

SECTION 3: Any Officer or Board Member may resign his/her position by letter of resignation to the Board of Directors. The Board of Directors may accept any written resignation without the approval of the membership. In the event that a Director's term is vacated, that term shall remain open until a new Director is nominated and voted into the remaining term by the membership.

SECTION 4: Any Officer or Board Member may be removed from his/her term by a two-thirds majority vote of the Board of Directors in term for that fiscal year. Criteria considered for removal shall include, but not be limited to:

- Conduct unbecoming of the intent of the Corporation
- Conviction of a felony crime
- Failure to attend one-half of the scheduled meetings in a fiscal year
- Misappropriation of Corporation funds

SECTION 5: The Executive Officers shall consist of a:

- President – Elected to a term of two years
- Vice-President – Elected to a term of two years
- Secretary – Elected to a term of two years
- Treasurer – Elected to a term of two years

ARTICLE VII

DUTIES OF THE PRESIDENT

A. It shall be the duty of the President to preside at all meetings and to call at least four meetings per year.

- B. To call special meetings whenever necessary or at the request of at least five (5) Directors by personal contact.
- C. To appoint standing committees.
- D. To enforce the observance of the constitution and bylaws.
- E. In the absence of the Secretary to appoint a secretary pro-tem.
- F. During the meetings, the President shall adhere strictly to the rules of order as set up in Article V of the Constitution.
- G. To act as the Chairman of the Board of Directors, and shall vote only in the case of a tie.

ARTICLE VIII

DUTIES OF THE VICE-PRESIDENT

- A. The Vice-President shall preside in the absence of the President.
- B. The Vice-President shall assume duties delegated to him/her by the President.

ARTICLE IX

DUTIES OF THE SECRETARY

- A. It shall be the duty of the Secretary to keep a correct record of the proceedings of each meeting and special meeting.
- B. To help the Treasurer in the collection of dues and to keep an accurate record of same.
- C. To pay all monies to the Treasurer.
- D. To furnish new members with membership cards and to make available copies of the Constitution and Bylaws.
- E. To keep a correct roll of members.
- F. To purchase such supplies as needed to carry out the duties of his/her office.

ARTICLE X

DUTIES OF THE TREASURER

- A. It shall be the duty of the Treasurer to keep correct records of all monies whether received or expended and to submit his/her books for auditing at any time.
- B. To submit a current account upon request if the need arises.
- C. To purchase any materials necessary to perform the duties of his/her office.
- D. To deliver to his/her successor all books and papers of the office.

ARTICLE XI

DUTIES OF THE BOARD OF DIRECTORS

- A. It shall be the duty of the Board of Directors to hold at least four (4) meetings a year to transact business necessary for the good and improvement of this Corporation.
- B. To conduct any special meeting necessary to the advantage and business of this Corporation.

ARTICLE XII

AMENDMENTS

This constitution and bylaws may be amended by a two-thirds vote of the members present at any annual meeting, provided however, that a verbatim copy of the proposed amendment, as approved by the Board of Directors, shall be mailed to each member 14 days prior to the annual meeting.

ARTICLE XIII

SAFETY DEPOSIT BOX

The President of the Corporation will have control of the key to the safety deposit box. Only the President, Secretary and Treasurer will have access to the safety deposit box.