

# **NANTUCKET ANGLER'S CLUB**

## **BY-LAWS**

### **WRITTEN**

March 20, 1970

### **REVISED**

December 19, 1973

April 18, 1983

June 5, 1989

October 2, 1989

September 2002

February 2009

June 2011

June 2014

June 2015

**AN INCORPORATED ASSOCIATION**

**NAME:** Nantucket Angler’s Club, Inc.

**PURPOSE:** The general purposes of the Association shall be to promote Nantucket fresh and salt water angling from both boats and beach; to foster and conduct fishing tournaments of all kinds; to promote and encourage conservation of marine fisheries and the preservation and maintenance of beaches, marshland, etc.; to acquire by purchase, lease or otherwise to own, hold, use, maintain, improve and operate and to sell, lease or otherwise dispose of real and personal property, all for the use and enjoyment of the members of the Association and to do all things incidental to or advisable in connections with any or all of the foregoing.

**PROVIDED, HOWEVER,** that no part of the net earnings of the Association, if any, shall inure to the benefit of any member, trustee, officer or other private individual; and that the Association shall not participate for public office.

**BY-LAW CHANGES:** Changes may be made from time to time bearing in mind that change for the sake of change is irresponsible – changes based upon need and good reason is progress.

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## **ARTICLE 1 – MEMBERSHIP**

**Section 1:** Membership in this organization will be open to any person of good character who has demonstrated an active interest in sports fishing and/or conservation sponsored by two Members in good standing and approved by a two-thirds vote of a meeting of the Board of Directors. Voting will be done by a written ballot. If dues and initiation fees are not paid within 30 days after notification of acceptance by the Board of Directors, the application form will be considered void and so filed. Membership applications not voted upon by June 1 each year following application must be resubmitted to the Club. The application must be signed personally by the application and his/her two sponsors and mailed to the Nantucket Angler's Club, Inc. or delivered to the Club office. Both sponsors must make written recommendations to accompany the application or appear in person at a meeting of the Board of Directors in support of their applicant. No member may sponsor more than two applicants in any one calendar year. Members of the Board of Directors and/or Club Employees may not sponsor a membership application.

The Member Committee Chairman will keep complete and up-to-date records on New, Renewal Members and Honorary Members. He/she will report the names of prospective members at Board of Directors meeting and cause the names of the prospective members to be entered in the minutes of the meeting next following receipt of the application unless otherwise voted by the Board of Directors. He/she will send new applications to all applicants whose membership has not been voted on by June 1 each year and ask them to resubmit a new application. He/she will keep records of suggested new members and prepare to follow-up. When a new member has been elected, he/she will receive a membership packet which contains a list of Board members, members, a Club Calendar, a letter of welcome, a membership card, a copy of the House Rules and By-Laws.

**Section 2:** A member may be dropped from the Club for non-payment of dues, assessments, rules violation or serious misconduct during any Club sponsored or represented event. Membership termination caused by non-payment of dues is covered in Article II, Section 3. In the event of a rule violation or serious misconduct, the complainant must notify the President in writing as soon as possible. The challenged member is then to be notified of the complaint in writing by the President. The Member's reply along with the original complaint will be considered carefully by the Board of Directors who will then take whatever action they deem to be in the best interest of the Club. Violations of the tournament rules will be addressed to the specific tournament committee chairman.

**Section 3:** There are two classes of membership: Regular and Honorary. Regular and Honorary Members will be entitled to attend all meeting of the Club, to vote and participate in Club affairs, to serve as Officers – Directors – Trustees or in other capacities as directed or voted by the Club from time to time, and be entitled to purchase and display Nantucket Angler's Club patches pennants, pins and other

Club sponsored merchandise. An Honorary membership will be given time to time, at the sole discretion of the Board of Directors, to persons who have been actively engaged in fishing and/or conservation or have made a significant contribution to the NAC or the Community. They must have also been an active, dues paying member for at least 15 years. However, Honorary Memberships may be named “ex officio” to certain agencies at the Board of Directors, from time to time, as deemed proper. The total number of Honorary Members will be limited to 15% of the total Regular Membership. Should the Regular Membership quota be reduced, so will the number of Honorary Memberships be reduced by attrition. The spouse of a member may enjoy all privileges of the club but will not be entitled to vote, however the member may assign in writing to the Board of Directors, his/her privilege to hold office in the club to his/her spouse. The “in-situ” of a member may enjoy all privileges of the Club but will not be entitled to vote or hold an office. An in -situ is an unmarried person of legal age, of either gender, who is in a long term and committed relationship with a member, who is not within the second degree of kinship” and is approved by the Membership Committee... A member may only have one “in-situ” in any one calendar year and this special privilege must be renewed each calendar year if so desired by the member. “In-situ’s may not assume preferential consideration upon application for regular membership, but shall be at the discretion of the Board of Directors.

**Section 4:** The children of a Regular Member may enjoy the privileges of the Club with exception of voting. However, upon reaching his/her 19<sup>th</sup> birthday, these privileges cease and the child must apply for their own membership. Children who enter the workforce will be given preferential consideration until their 25<sup>th</sup> birthday. Children who become enrolled in a full-time accredited educational program or who become full-time member of the Armed Forces may continue to enjoy the privileges of the Club, with the exception of voting, until their 25<sup>th</sup> birthday at which time the privileges shall cease. They will be given preferential consideration for membership until their 30<sup>th</sup> birthday. A member’s child may apply for membership at any time within the above time frame and receive preferential consideration. At their discretion, the Board of Directors may give preferential consideration to membership applicants who have demonstrated a strong interest in fishing or to an applicant because of some extraordinary circumstance.

**Section 5:** Upon the death of a Regular Member or an Honorary Member, the remaining spouse (not to include “in-situ”) may assume the deceased Regular Membership or Honorary Membership. Initiation fees will be waived.

**Section 6:** Upon divorce of a Regular Member or Honorary Member, the then ex-spouse will be given priority consideration for the same class membership upon receipt of an application. Initiation fees will be waived. The Board of Directors, at its discretion, may exceed the membership limit for the purpose of admitting the

ex-spouse. Such increase in the membership will be compensated for by attrition to conform to Section 1, Article 8.

**Section 7:** Upon resignation of a Regular Member, all Club privileges will cease. Should this person at a later date decide to rejoin the Club, he/she must submit a new application form and be subject to the current initiation fees. The Board of Directors upon review of this application may or may not allow priority consideration based upon the reasons for resignation and re-application.

**Section 8:** The membership shall not exceed 520 Regular Members subject from time to time to the provisions of Section 6 of this Article.

## **ARTICLE II – DUES AND ASSESSMENTS**

**Section 1:** Initiation fees and dues will be determined annually by the Board of Directors. The Board will have the power to designate what part, if any, of the dues will be used for capital expenditures and Tournament fees or other operating expenses.

**Section 2:** Special assessments, if necessary, may be levied by the Board of Directors in such manner and among such classes of membership, as they deem proper. Failure to pay a special assessment shall cause the Board to take such action as necessary including termination of Club Membership.

**Section 3:** Annual dues are due and payable on the first day of November in each year and may be paid by cash, check or credit card. Any Regular Member whose dues will not have been paid by November 30 will be notified by the Membership Committee Chairman in writing by mail to the member's last known address and advised that if his/her dues are not paid within 15 days of notification, his/her membership privileges will be suspended. If the membership dues are not paid by December 31 his/her membership shall be terminated. There will be no refund of dues in part or in total for any reason.

**Section 4:** It will be the responsibility of all members to advise the Club promptly of changes in their permanent address. If more than one mailing is returned, the member will be taken off the mailing list until his/her correct address is received.

**Section 5:** In the event the Association is disbanded, all remaining funds will be distributed among Nantucket charitable organizations or among non-profit Nantucket conservation organizations. Funds will be distributed by the Board of Directors and the Trustees.

**Section 6:** Gift certificates, as issued from time to time by the Club, may be used for payment of dues.

**Section 7:** Members admitted after first meeting in October do not pay dues for the balance of that year.

### **ARTICLE III – MEETINGS**

**Section 1:** There will be at least one general meeting a year on or about July 15<sup>th</sup>. This meeting will be considered the Annual Meeting. The Secretary will cause written notice of this meeting to be sent to each Regular and Honorary Member in good standing at least thirty (30) days prior to the meeting as well as post a written notice of the meeting on the Club bulletin board.

**Section 2:** For the purposes of the Annual Meeting, a majority (5) of the Board of Directors will constitute a quorum. The purpose of this Annual Meeting will be to accept reports from the officers and committee chairmen as deemed necessary and to answer such questions from the regular members as may be asked of the officers and committee chairmen.

**Section 3:** The Board of Directors shall meet the first and third Monday of each month. Additional meetings may be called by the Chairmen with notice having been given each director. A quorum will consist of five (5) members including at least one officer of the Board.

**Section 4:** Within twenty (20) days of written application to the President by 10% or more of the regular members, a special meeting shall be held. Notification of such a special meeting will be made per Section 3 above and will include the reasons for the meeting.

**Section 5:** The Order of Meeting for the Club meetings, Board of Director meetings, Standing Committee meetings and Special Committee meetings will be:

- Call to Order
- Secretary's Report
- Treasurer's Report
- Steward's Report
- Reports of Committee Chairmen (These reports may be as consent agenda items)
- Old Business
- New Business
- In- Camera (The Board reserves the right to meet in-camera as necessary)
- Adjournment

**Section 6:** During any official meeting of this organization, consumption of alcoholic beverages is prohibited.

**Section 7:** The minutes of all official meetings of the Club will be made in duplicate. One set of minutes will be kept in the Club office and the second set to

be maintained and stored off-premises by the President in order to preserve our official records in the event of a disaster at the Club premise. This set of minutes to be kept in a three ring binder to be known as the “Minutes book”. The club By-Laws and all records of additions, deletions and changes are also to be maintained and kept current. (See Article 5, Section 1). A copy of the minutes is posted on the bulletin board for members to view.

## **ARTICLE IV – DIRECTORS, OFFICERS AND TRUSTEES**

**Section 1:** The Board of Directors will be comprised of nine (9) members in good standing. Directors will serve a three (3) year term and may not succeed themselves for at least a year. Three new Directors will be elected each year.

**Nominating Committee:** A nominating committee will be appointed each year by the President with the approval of the Board of Directors by August 1<sup>st</sup> of each year. This special committee will consist of no less than three (3) members in good standing – one of whom is a Director in his third year term who will serve as chairman. This committee will select from the Membership no less than six (6) nor more than nine (9) consenting nominees for the office of Director and will so notify the President in writing, no later than the second meeting in September of September 15 of their selections for nominations. Names of consenting nominees for this office may be submitted to the Nominating Committee Chairman if submitted in writing with 40 sponsoring signatures of regular members in good standing by the second meeting in September or September 15 of each year and said nominees will be put on the ballot.

**Section 2:** Voting will be by mail ballot, the list of nominees being sent to the membership by October 1<sup>st</sup>. Ballots not received by the Club by October 31<sup>st</sup> will not qualify. Pre-addressed and stamped envelopes will be included with the ballot and must be used in returning completed ballots to the Club. It will be the responsibility of the Nominating Committee to collect, count and submit the election result in writing to the President prior to the second meeting in November.

**Section 3:** Vacancies in the Board of Directors arising from resignation or inability to serve will be filled by the remaining Directors who will appoint a consenting member in good standing to fill the vacancy for the remainder of the term. A Director so appointed may succeed himself/herself at the next election.

**Section 4:** The officers of this Club will be a:

- President
- Vice President
- Executive Vice President
- Secretary
- Treasurer

The officers are to be members of the Board of Directors with the exception of the Executive Vice President. The officers will be elected from and by the Board of Directors by written ballot or unanimous consent. The Executive Vice President shall be appointed by the newly elected President with the approval of the Board of Directors. The Board of Directors may, from time to time, appoint from the regular membership, Honorary Vice Presidents. Such persons shall have been long standing members of the Club who have given exceptional time and effort towards the goals and objectives of the Club.

**Section 5:** All officers will service for a term of one (1) year and may succeed themselves. Newly elected Directors will be expected to attend the last meeting in November following their election and will assume office at the first meeting in December. At this meeting, immediately after the call to order, under the direction of the out-going President, the new Board of Directors will elect a new President. At this time, the out-going President will deliver to the new President the Minutes Book – See Article 4, Section 7. The Directors will then proceed to elect the remaining officers per Section 4 above. Vacancies to be filled in accordance with Section 3 above.

**Section 6:** The Board of Directors will have the power to expend the funds of the Club, to incur indebtedness and to set forth the operating polices and House Rules of the Club. No member will have the power to expend the funds of the Club or obligate the Club in any way except as expressly approved by the Board of Directors.

**Section 7:** There will be five (5) Trustees of the Club. Each Trustee to serve a Five (5) year term and they may not succeed themselves for at least one year... Trustees are to be appointed by the President of the Board of Directors with the approval of the Board of Directors. The appointments will be coordinated so that there is rotation of members thereby maintaining consistency of the members.

**Section 8:** If a Director misses three (3) consecutive meetings, he/she shall be considered unable to serve and shall be replaced per Article 4, Section 3. He/she shall be so notified by the President in writing. The Board of Directors may make exceptions to this rule in the event of illness or other exceptional circumstances.

**Section 9:** An elected Director may listen to a scheduled meeting via telecommunications and make comment. The Director may not vote via telecommunications and is not considered present for the meeting.

## **ARTICLE V – DUTIES OF OFFICERS AND TRUSTEES**

**Section 1:** The President will preside at all meetings when he/she is present. He/she will appoint the chairmen of the standing committees and special committees. The President shall act as Chief Executive Officer of the Corporation and shall maintain the records of the Minutes and By-Laws. See Section 3, Article 7.

**Section 2:** The Vice President will preside at the meetings in the absence of the President. He/she will assist the President as needed.

**Section 3:** The Executive Vice President may be the immediate past President. He/she will serve on the Board of Directors in an advisory capacity.

**Section 4:** The Secretary will keep an accurate record of the Director's meetings and will make a written report at the following meeting. He/she will see that all correspondence to the Club is taken care of and he/she shall assist the President as needed.

**Section 5:** The Treasurer will provide a written report to the Board of Directors on the financial status of the Club at each Director's meeting; will be responsible for working collaboratively with the financial accountants and any bookkeeping service causing the Club financial records to be maintained in accordance with accepted accounting methods. He/she and will ensure that all tax and other required returns and forms are available to be prepared and filed on a timely and proper basis. The Treasurer or designee will be prepared to give a report, as prepared by the Club Accountant, at the Annual Meeting or at any other time as requested by the Board of Directors and will assist the President as needed.

**Section 6:** The Trustees will oversee the financial matters of the Club. They will advise the Board of Directors regarding investment surplus funds of the Club with respect to the operating and capital needs of the Club. They will ensure that all bank signature cards are current and the appropriate people are authorized to sign on all the Club's accounts. Vacancies to be filled in accordance with Article 4, Section 3.

## **ARTICLE VI – COMMITTEES**

**Section 1:** There will be the following Standing Committees:

Awards and Trophy Committee

Conservation and Education Committee  
House Committee  
Administrative Committee  
Membership Committee  
Physical Needs Committee  
Lema-Machado Committee  
Tournament Committee  
Ad Hoc Tournament Committee

**Section 2:** Chairmen of the standing committees are appointed by the President. They are to be members of the Board of Directors when possible but the President has the authority to select committee chairmen from the general membership, with the approval of the Board of Directors, if the resources of the Board of Directors are insufficient to fill a chair with a qualified, available and responsible person.

**Section 3:** Special committees are to be appointed by the President as needed.

**Section 4:** Committees will be comprised of a chairman who will appoint no less than two members to serve with him/her. A committee may make rules for the conduct of its affairs as long as they are consistent with these By-Laws.

## **ARTICLE VII – DUTIES OF STANDING COMMITTEE CHAIRMEN**

**Section 1:** The Awards and Trophy Committee Chairman shall be responsible for the acquisition, display and maintenance of all awards and trophies as directed by the Board of Directors. For award and trophy purposes, the Local Tournament Chairman and the Special Tournament Chairman will provide this Committee with a list of tournament winners upon the completion of a tournament.

**Section 2:** The Conservation and Education Committee Chairman will assist the President in every possible way in all matters related to conservation and education. As best as possible, he/she will keep currently informed by means of special reports and newspaper reports about preservation of land, and ocean bottom and marine growth both of plants and fishes. He/she will be prepared to write letters for the President to local, state and federal officials or agencies relative to conservation, research and statistical matters. He/she shall also establish maintain and promote tagging programs; maintain an adequate supply of tags and darts; and shall maintain a record of all tags issued.

**Section 3:** The House Committee Chairman will be responsible for functions determined by the Board of Directors.

**Section 4:** The Membership Committee Chairman will keep accurate records of all classes of Membership, maintain a record of current membership applications and make recommendations to the Board of Directors for new members when openings in membership roster become available.

**Section 5:** The Administrative Committee will be responsible to work with the manager in any matters any function requiring administrative oversight.

**Section 6:** Physical Need Committee Chairman will be responsible for maintaining the Club's properties.

**Section 7:** The Lema-Machado Committee Chairman will establish programs to stimulate the children on Nantucket to participate in fishing and to promote honesty and sportsmanship in competition. They sponsor a major fundraising event and may be asked upon to identify and distribute scholarship money from the U.P.O.N.S., Peter Guild and the Lema Machado funds.

**Section 8:** The Tournament Chairman shall be responsible for promoting and maintaining the annual tournaments as per the Tally Board. He/she shall make sure all current weigh-in slips are posted in a timely fashion on the Tally Board, maintain accurate files on posted weigh-in slips and shall notify the Award and Trophy Committee of the winners in the various tournaments at year's end.

**Section 9:** The Ad Hoc Tournament Chairman shall be responsible for promoting and maintaining the various special tournaments as directed by the Board of Directors. He/she shall and shall notify the Awards and Trophy Committee and the Annual Tournament Committee of the winners in the various tournaments upon completion of each tournament.

#### **ARTICLE VIII – FISCAL YEAR**

**Section 1:** The fiscal year of the Club will begin January 1<sup>st</sup>.

#### **ARTICLE IX – BY-LAWS**

**Section 1:** The By-Laws of the Organization shall be posted conspicuously on the Club bulletin board and the clubs web site

**Section 2:** The By-Laws of this Club will be made, altered and rescinded by the concurrent vote of six (6) or more votes of the Board of Directors at any meeting called for the purpose, ten (10) days notice thereof having been given to each Director in writing.

**Section 3:** The Club Secretary, in accordance with Section 1 above, shall be responsible for posing any changes in the By-Laws.

**Section 4:** The membership shall be notified by mail of all changes made in the By-Laws. Such notification may be included in or with the next regular mailing to the membership or may be sent out as a special mailing to the members if deemed necessary by the Board of Directors.

## **ARTICLE X – PROCEDURAL RULES**

**Section 1:** Roberts Rules of Order will prevail at all meetings when procedural problems arise.