

By-Laws and Constitution of MOTOR CITY MASHERS HOME BREW CLUB

Article I

Name

The name of this organization shall be **the MOTOR CITY MASHERS HOME BREW CLUB**.

Article II

Preamble

- a. In this document the **MOTOR CITY MASHERS HOME BREW CLUB** shall be referred to as the **Club**.
- b. The officers and committee chairs shall be referred to as **Executive Committee**.
- c. This document shall be referred to as the **Bylaws**.

Article III

Objectives

- a. The objectives of this Club shall be:
 - i. To stimulate the appreciation of the art and science of homebrewing;
 - ii. To promote friendship and camaraderie among people with interests in homebrewing;
and
 - iii. To promote and educate homebrewing as a hobby in the community.
- b. As used in these Bylaws and for all other Club purposes, "homebrewing" means the homebrewing of beer, cider, mead, wine, spirits, soda and other similar beverages.

Article IV

Membership

Section 1

Membership: Membership in this Club is open to any person age twenty-one (21) years and older. That person must be willing to uphold the policies of this Club, agree to its Bylaws and sign a hold harmless indemnification agreement with the Club, its Executive Committee and other members.

Section 2

Qualification: Eligible persons shall become Full Members by completing an application form and paying the prescribed membership dues annually. Upon payment of such dues, a member shall be considered in good standing and be entitled to any and all rights and privileges of full membership.

Section 3

Honorary Membership: A person may be made an Honorary Member by the Executive Committee with approval by the membership.

Section 4

Voting: Full Members in good standing shall be entitled to vote at Club meetings; Honorary Members shall have no voting rights. Each Full Member gets one vote on each and every issue presented to the membership.

Section 5

Good Standing: A Member is in good standing when current dues are paid in full and has abided by other qualification of membership.

Section 6

Dues: Annual dues shall be assessed in such amounts as determined by a simple majority of the members present at the inaugural meeting. Dues will be prorated for the first year based on when the month that the member joins. Any change in dues shall be by approval of a simple majority of the members voting. Dues shall be payable at the beginning of each fiscal year. No part of the net earnings of the Club shall inure to the benefit of any member of the Club.

Section 7

Termination: Suspension or Reprimand for Cause. A member who makes false statements on his/her membership application or whose conduct is deemed detrimental to the Club may be reprimanded or have his/her membership rights revoked or suspended upon a majority vote of not less than two-thirds (2/3) of the Executive Committee. Prior to taking such action, the Member(s) shall be cited in writing and be given an opportunity to be heard on the charges alleged before the Executive Committee. Terminated Members will be refunded their dues on a pro-rated basis.

Article V **Meetings**

Section 1

Regular Meetings: The regular meetings shall be held on the 1st Friday of the month unless otherwise determined. Meetings shall be in person at a time and place communicated to the Members via email

Section 2

Guests: Guests may attend not more than two (2) consecutive nor more than four (4) meeting per year. Any guest must sign a hold harmless and indemnification waiver.

Section 3

Special Meetings: Special meetings may be called as necessary at the discretion of the President, Executive Board or five percent (5%) of the full membership of the Club. Notice of such meeting shall be given to all members, if reasonably practicable, at least five (5) business days in advance thereof.

Section 4

Emergency Meetings: An emergency meeting may be called at the discretion of the President or Executive Board for good cause with a 48-hour notice to the membership.

Section 5

Quorum: Those Full Members present at any membership meetings shall constitute a quorum for the transaction of business, provided that at least one Executive Committee member is present.

Section 6

Annual Meeting: The annual meeting of the membership shall be held during December each year, at such time and place as may be determined by the Executive Committee. Officers shall be elected at the annual meeting.

Section 7

Notice/Communication: Notice of meetings and other pertinent Club communications shall be sent to each Member's most recent, known email address.

Article VI **Executive Committee**

Section 1

Qualification: Any Full Member in good standing is eligible to serve on the Executive Committee. The Executive Committee shall be made up of the elected officers and all committee chair people.

Section 2

Powers: The Executive Committee shall be the governing body of the Club and shall manage, control, and direct the affairs and property of the Club.

Section 3

Compensation: No Member of the Executive Committee shall receive compensation for any service he or she may render to the Club. Executive Committee members may be reimbursed for actual expenses incurred in the performance of their duties.

Section 4

Officers: Officers shall be elected at the annual meeting and will take office immediately. A nominating committee will name a slate of officers and the floor will also be open for nominations. The officers will be elected by simple majority of the membership present. Vacancies of offices of unexpired terms shall be filled by appointment by a majority of the remaining officers. The officers and their respective duties are as follows:

a. The President shall:

- Preside at all meetings of the Club;
- Meet with the treasurer of the Club to review the Club's financial position as necessary;
- Perform any other specific duties as outlined in the bylaws of the Club or as would be reasonably expected of this position;
- Appoint a Chairperson to each Standing Committee

b. The Vice President shall:

- Preside at meetings in the absence or inability of the president to serve;
- Perform administrative functions delegated by the president;
- Assist the Secretary/Treasurer with membership recording and other functions;
- Perform other duties as would be reasonably expected of this position;
- Ratify the appointments made by the President for each Standing Committee

c. The Secretary shall:

- Maintain the records of the minutes, approved bylaws and any standing committee rules, current membership and committee listing;
- Record all business transacted at each meeting of the Club as well as meetings of any Executive Committee meetings;
- Maintain records of attendance of each member;
- Conduct and report on all correspondence on behalf of the Club;
- Perform other duties as would be reasonably expected of this position;
- Ratify the appointments made by the President for each Standing Committee

d. The Treasurer shall:

- Establish a bank account at a bona fide financial institution in the name of the club;
- Establish and maintain a petty cash fund containing no more than \$30;
- Issue a receipt for all monies received and deposit said amounts on a weekly basis (as soon as practical, not to exceed weekly, if receipts on hand exceed \$ 200.00);
- Present a current financial report to the executive committee and general membership within thirty days of the previous month end;
- Maintain an accurate and detailed account of all monies received and disbursed;
- Reconcile all bank statements as received and resolve any discrepancies with the bank immediately;
- Submit records to audit committee appointed by the Club upon request or at the end of the year;
- Perform other duties as would be reasonably expected of this position;
- Ratify the appointments made by the President for each Standing Committee

Section 5

Term: Each elected officer shall serve a term of one (1) year or until a successor has been duly elected or appointed.

Section 6

Notice: Notice of any special meeting of the Executive Committee shall be given at least two days previously thereto by oral or written notice delivered to each Director.

Section 7

Quorum: A majority of the Executive Committee shall constitute a quorum for the transaction of business at any meeting of the Committee. The act of a majority of the Committee present at a meeting at which a quorum is present shall be the act of the Executive Committee.

Section 8

Hierarchy of Presiding Officers: The hierarchy of officers presiding over any meeting shall be; President, Vice President, Secretary, Treasurer, Committee chairs.

Article VII

Elections

Section 1

Voting: Each member shall have the right to cast one vote at any matter at any particular meeting. The decision of a majority of the voting members present at a meeting at which a quorum is established will be binding on the Club, unless provisions of these Bylaws require greater vote. Electronic voting will be permitted.

Section 2

Voting Methods: All officer elections shall be by ballot. All other voting shall be voice vote unless otherwise determined by the presiding officer.

Section 3

Proxy: No voting by proxy will be allowed.

Article VIII

Committees

Section 1

The Club shall have the following standing Committees:

- a. Nominating / Election Committee: Prepare a slate of nominees, receive nominations from the floor and prepare a ballot for the election of officers. This committee shall serve only for the time necessary to prepare a slate. This Committee shall also conduct the elections of officers. The committee shall be appointed by the President. There is no election committee representation to the Executive board.
- b. Membership Committee: Distribute membership information. The chairperson shall name its members as needed. This committee shall also be responsible for club notices.
- c. Social Committee: The social committee shall responsible for planning club social functions including, but not limited to, club social gatherings (i.e. picnics, parties) snack food for meetings.
- d. Education Committee: shall be responsible for furthering the knowledge of homebrewing to members and potential members of the Club. The Committee will present at all Club meetings. Education topics may include BJCP beer styles, brewing methods, brewing tips/tricks, etc.
- e. Competition Committee: shall coordinate and encourage Club members to participate in local, state, and regional brewing competitions. The committee may also coordinate internal competitions between Club members and competitions between other brewing clubs.

Other Committees: Other committees shall be formed as deemed necessary by the Executive Committee.

Section 2

Committee Chair Appointments: Unless otherwise noted, committee chairs shall be appointed by the President and ratified by the Elected Officers. The chairs will be appointed and ratified prior to the first club meeting of the calendar year.

Article IX Expenses

Section 1

Necessary Expenses: Necessary expenses incurred by a member in the service to the Club will be reimbursed from the Club's account by the treasurer upon the provision of receipts.

Section 2

Expenditures: Any expenditure over twenty-five dollars (\$25) shall be approved by the Executive Board prior to the expenditure.

Article XII General Provisions

Section 1

Fiscal Year: The fiscal year of this Club shall be January 1 through December 31 of the calendar year.

Section 2

Operating Funds: Operating funds shall be maintained in a general fund, and a simple accounting of such funds shall be presented at all meetings.

Section 3

Annual Statement: The officers shall present at each annual meeting, or when called by vote of the members at any meeting, a full and clear statement of the condition of the Club.

Article XI Amendments

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a 2/3 majority of the members present at a duly called meeting, provided that such alterations, amendments, or proposed substitute Bylaws have been read or distributed to all members present at the previous regular meeting and distributed to all members via normally means of communication, or such action may be made at a special meeting held at least ten days after the regular meeting at which the reading or distribution was made.

Certificate

The Bylaws were duly adopted this 1st day of July, 2016.

Ray Bilyk, President, Motor City Mashers