

Bylaws of Capital District Marine Aquarist Society

<http://www.cdmas.org/>

Article 1. Elected Officers

Section 1. The Governing body of Capital District Marine Aquarist Society shall consist of 5 Council Members. The defining and collective responsibility of the 5 member council is to settle any unresolved decisions or issues through an inter-council vote. On such issues, it is the responsibility of each council member to understand the opinions of as many club members as possible, to make themselves readily available to all club members for discussion, and to give as much consideration as possible to the majority opinion of the membership. It is the collective responsibility of the council to internally discuss all relevant information to make sure all council members are sufficiently informed for a decision to be made. All decisions will be based on the common opinion of at least 3 council members.

Secondary to this decision making responsibility, the council will consist of 5 formal functional positions that will encompass the task related responsibilities deemed necessary and critical for day to day functioning of the club. Listed below are these 5 functional positions along with a description of each.

- A. Council member-**Treasurer**
- B. Council member-**Events and Public Relations**
- C. Council member-**Secretary**
- D. Council member-**Membership Chairperson**
- E. Council member-**Donation Chairperson**

Section 2. A quorum of at least three quarters (3/5) of the Council Members must be in attendance in order to conduct business. The majority vote of those present shall be required in order for the Board to vote on any business.

Section 3. The Council Members shall have the power to fill all vacancies occurring within its ranks during the Fiscal Year.

Section 4. No member of the club may act as agent for the club, or the Board of Directors without the written consent of the Board of Directors.

Section 5. Each Council Member shall serve for two (2) years beginning January 1st

Article 2. Duties Of Elected Officers

TREASURER

The Treasurer will collect or receive all funds due or earned by the Society and produce receipts showing the source and amounts of those funds. All funds will be secured by the authorized CDMAS COUNCIL Treasurer. The Treasurer will maintain complete and accurate records of all financial transactions of the society. The Treasurer will supply a complete financial report on a monthly basis to the CDMAS Council.

SECRETARY

The Secretary will record all motions, votes, committee and financial reports, old and new business items and other actions conducted by the Society. When authorized by the CDMAS COUNCIL, the Secretary will assist the CDMAS COUNCIL in obtaining and filing any legal or organizational form, contract or letter necessary for the operation of the Society.

EVENTS AND PUBLIC RELATIONS CHAIRPERSON

The Events Coordinator shall manage and coordinate all club events and meetings under the control of the Board of Directors as a whole. Develop relationships with other marine aquarium societies, while also managing communications to the local community.

MEMBERSHIP CHAIRPERSON

The Membership Chairperson will be responsible for maintaining an up-to-date name and address list of all Society members in good standing. The Chairperson will work to create ideas to promote the Society and attract new members, and can develop a committee of members to help implement actions.

DONATION CHAIRPERSON

The Donation Chairperson will be responsible for periodic solicitation of donations to the Society from outside sources including companies, manufacturers, importers, local stores or individuals. The Chairperson will acknowledge and inventory all donations and prepare a list for CDMAS COUNCIL review.

Other positions and duties may be established as deemed necessary by the CDMAS COUNCIL.

Article 3. NOMINATIONS AND ELECTIONS

Section 1- Council Members shall be elected for a two (2) year term. Elections falling on an odd number year shall include Council member-Membership Chairperson, and Council member-Webmaster. Elections on an even number year shall include Council member-Secretary, Council member-Donation Chairperson Council member-Treasurer

Section 2- There shall be no limit on the number of terms a member can serve.

Section 3- Nominees must have been a member in good standing for at least six (6) months.

Section 4- Members of the society interested in running for any of the elected offices of the society shall be encouraged to publicly announce their interest in that office. Such announcement may take place on the society's public internet forum. All nominations for Council Member must be submitted with the prior consent of the nominee by the deadline of the October General Membership meeting for publication on the society web page.

Section 5- Elections shall be held by secret ballot at the November monthly meeting. An absentee ballot shall also be made available for those voting members unable to attend the November meeting. The absentee ballot shall be a partially anonymous online vote method such as an e-mail ballot or web form. Council members shall be elected by a majority vote of CDMAS members.

Section 6- The newly elected Executive Board members shall assume office on January 1st of the following year.

Article 4. Membership

Section 1. Individual membership shall be open to any person. To qualify for membership, a person shall complete the membership application and pay Society dues.

Section 2. Any person wishing to become a member of CDMAS shall attend one club meeting, after which time they are required to pay the yearly dues at the rate of \$10.00 in order to become a member.

Section 3. A member who is delinquent in their payment of club dues and/or fails to attend a single club meeting or event within one calendar year will be considered inactive and stands to lose all rights as a club member at the discretion of the CDMAS Council.

Section 4. No refunds will be made once dues are accepted by the Society, except in special circumstances with approval of the CDMAS Council Members.

Section 5. Honorary membership may be conferred by the CDMAS Council Members on any individual who has made a major contribution to CDMAS.

Article 5. Members Rights

Individual members, adult family members and honorary members shall have the following rights:

- to attend all general meetings
- to participate in CDMAS activities
- to receive the CDMAS newsletter
- to stand for election to the Board of Directors
- to vote in Board of Directors and Officer Elections and
- to vote on any matter put before the membership.

Family members who are children shall have the same rights as individual members except that children under eighteen years old shall not have the right to stand for election or to vote.

Article 5a. Member Conduct

- All members will conduct themselves in an adult and respectful manner both online and in person at any CDMAS function. Members will refrain from profanity, sexual references, personal attacks, ethnic slurs and insults of any kind.

- There is zero tolerance for any verbal or physical abuse towards any member either online or in person

***** Failure to abide by Article 5a. Member Conduct, could result in suspension of member privileges and possibly expulsion from CDMAS in accordance with Article 8. EXPULSION FROM CDMAS*****

Article 6. OBLIGATIONS

All members shall comply with the CDMAS Bylaws, and shall act with responsibility and integrity in all matters relating to CDMAS.

Article 7. REMOVAL OF A COUNCIL MEMBER

If a Council Member fails to comply with the Constitution or Bylaws, or disrupts CDMAS activities, or conducts one or more acts which are to the detriment of CDMAS or persistently fails to carry out assigned duties as an Officer and Council Member of CDMAS, the Council Members may recommend to the membership the removal of that Council Member. Such a recommendation to the membership would be made only if a least 80% of the Directors vote in favor of the recommendation. Removal of a Council Member shall require a simple majority of the votes cast by the membership by way of secret ballot who were in attendance at a general meeting.

Article 8. EXPULSION FROM CDMAS

Criminal laws of The United States of America, The State of New York and its municipalities supersede the CDMAS bylaws. Criminal acts will be treated as such and result in immediate removal of member privileges in order to ensure the safety of the membership, their families and property.

The CDMAS discussion forum is considered a major component of day-to-day function within CDMAS. Use of that forum is considered a member privilege and abuse of that privilege is considered detrimental to the day-to-day function of the club. Therefore loss of forum privileges is inseparably linked to membership privileges and the two will be considered one and the same.

If any member fails to comply with the Constitution or Bylaws, breaks the CDMAS Code of conduct, or commits acts which are to the detriment of CDMAS membership the following disciplinary actions will result.

Suspension 1:

-1 month suspension by a majority vote of CDMAS Forum Moderators and approved by the CDMAS Council.

-During suspension all membership privilege are revoked, including forum participation, meeting participation, and any special event participation. If the suspended member tries to gain access to forum, meeting or special event during suspension, suspended time will not be honored, and 1 month suspension will begin again.

Suspension 2:

-1 month suspension by a majority vote of CDMAS Forum Moderators with approval of CDMAS Council plus an automatic majority rule vote by the active membership to Ban said member.

-The vote to ban said member will take place in the member section of the CDMAS discussion forum and will include a description of the offenses committed by said member.

-If the member is banned the member will lose all membership privileges, including forum, meeting and special event participation.

-No petition will be allowed for re-entry from a membership banning. If the vote is unsuccessful to ban, then the member in question serves out the 1 month suspension. If the suspended member tries to gain access to forum, meeting or special event during suspension, suspended time will not be honored, and 1 month suspension will begin again.

Suspension 3:

-1 month suspension by a majority vote of CDMAS Forum Moderators and approval of CDMAS Council plus automatic vote by CDMAS council to ban said member with majority rule. If the member is banned by the CDMAS council the CDMAS council will provide the membership with a detailed account of the incident and reasons for the ban. No membership vote will take place.

-A petition can be filed with the CDMAS Council by any active member to re-instate the banned member. The petition must contain at least 75% of active membership approval for re-instatement and overruling of the CDMAS council banning. Only one petition will be allowed for the banned member. The petition must be filed with the CDMAS Council with in one week of banning, and petition will be allowed to run one week after application for member approval.

-The CDMAS council and forum moderators will treat disruption by members reinstated by petition with zero tolerance. Any further disruption will result in permanent removal of membership privileges by a council and moderator majority vote .

Article 9. DISSOLUTION OF CDMAS

CDMAS can only be dissolved by a vote of the membership at a meeting called for that purpose. All members must receive at least one month's written notice of the time, location and purpose of such a meeting. Dissolution shall only occur if 80% of the members at the meeting vote in favor of dissolution.

Article 10. Amendments To The Bylaws

Section 1. All proposed amendments to the By-laws must be in writing and must list the Article and Section that is to be amended. All proposed amendments must be signed by three (3) active members and presented to the Board of Directors for consideration. If approved by the Board of Directors, the proposed amendment shall be submitted for a general vote.

Section 2. A two-thirds (2/3) majority of voting members shall be required to pass these changes at a General Meeting. An absentee ballot shall also be made available for those voting members unable to attend the general meeting.

Section 3. All proposed changes will be published in the legal paper of the Club previous to the meeting at which action is to be taken.

Article 11. Parliamentary Authority

All matters not herein expressly covered by the Constitution and/or By-laws are hereby delegated to the Council Members.