

**BY-LAWS OF
OSHKOSH DRAGON BOAT CLUB**

ARTICLE I – NAME

The name of this organization shall be the Oshkosh Dragon Boat Club, hereinafter referred to as the “Club”.

ARTICLE II – MISSION AND PURPOSE

Mission

The mission of the Oshkosh Dragon Boat Club is to promote the team sport of dragon boat racing in the greater Oshkosh community, and support the annual Oshkosh Dragon Boat Festival.

• **Goals of the Club:**

- Promote interest and participation in the sport of dragon boat racing in the greater Oshkosh area.
- Provide an alternative recreational opportunity for community members on our Fox River
- Provide education in all aspects of dragon boat racing, including paddling, racing techniques, and water safety...
- Bring together paddlers for sport, recreation, education and competition; and provide training for steerspersons.
- Provide a summer long opportunity to practice and learn the sport of dragon boating.
- Provide dragon boat paddling team-building opportunities for business, industry, community and educational groups.
- Promote the annual Oshkosh Community Dragon Boat Festival that occurs during UW Oshkosh’s Fall Fest on the Fox.
- Serve as ambassadors for the greater Oshkosh community and the University of Wisconsin Oshkosh.

ARTICLE III – OFFICERS

Section 1 – Names of Officers The elected officers of the organization shall be President, Vice President, Secretary and Treasurer; and appointed officers, and such assistants and other officers deemed necessary by the Board of Directors.

Section 2 – President The President shall have such powers of supervision and management as customarily pertain to the office; shall preside at all meetings of the Club and the Board; shall be an ex-officio member of all committees except the Nominating Committee;

may sign or endorse checks in the absence of the Treasurer; and shall perform such other duties as the Board may direct.

Section 3 – Vice-President The Vice President shall preside at all meetings in the absence of the President and shall perform such duties as the President and the Board shall direct.

Section 4 – Secretary The Secretary shall keep minutes of all meetings of the membership and of the Board of Directors, and shall perform such other duties as the President and Board shall direct. The Secretary shall maintain a file of past minutes, correspondence, etc. that relate to the history of the Club.

Section 5 – Treasurer The Treasurer shall collect and receive all monies due. The Treasurer shall be the Custodian of these monies, shall deposit them in a financial institution approved by the Board of Directors, and shall disburse same only upon approval of the Board. The books of the Treasurer shall be audited annually at the close of the fiscal year. The Treasurer shall present statements to the Board at its regular meetings and year-to-date report at the annual meetings, and as requested at other general meetings.

ARTICLE IV – BOARD OF DIRECTORS

Section 1 – Members The Board of Directors shall consist of the officers of the Club, the Operations Director and the Communications Director, and up to eight (8) members elected at large.

Section 2 -Operations Director The Operations Director shall oversee the boat, trailer and equipment maintenance, safety programs, and training. The Director will work with the Lead Steersperson on logistics for transporting and launching the boat at practices and events. He/she shall also work with the lead steersperson on all aspects of dragon boat racing instruction and safety training.

Section 3 -Communications Director The Communications Director shall provide timely communications with the club's officers and members regarding practices, meetings, and events, and will promote membership recruitment for the club. The Director shall provide the public relations efforts and logistics for races and other related events. The Director will be responsible for the club's webpage.

Section 4 – Terms of Office The Officers and Directors shall be elected at the annual meeting. Each term shall be one (1) year, beginning at the first monthly meeting following the annual meeting.

Section 5 – Vacancies If the office of President becomes vacant, the Vice President shall automatically become President for the remainder of the term. Any vacancy in the Board of Directors, other than the President, may be filled for the remainder of the term by presidential appointment, with approval of a majority of the remaining Directors.

Section 6 – Responsibilities The Board of Directors shall have full charge of the property and business of the Club. It shall plan and direct the work necessary to committees as it deems necessary and shall perform such other duties as are specified in these by-laws. The Directors will be appointed to one or more committees by the Executive Committee. Those committees are (1) Membership and Marketing, (2) Races and Special Events, (3) Communications and Public Relations, and (4) Nominating.

Section 7 – Meetings There shall be a minimum of six meetings annually of the Board of Directors. The “annual meeting will be held in the month of April.

Section 8 – Quorum and Voting A majority of the members of the Board of Directors shall constitute a quorum, and the vote of a majority of such quorum shall be deemed action by the Board.

Section 9 – Executive Committee The officers of the Club shall constitute the Executive Committee. The Executive Committee shall exercise such power and authority as may be delegated to it by the Board and shall report to the Board on all action taken by it between regular meetings of the Board.

ARTICLE V - MEMBERSHIP

Section 1 – Eligibility The only requirement for membership shall be the payment of dues established by the Board of Directors.

Section 2 - Types of Membership Family and individual membership shall be available.

ARTICLE VI – FINANCES

Section 1 – Fiscal Year The fiscal year of the Corporation shall commence on the first day of January of each year.

Section 2 – Dues All dues shall be payable on the first day of May of each year. The amount of dues shall be set by the Board of Directors prior to the annual meeting.

Section 3 Usage fees for non-Oshkosh Dragon Boat Club organizations. The Board of Directors will set the rental rates for groups who wish to use the dragon boat for team development opportunities. The Board of Directors will determine the rules and regulations regarding use of the dragon boat by non-Oshkosh Dragon Boat Club organizations.

Section 4 – Fund Raising The Corporation may participate in fundraising activities.

Section 5 – Use of Funds Members using Corporation funds for any purpose shall give a full record of expenditures to the Treasurer.

Section 6 – Affiliation Dues The Corporation shall pay dues to the organizations it desires to be affiliated with.

ARTICLE VII – MEETINGS

Section 1 – Annual Meetings An annual meeting shall be *****held in April of each year, the exact date to be determined by the Board of Directors. Notice shall be sent to all members at least ten (10) days before the meeting.

Section 2 – Other Meetings Special meetings such as “all club paddles” and other meetings or events may be called by the Board of Directors as needed. Notice of such special meetings and the matters to be voted on at such meeting shall be sent to all members at least ten (10) days before the meeting.

ARTICLE VIII – PARLIAMENTARY AUTHORITY

Section 1 – Parliamentary Authority Parliamentary procedure will be followed at meetings.

ARTICLE IX – NOMINATIONS AND ELECTIONS

Section 1 – Nominating Committee The Nominating Committee shall consist of three (3) members appointed by the Board of Directors prior to the annual meeting. Members of the Board of Directors may serve on the Nominating Committee.

Section 2 – Report of Nominating Committee and Nominations from the Floor. The Report of the Nominating Committee of its nominations for officers and directors shall be sent to all members at least ten (10) days before the annual meeting. Nominations from the floor shall be permitted at the annual meeting.

Section 3 – ELECTIONS Elections shall be held at the annual meeting. The election shall be by ballot, provided that when there is but one nominee for a position, a voice vote may be taken. Eligible members attending shall constitute a quorum, and the vote of a majority of those voting shall constitute an election. The Board of Directors may authorize electronic voting.

Section 4 – PROXIES At all meetings of members, a member may vote by proxy executed in writing by the member or his or her duly authorized attorney-in-fact. Such proxy shall be filed with the Secretary of the Corporation before or at the time of the meeting.

ARTICLE X

Section 1 – AMMENDMENTS These by-laws may be amended by a two-thirds vote of the members present and voting at the annual meeting or a special meeting called for such purpose, provided the proposed amendments are sent to the members in writing at least ten (10) days before such meeting.

ARTICLE XI – LIQUIDATION OR DISSOLUTION

Section 1 – DISSOLUTION The Corporation shall not be voluntarily dissolved as long as five (5) members in good standing vote to continue its existence.

Section 2 – DISTRIBUTION OF PROPERTY In the event of the liquidation or dissolution of the Corporation, whether voluntary or involuntary, no member, Director or officer shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the

payment of all debts and obligations of the Corporation shall be distributed among one or more corporations, trusts, community chests, funds or foundations organized and operated exclusively for religious, charitable, scientific, literary, educational or to other entities qualified for federal income tax exemption under Section 501 (c) (3) of the Internal Revenue Code as now existing or as hereinafter amended and in existence at the time of distribution, to be decided upon by all members in good standing in the fiscal year of liquidation or dissolution.

July 24, 2009 Draft for Membership Review on August 4, 2009