

## **Constitution and By-Laws** (August 2011)

### **Article I: Name**

The name of this organization is Mississippi Bass Federation, Inc.

### **Article II: Purpose: Objective**

**Section 1.** The purpose and objectives of this organization are as follows:

- A.** To serve as an organization in which the individual chapters in the state of Mississippi affiliated with The Bass Federation (TBF) may unite to the benefit of their common interests and causes.
- B.** To act as an agency to assist member chapters in whatever manner deemed practical and beneficial. The Federation shall not infringe upon member chapters contrary to their autonomous entity.
- C.** To act as an agency between TBF and member chapters of the Federation in whatever matters deemed practical, necessary, and beneficial to both parties.
- D.** To assist and cooperate with the Mississippi Department of Wildlife, Fisheries, and Parks and its agencies in matters mutually beneficial.
- E.** To become politically and legally involved in such matters that are not consistent with the goals of TBF and the Federation which may arise on a national, state or local level.
- F.** To preserve and further the sport of bass angling by actively becoming engaged in the areas of environmental, pollution, and youth participation.
- G.** To promote, organize, and conduct an annual Mississippi Bass Federation tournament in a manner consistent with the format and rules of TBF tournaments. This tournament will determine the members of a team to represent the state of Mississippi at any national TBF tournament held during the following calendar year.
- H.** To promote, assist, and facilitate the formation of additional bass clubs to become affiliated with TBF.

### **Article III: Membership**

**Section 1.** Any club which has 6 or more members, and will affiliate with TBF may upon approval of the board of directors of the Federation, become a chapter member of the Federation. Clubs should strive to maintain 100% FLW membership.

**Section 2.** Individual members of such chapters automatically become members of the Federation and share equal rights and privileges with all other Federation members.

**Section 3.** Each member chapter shall be represented by one of its members, who must be a member of TBF, and shall be entitled to only one vote at all Federation meetings. This does not preclude the attendance at said meetings by additional members of the same chapter.

**Section 4.** Any member chapter may be dropped from membership in the Federation, for the following reasons:

- A.** Nonpayment of dues.
- B.** Conduct not consistent with the policies of the Federation.
- C.** Violation of the Constitution and Bylaws of the Federation including tournament rules.
- D.** Any action deemed to be detrimental to the Federation.
- E.** Any club that misses one of the general membership meetings has the right to appear before the board of directors and present its case for reinstatement to fish the state championship tournament. If the board of directors votes in favor of reinstatement, the club will be assessed \$100.00 and retain its right to take part in the state tournament. Any club choosing not to fish the state tournament will still have full Federation privileges. Any club that misses two meetings in one year relinquishes right of appeal to the board of directors. A member club missing a general membership meeting must appeal to the board at the next duly called board meeting.

**Section 5.** Such action would require a two-third vote of the board of directors at a duly called meeting.

**Section 6.** Each chapter must submit an updated roster between November 1st and December 31st for the following year. Each chapter should update their roster as new members join. All roster updates should be managed using the TBF On-Line Roster Management System.

**Section 7.** No Federation club member will transfer to another Federation club unless that transfer is six (6) months prior to the date of the state championship tournament and fish the tournament. This does not apply to members who physically change their place of residence. It does not apply to a member whose club is no longer federated.

**Section 8.** If a club fails to report a club member who joined by December 31st and was inadvertently left off the club roster and that member wants to fish the state tournament, the following information must be supplied by the club:

- A. Provide proof of joining TBF (insurance payment). A copy of the canceled check for payment is required.
- B. Provide proof of when this member joined the club. A copy of the member's canceled check for dues. All proof must be provided during the year of the state tournament and must be supplied to the Federation president or his representative.

#### **Article IV: Dues and Monies**

**Section 1.** The decision to assess member chapter's dues may be made by a two-thirds majority vote of the board of directors at the next board meeting immediately after a 30 day notice to the Federation chapters.

**Section 2.** The Federation may accept monies from the affiliated national organization, using said monies as indicated by the national organization.

**Section 3.** Monies may be derived from the sale of Federation Patches decals, caps, etc.

**Section 4.** Monies may be derived from special projects which may be sponsored by this organization and approved by the board of directors.

**Section 5.** Monies in excess of costs in the operation of Federation fishing tournaments shall revert to the general fund. Charity tournaments are exceptions to this rule.

**Section 6.** Under no circumstances shall the Federation accept monetary or in kind assistance from individuals, businesses, corporations, government agencies, or any other if there is prima facie evidence that the goals of these entities are contrary to those of the Federation.

**Section 7.** Federation dues must be paid between November 1st and December 31st of each year for the next year. All dues received between January 1st and November 1st will be considered current year dues. The dues are \$15.00 per individual member of the chapter.

**Section 8.** Should this organization disband any and all monies or assets remaining after all indebtedness has been satisfied shall be distributed equally among active member chapters.

#### **Article V: Officers, Director; Manners of Election; Term of Office; Duties**

**Section 1.** The board of directors will be convened at least 3 times a year to conduct the business of the Federation. Additional meetings will be held at the discretion of the president.

**Section 2.** The nominations and elections for the offices of president, vice-president, tournament chairman, and board of directors shall be conducted at the November scheduled general meeting of each year, with the new officers to be installed at the end of the November meeting.

**A. Eligibility for office or for member of board of directors:**

1. General rule member in good standing of TBF, of an active affiliated chapter of the Federation, and of the Federation itself. Must have held an officers position in an affiliated chapter for at least two (2) years prior to nomination to Federation office.
2. Office of president must have served two years as an officer and/or on the board of directors in order to be elected or have assumed office due to a vacancy.
3. Office of vice-president/tournament chairman must have actively participated in major projects of the Federation, and otherwise demonstrated active interest in the efforts of the Federation by example.
4. Office of board of director must have actively participated in major projects of the Federation, and otherwise demonstrated active interest in the efforts of the Federation by example.
5. The advisory board will consist of no less than two or no more than five which will be appointed by the president; not requiring board approval; asked to attend the board meetings, but not required to; will not have voting privileges during board meetings; and must be a current member of MBF, but not necessarily past officer or director.
6. The following offices will be appointed by the president:

The advisory board	no voting
The environmental director	voting
The secretary	voting
The youth director	voting
The publicity chairman	no voting
The legislative liaison	no voting
The special projects chairman	no voting
The treasurer	voting

**B. Voting:** All board members and officers present shall be entitled to vote on all matters before the board, the president voting only in the case of a tie vote. The board members will have no vote during general membership meeting except as a representative of their club. (one vote one club) no proxy votes will be allowed.

**C. Term of office:** Will be installed after the close of business at the annual November meeting and serve until the following November meeting or such additional time as necessary for a successor to be elected.

**D. The exceptions are:** President elected for two-year term (even years). Vice president elected for two-year term (even years). At large board members elected for two-year term (odd years). Tournament chairman elected for one-year term.

**E. Duties:**

1. **President** - preside over all meetings of the board or special meetings of the Federation; direct all official business; supervise all Federation activities; appoint and be an ex officio member of all standing and special committees; be an official representative of the Federation in the relationship with other organizations; delegate duties such as may be appropriate to better serve the Federation; maintain liaison with TBF.
2. **Vice-president** - assists the president upon request; preside in the absence of the president; assume the office of president should it be vacated.
3. **Tournament Chairman** - be solely responsible for all federation tournaments. The tournament chairman is empowered to delay, postpone, or curtail the length of a tournament based on weather or hazards impacting participant safety.
4. **Secretary** - record accurate minutes of all meetings; maintain regular correspondence with the member chapters, TBF and maintain accurate membership records of the Federation.
5. **Treasurer** - receive and distribute all monies upon approval of the board; maintain accurate financial records and present a current balance at each regular board meeting; submit a quarterly report to the membership. An annual audit shall be conducted by an auditing committee selected from membership and presented to the board at its November meeting, at the request of the board or general membership.
6. **Board of director member** - the Federation governing body will be composed of two directors from each district (Southern, Central, and Northern) and two at large directors as selected by the Federation membership. District directors must be members of district clubs. Only District clubs will vote on their District Director. Directors shall be selected from members in good standing in TBF and of an affiliated Federation chapter within the state.
7. It will be the duty of the directors to convey the business of the chapters which they represent to the board of directors, and in turn, relay the business of the board of directors to the affiliated chapters (see article 5, section 2, part 4). Directors shall serve a term of one year except for the at large directors who will serve two-year terms.

8. Should the position of director be vacated by removal, death, illness, and transfer or any other means, an election shall be held immediately to fill the vacant position for the remainder of the term. It will not be counted as a full term; therefore, he may be re-elected for additional terms should the membership so choose.
9. Selection of directors shall be the responsibility of each affiliated chapter. Chapter representatives will be one individual designated by his chapter to represent them.

**F. Removal of officer or director:** Any officer or director may be removed from office by a two-third vote of the board at any regularly scheduled Federation meeting and approved by a two-third vote of the general membership.

## **Article VI: Meetings**

**Section 1.** There shall be three (3) general meetings of all federated clubs. Exact time and place of these meetings shall be the responsibility of the president. MBF will mail notice of all meetings to member clubs.

**Section 2.** There shall be three (3) board of directors meetings, one each at the above-mentioned general meetings. Exact time and place of these meetings shall be the responsibility of the president. A quorum of at least two-thirds of the directors must be present before any Federation business may be conducted. A quorum of at least two thirds of the chapter representatives must be present to conduct business at the general meeting.

**Section 3.** Special meetings, either the general membership and/or the directors may be called by the president or at the formal request of any three members of the board of directors. Exact time and place shall be at the call of the president or the directors requesting such meeting but notice of meeting must be at least 30 days prior to meeting date. Notice must be sent to officers, board members, and chapter presidents, secretaries.

**Section 4.** Emergency meetings can be called to discuss issues requiring a timely decision.

## **Article VII: Standing Committees; Purposes; Duties**

**Section 1.** The president shall appoint the following standing committees, and such other special committees as may become necessary. Terms of appointment to standing committees shall be two years or less. To be eligible for appointment, a committee candidate must be a member in good standing of TBF and of a TBF chapter affiliated with the Federation.

- A. Environmental Committee: the number of members to serve on this committee shall be determined by the board. The purpose of this committee shall be to protect our natural environment from harmful change; to document and report to the proper authorities violations of local, state, and federal anti-pollution laws,

statutes, regulations, ordinances, and other regulatory devices; to take political action where appropriate; to undertake informational and educational programs to bring to the public a great awareness of threats to our environment; and, above all, to take leadership roles in repairing harm that has already been done to the life giving waters of America.

- B.** Tournament committee: the tournament chairman shall appoint this committee. All Federation tournaments will be conducted within the spirit and the letter of the current Federation tournament rules. It will be the primary duty of the tournament committee to so conduct its affairs that only honor, integrity, sportsmanship, and the highest ideals of fair play will accrue to it, and thus to each and every member of the Federation, and TBF. The tournament chairman will be the designated chairman of any and all tournament committees.

### **Article VIII: Parliamentary Authority**

The basic principles of parliamentary law govern our society. Therefore, each officer, director, affiliated chapter should be acquainted with its fundamental aspects and consider it a duty to apply them at all meetings of the organization. A presiding officer alone cannot carry out the rules of parliamentary procedures; the entire membership must have at least a basic knowledge and be willing to take part in the orderly conduct of the meeting. It is therefore recommended that we adopt an authoritative parliamentary manual such as Robert's Rules Of Order. These rules are based on a regard for the rights...

Of the majority, Of the minority, especially a strong minority greater than one-third,  
Of individual members, Of absentees and Of all these together.

The application of parliamentary law is the best method yet devised to enable assemblies of any size with due regard for every member's opinion, to arrive at the general will on a maximum number of questions of varying complexity in a minimum time and under all kinds of internal climate ranging from total harmony to hardened or impassioned division of opinion. Experience tells us that our Federation will face the above referenced "internal climates" during the course of the Federation's existence. For these reasons, each Federation should have functional, precise, and detailed Federation bylaws and an official parliamentary manual. Robert's Rules of Order<sup>1</sup> is the recognized authority for B.A.S.S. Federations, and chapters and should be available at your local bookstore or library.

1. Robert's Rules of Order, newly revised, p. XLII

### **Article IX: Amending of By-Laws or Constitution**

These bylaws may be amended at any duly called general meeting of the chapter representatives by two-thirds vote of those representatives present, providing a notice of the proposed change, or changes, has been presented to each chapter not less than thirty (30) days prior to the said meeting.