

# **Constitution/Bylaws NEBA of Massachusetts N.E.B.A. of Massachusetts, Inc. Constitution and Bylaws**

## **ARTICLE I - NAME**

**This organization shall be known as the North East Bass Association (NEBA) of Massachusetts.**

## **ARTICLE II – PURPOSE**

**The NEBA of Massachusetts is established to preserve and promote the sport of bass fishing; to introduce youth to sport fishing; to conserve water and other associated natural resources; to work for an abundant, healthy, and self-sustaining bass fishery wherever a natural potential exists; and to support the local, state, and national agencies which conserve and manage the fresh water sport fishery and other associated natural resources.**

## **ARTICLE III – GOALS**

**The NEBA of Massachusetts shall, in its operations, pursue the goals of organizing and conducting competitive fishing events which adequately provide for the needs of the bass and the angler; of establishing live release of bass back to their habitat as an integral part of sport fishing; of promoting realistic conservation of natural resources and causing the adoption and enforcement of adequate water quality standards; of educating membership in citizen involvement in the processes of government; of supporting and cooperating with fishery management agencies and educational institutions in development of good fisheries for the future; of encouraging youth involvement in sport fishing and conducting youth participation activities; of promoting public awareness of The NEBA of Massachusetts purposes, goals and activities; of timely and efficient communications with the membership through a regularly updated website; of gaining new members and clubs to The NEBA of Massachusetts; of reducing the hazards of boat operation and sport fishing; of supporting the non-profit purposes and goals of as may be established for the Clubs and the committees of The NEBA of Massachusetts.**

## **ARTICLE IV – MEMBERSHIP**

### **Section 1 – General Membership**

**Membership in The NEBA of Massachusetts is open to all members in good standing. To remain a Member in Good Standing of The NEBA of Massachusetts, an individual must satisfy the following requirements:**

- 1. All members must pay yearly Association dues, either directly or through an Association affiliated Club. Dues are paid for the calendar year.**
- 2. All members must conduct themselves in a manner that is consistent with the goals and purposes of the organization.**
- 3. All members must provide a completed membership application form, including their complete mailing address and email address.**
- 4. Members agree to not write or post any club or organizational business on public forums or write or post anything that could cause the organization harm.**
- 5. Each member agrees that communication to and from NEBA of MA is done via email/web and we shall conduct all requests and disseminate information via email/web and the club directors are responsible for**

**getting that information to their club members. Independent members are responsible for reading and adhering to this information via email/web which may include and not limited to tournament rules additions or special procedures. Failure to read/adhere to the information disseminated from email/web could result in member removal or tournament disqualification.**

**6. It is required to have at least one email from each fishing team for communicating information. At least one member of the team must have an email address or internet web access and will be responsible for notifying his/her partner of all information sent out to NEBA members via an email address or internet/web communications.**

**7. NEBA officers and the tournament director have sole discretion over who can operate a boat in NEBA of MA events. NEBA officers or the tournament director may at any time decline a member from operating their boat in an event.**

**Members can be removed from The NEBA of Massachusetts through the process defined in Article IX of this Constitution and Bylaws. Members who have been removed forfeit all rights and privileges of membership as well as any dues money or tournament monies that they made a signed commitment to under the no refund policy. The removed member may rejoin The NEBA of Massachusetts only through a petition and vote of the Board of Directors.**

#### **Section 2 – Membership Dues**

**Clubs shall pay an annual membership fee per club member, the amount to be voted on at the November meeting. Clubs must pay their dues in full to The NEBA of Massachusetts Treasurer on or before the January meeting of each year to remain in good standing. Only those clubs which have duly paid their dues will be eligible to participate in qualifying tournaments and other association sponsored events.**

#### **Section 3 – Clubs and Club Membership Requirements**

**The Clubs are the backbone of The NEBA of Massachusetts; it is largely through the support of the Clubs that The NEBA of Massachusetts is able to achieve its goals. All fishing clubs and similar organizations located in the state of Massachusetts and surrounding states shall be eligible to become Clubs of The NEBA of Massachusetts. Clubs in Good Standing have the right to appoint one Director to the Board of Directors, who will have one vote on all motions at all regularly scheduled and special Board meetings, and to certain other privileges, including the privilege of sending teams to the Club Qualifying Tournament, as determined by the Board of Directors from time to time. Only Clubs in Good Standing shall be eligible for the rights and privileges. Clubs that do not maintain an In Good Standing status shall forfeit all claims to these rights and privileges. To remain in Good Standing, clubs must meet all of the requirements listed below. Clubs that do not meet all of these requirements during a calendar year shall forfeit their “In Good Standing” status for the following calendar year, and can only regain “In Good Standing” status after meeting these requirements for a full year.**

**A. Each club must maintain all affiliation requirements set forth by NEBA of Massachusetts.**

**B. Each club must include at least six (6) paid members In Good Standing of The NEBA of Massachusetts. Clubs must pay the dues for at least six members, in full to The NEBA of Massachusetts Treasurer, by the close of the January meeting. Individual members may belong to more than one Club. However, each individual paid membership will count towards the total membership of only one Club. Individuals wishing to be counted toward the total membership for more than one Club must pay The NEBA of Massachusetts membership fee (dues) for each such Club.**

**C. Each Club must attend (provide representation) to the annual directors meeting. Each club agrees that communication to NEBA of MA is done via email/web and we shall conduct all requests and disseminate information via email/web and the club directors are responsible for getting that information to their club members.**

**D. Each Club must submit a complete and up-to-date roster of paid state members showing their name, club office, complete mailing address, phone number; NEBA membership number and expiration date to the Executive Board at least once yearly.**

## **ARTICLE V – PROCEDURAL RULES FOR MEETINGS**

### **Section 1 – General Membership**

**The rules set forth in Robert’s Rules of Order (as revised) shall govern The NEBA of Massachusetts in all meetings in which they are applicable and not in conflict with the provisions of the Constitution and Bylaws.**

### **Section 2 – Quorum**

**The minimum attendance required at the annual meeting to conduct business of The NEBA of Massachusetts is ½ (50%) of the Directors and at least one Executive Board member. All votes taken at the annual meetings will be based on the number of Board members present at that meeting.**

### **Section 3 – Voting**

**All decisions of The Board shall be a majority vote of those directors present at any regularly scheduled or special meeting. In any event, the President shall vote in case of a tie.**

## **ARTICLE VI – ORGANIZATION**

### **Section 1 – Number of Regions**

**The NEBA of Massachusetts shall consist of one (1) region as established by the Board of Directors (hereinafter referred to as the Board).**

### **Section 2 – Board of Directors**

**The Board of Directors (hereinafter referred to as The Board) shall consist of one representative (or his/her alternate) from each of the affiliated Clubs, the President, the immediate Past President provided that he/she is a Member in Good Standing and has served one full term in that office, the Vice President, the Secretary, the Treasurer, and the Tournament Director. The Board shall elect all Officers of The NEBA of Massachusetts and shall vote on all motions proposed at Association meetings.**

### **Section 3 – Executive Board**

**The Executive Board shall consist of the President, Vice-President, Secretary, Treasurer, and Tournament Director of The NEBA of Massachusetts.**

### **Section 4 – Meetings of the Board of Directors**

**The Board shall meet when needed at a date and time scheduled and agreed upon by The Board. Additional scheduled or special meetings may be called by the President.**

## **ARTICLE VII OFFICERS, ELECTIONS, AND TERMS OF OFFICE**

### **Section 1 – Officers**

**The officers of The NEBA of Massachusetts shall consist of the President, the Vice President, the Secretary, Treasurer and the Tournament Director. The President shall also act as the Chairman of the Board of Directors.**

### **Section 2 – Elections and terms of office**

**Directors – Each affiliated Club shall elect annually a representative to serve on the Board.**

**President** – The President of The NEBA of Massachusetts shall be elected by the Board. A person elected President shall have served at least one year as a member of the Board or one year as an officer of a club or other related organization. The term of the President shall be for one (1) year beginning in January following the election.

**The Vice President, Secretary, Treasurer, and Tournament Director** – Shall be elected by the Board. Their term of office shall be for one (1) year beginning in the January following the election. Should a vacancy occur within these offices, the President shall appoint, with the approval of the Board, a replacement to fill the remaining portion of the term. Persons elected to these offices need not be directors, but be members of the NEBA of Massachusetts and its affiliated clubs. All nominations for office shall take place during the November meeting. Elections will take place during the December meeting and the new Officers will begin their term in January following the elections.

### **Section 3 – Voting**

In general elections each Club is entitled to one vote, that of the Director elected by the Club. All decisions of the Board shall be a majority vote of those Directors present at any regularly scheduled or special meeting. In any event, the President shall vote only in case of a tie.

## **ARTICLE - VIII DUTIES OF THE OFFICERS**

### **Section 1 – Duties of the President**

The President shall preside over all meetings of The Board and special meetings of The NEBA of Massachusetts; direct all official business of The NEBA of Massachusetts; supervise all Association activities; appoint all committee chairpersons if there are no volunteers; be the official representative of The NEBA of Massachusetts; delegate such duties as may be appropriate to better serve The NEBA of Massachusetts.

### **Section 2 – Duties of the Vice President**

The Vice President shall assist the President upon request; shall preside in the absence of the President; and shall assume the responsibilities of the office of President should it become vacated, until The Board elects a replacement to fill the unexpired term. The Vice President shall sit on all committees, take minutes and oversee such committees. All decisions made by committees shall be brought to the Executive Board for review.

### **Section 3 – Duties of the Secretary**

The Secretary shall keep minutes of all Board meetings and the official records of The NEBA of Massachusetts; maintain the official correspondence of The NEBA of Massachusetts; maintain in good order and submit as appropriate the documents necessary for The NEBA of Massachusetts compliance with the regulations of the State of Massachusetts for Corporations; and perform other duties as directed by the President.

### **Section 4 – Duties of the Treasurer**

The Treasurer shall receive and disburse all moneys upon approval of The Board; maintain accurate financial records and present a current balance at each regular meeting of The Board; and submit an annual report to the membership. An annual audit shall be conducted and presented to The Board.

### **Section 5 – Duties of the Tournament Director**

The Tournament Director shall make recommendations regarding all aspects of the Tournament Trail, including the tournament sites, dates, rules, and other details, and shall resolve all disputes regarding the Tournament Trail and Tournament Rules during the year. The Tournament Director shall solicit input from the Club Directors and Board members for sites to be considered for Trail tournaments. The Tournament Director shall be responsible for securing the proper permits, as required by law, for all tournaments. The Tournament Director shall also be responsible for maintaining all records pertaining

to the Tournament Trail, including Tournament registrations, results, and standings. The Tournament Director shall be responsible for organizing and conducting each tournament held by the NEBA of Massachusetts, including the assignment of members to insure a smoothly run event.

#### **ARTICLE IX – DISMISSAL PROCEDURES FOR OFFICERS, DIRECTORS, CLUBS, AND MEMBERS**

Dismissal of a member will be considered only upon submission of a written grievance by an Association member through a Board member. Grievances may be filed for acts not in the best interest of The NEBA of Massachusetts, to include: acts of misconduct or wrongdoing, improper and unlawful execution of lawful and proper acts, failure to perform an act that is either an official duty or legal requirement, discussing club or organization business in an open forum, writing about the club or organization in a public forum without approvals by the board of directors and other acts the board considers not in the best interest of The NEBA of Massachusetts.

Dismissal of a Club may be as a result of a written grievance filed by an Association member through a Board member or as an automatic result of a failure to meet Club Membership requirements as specified in Article IV Section 3. Clubs that fail to meet membership requirements will be notified in writing and then suspended until all membership requirements are met.

##### **A. Dismissal of an Officer**

1. A grievance letter must be filed through a Board member.
2. The grievance requires a two-thirds (2/3) majority vote to carry.
3. When a grievance carries, that position will be filled via the vacancy policy for that office.

##### **B. Dismissal of a Director**

1. A grievance letter must be filed through a board member.
2. The grievance requires a simple majority vote to carry.
3. When a grievance carries, the Chairman of The Board will send a letter to that Director's Club's President.
4. The Club President must return a written response prior to the next regularly scheduled Board meeting.
5. A dismissal vote will be taken at the next scheduled meeting following a grievance. A two-thirds (2/3) majority vote is required to carry.
6. When a grievance carries, that position will be filled via the vacancy policy for that office.

##### **C. Removal of a Club**

1. A grievance letter must be filed through a Board member.
2. The grievance requires a simple majority vote to carry.
3. When a grievance carries, the Chairman of The Board will send a certified letter to the Club's President.
4. The Club President must return a written response to be received prior to the next regularly scheduled Board meeting.
5. A dismissal vote will be taken at the next scheduled meeting of The Board. A two-thirds (2/3) majority vote is required to carry.
6. When a grievance carries, the Club President will be notified of the dismissal in writing by the Chairman of The Board.

##### **D. Removal of A member**

1. A grievance letter must be submitted to the NEBA state President.

2. The grievance requires a simple majority vote to carry.
3. When a grievance carries, the Chairman of The Board or President will send a certified letter to the Club's President if the member is a club member or directly to the individual if not a club member.
4. The Club President or the individual must return a written response to be received prior to the next regularly scheduled Board meeting or date stated in the letter.
5. A dismissal vote will be taken at the next scheduled meeting of The Board. A two-thirds (2/3) majority vote is required to carry.
6. When a grievance carries, the Club President or individual will be notified of the dismissal in writing by the Chairman of The Board or President.

## **ARTICLE X – COMMITTEES**

### **Section 1 – Formation of Committees**

Committees will be formed from time to time, as needed to support the purposes of The NEBA of Massachusetts. The NEBA of Massachusetts will, when appropriate, designate a committee to make recommendations on various important topics. Committees make recommendations only; a majority vote of the Directors is required to proceed on Committee recommendations. When forming an Association Committee, a voluntary Chairperson will be requested. If there are no volunteers, a Chairperson may be assigned by the President.

### **Section 2 – Standing Committees**

Will be formed as needed by request of the electorate.

## **ARTICLE XI – TOURNAMENT TRAIL AND NATIONAL CHAMPIONSHIP TEAM**

### **Section 1 – Tournament Trail**

The NEBA of Massachusetts shall conduct a Tournament Trail consisting of at least one tournament open to all Association Members in Good Standing. The details of the Tournament Trail, including the number of tournaments, sites, dates, rules, point system, etc. will be the responsibility of the Tournament Committee and receive input and confirmation by the board. All boats must operate in a safe manner as described by the tournament rules and the Tournament Director reserves the right to deem a boat unsafe to operate and at any time can remove any boat from competition if he/she deems a boat unsafe to operate.

### **Section 2 – End of Year Tournament**

A. There will no longer be seating or qualifying for this event. It will be open to all members and its cost will be equitable. Because this is a tournament, all information in regards to this event will be set forth under the tournament rules and regulations for that year or any addendums made by the tournament director. A separate entry form will be sent out for this event.

## **ARTICLE XII – FINANCE**

### **Section 1 – Association Income**

Funds for the support and maintenance of The NEBA of Massachusetts shall be derived from Association membership fees (dues), from tournament trail proceeds, and from special projects to be sponsored by The NEBA of Massachusetts. Under no circumstances may The NEBA of Massachusetts accept monetary assistance from individuals, businesses, corporations, or governmental agencies if there is prima facie evidence that the goals of these entities are contrary to the primary goals and purposes of The NEBA of Massachusetts.

### **Section 2 – Association Expenditures**

All Association expenditures must have Board approval, except normal operating costs in accordance

with an approved budget, which will be incurred and paid by the Treasurer. The reasonable expenses of the Board shall be submitted in writing to the Treasurer, through the President for payment. Objection by any Board member shall require an action of The Board to pay the expense.

**ARTICLE XIII – METHODS OF REVISING OR AMENDING THE CONSTITUTION AND BYLAWS**  
Any Club Officer or member of the Board of Directors of The NEBA of Massachusetts may recommend an amendment or revision to the Constitution and Bylaws.

All amendment or revision proposals shall be presented to The Board in writing before the close of the September meeting. A written copy of all proposed amendments or revisions will be presented to all Board members at the October meeting. The proposals must pass by a two-thirds (2/3) vote of The Board members present at the November meeting to be enacted as an amendment. If passed, the amendment will take effect on the following January 1.

**ARTICLE XIV – ADOPTION**

The Constitution and Bylaws shall become effective after adoption by two-thirds (2/3) vote of the Board of Directors of The NEBA of Massachusetts.

**ARTICLE XV – Bylaw Override**

**A. Override exclusion:**

At anytime during the year, the board of directors can motion to suspend the annual bylaw process and move to modify bylaws in the best interest of the running of the organization. Upon a unanimous vote by the board of directors, changes can be heard and voted. Upon unanimous decision the changes will be written into the bylaws. Once completed this process is absolved and must start again. If the measure does not receive 100% approval it fails.

**ARTICLE XVI – DISSOLUTION**

In the event of the dissolution of the N.E.B.A. of Massachusetts, Inc., all liabilities of The NEBA of Massachusetts shall be satisfied. The remaining assets, if any, shall be disposed of in accordance with the decision made by the Board of Directors.

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