

**BYLAWS of the  
LOS ANGELES ROD AND REEL CLUB**

(A Non-Profit Corporation)

**ARTICLE I**

The name of this organization shall be LOS ANGELES ROD AND REEL CLUB, and its office shall be in the City of Los Angeles, California, or at such place or places as the Board of Directors may from time to time determine.

**ARTICLE II  
DIRECTORS**

**SECTION 1.** The direction and control of the affairs of the Corporation shall be vested in a Board of Directors, consisting of 11 active, associate, or Junior members who shall be elected in the manner set out below, and who shall serve for a term of two years beginning at the annual meeting in February of each year and continuing until the election and installation of their successors.

**SECTION 2.** As soon as conveniently possible after December 1, and before each annual meeting of the Board of Directors for the following year shall elect from their own number a President and a Vice President, and from their own number or from the active or associate membership shall elect a Secretary, a Treasurer, and a Historian. Each and all officers thus elected shall take office at the annual meeting in February, and shall hold office for the period of one year or until the election and installation of their successors.

**ARTICLE III  
DUTIES OF OFFICERS**

**SECTION 1.** The President shall preside at the meetings of the members and at the meetings of the Directors. The President shall only vote to cast the deciding vote in case of a tie. The President shall perform all duties usually incident to the Office of the President.

**SECTION 2.** The Vice President shall perform the duties of the President in the latter's absence.

**SECTION 3.** The Secretary shall:

**A.** Keep an accurate record of the proceedings of the Board of Directors and of the membership.

**B.** Call meetings as provided in the bylaws.

**SECTION 4.** The Treasurer shall:

**A.** Keep the books and accounts and a detailed statement of receipts and expenditures, and furnish a copy thereof to the Secretary and Board of Directors each month.

**B.** Receive all funds and place them in a depository designated by the Board of Directors, so that all funds may be regularly deposited and accounted for.

**C.** Issue all checks as ordered by the Board of Directors authorizing the withdrawal of funds from the depository, and see that the signatures required by the Board of Directors are affixed thereto.

**D.** Submit a statement of the financial condition whenever requested by the Board of Directors.

**SECTION 5.** The Historian shall keep records of catches, statistics, and other notable events in the history of the Club.

## **ARTICLE IV MEMBERSHIP**

**SECTION 1.** All anglers in sympathy with the objects of this corporation shall be eligible for membership upon the approval of the Board of Directors. Termination of any membership at any time shall require the unanimous approval of the Board of Directors.

**SECTION 2.** There shall be eight classes of membership, the members of which shall be designated as follows:

**A. Active Members:** Anglers over the age of 30.

**B. Family Members:** A Family Membership includes all members of a family (defined as husband, wife, single father or single mother and all minor children and minor grandchildren of any of them up to the age of twenty-one (21) or until married). Children, upon reaching age twenty-one (21) or marrying, can, within ninety (90) days, join as Associate Members at the then current dues. The initiation fees will be waived for such children. The Board of Directors may, upon request, grant a Family Membership to non-married couples living together including, if applicable, their minor children, as defined above.

**C. Associate Members:** Anglers between the ages of 18 and 30 years.

**D. Junior Members:** Anglers under the age of 18 years. Each Junior member shall have an active member sponsor.

**E. Inactive Members:** Any current member in good standing, who because of illness or adverse financial circumstances, is unable to participate actively in the affairs of the Club, provided such angler makes a written request to the Board of Directors to be placed in the class of inactive Membership. Final approval of membership status to Inactive Membership shall require a majority vote by the Board of Directors.

Inactive status shall be reviewed annually by the Board of Directors and may be continued or discontinued by a majority vote of the Board of Directors. A Member Emeritus, who requests an Inactive Membership, shall be granted Inactive status without Board of Directors approval.

**F. Honorary Members:** The Board of Directors may, from time to time, by majority vote elect to Honorary Membership persons possessing the qualifications deemed sufficient to warrant such action. Honorary members shall not be required to pay any fees or dues to this corporation. It is the intent of this membership classification to honor those non-members who over a continuing period of time have given their support to the Los Angeles Rod and Reel Club, and/or made significant contributions to the sportfishing community.

The Board of Directors shall review the status of every Honorary Member not less than every two years, and, by majority vote, shall determine if such Honorary Member continues to possess the qualifications as an Honorary Member and, if not, such Honorary Member shall be removed as an Honorary Member.

**G. Member Emeritus:** The Board of Directors may each year, by a 66 2/3% majority, elect to the status of Member Emeritus not more than five (5) Active Members who, because of their long standing, dedication and service to the Los Angeles Rod and Reel Club, possess the qualifications deemed sufficient to warrant such action. This is the most prestigious honor that an active member can achieve. Further qualifications for Member Emeritus status are twenty (20) years of active membership and service at one time as an Officer and/or Director. For the purposes hereof, Members Emeritus shall be deemed Active Members.

**H. Non-Resident Member:** This classification of membership shall be available to anglers who reside outside the boundaries of Los Angeles County and Ventura County. A Non-Resident Member shall have all the privileges of the Club, except the right to vote or hold office. The initiation fee and dues for Non-Resident Member shall be 50% of the applicable dues for the corresponding Non-Resident Member classification (Active, Family, or Associate).

**SECTION 3.** Active Members (including each spouse of Family Members) and Associate Members shall have the privilege of voting and holding office. Active Members shall be limited to 200 in number. Only Active Members (including each spouse of Family Members) and Associate Members shall have all rights, title, or interest in the assets of the corporation. Membership and any right arising there from shall be nontransferable, and all rights of a member in the corporation or in its assets shall cease upon death or other termination of membership.

**SECTION 4.** As a condition precedent to membership, it is necessary for a prospective member to attend at least two of any of the following events within the twelve-month period preceding the date of the Club's receipt of the application for membership:

- |                                     |                                |
|-------------------------------------|--------------------------------|
| <b>1. Regular dinner meetings</b>   | <b>4. Marine Mentors' Trip</b> |
| <b>2. Annual awards event</b>       | <b>5. Kids' Trout Derby</b>    |
| <b>3. Annual Kids' Fishing Trip</b> |                                |

This qualification shall not apply to "Non-Resident".

In addition, a prospective member's application shall be signed by two active member sponsors who have fished with the prospective member and certify by their signing that the prospective member is an angler in sympathy with the objectives and values of the Club.

The initiation fee and appropriate dues, as required, shall accompany any application for membership. For purposes of the pre-admittance requirements of a Family Membership as set forth in this Section 4, either spouse of the proposed Family Membership need qualify.

At such time as the Club is in receipt of an application from an applicant that has met all criteria for membership as provided for in this Section 4, such applicant's name shall be circulated to the general membership of the Club by publication in the Club's newsletter or by any other

means of circulation approved by the Board of Directors. Not less than ten (10) days after such circulation, the application of such applicant shall be submitted to the Board of Directors for approval or disapproval. The vote of not less than seventy-five percent (75%) of the Members of the Board in attendance at the meeting of the Board of Directors shall be required for approval of such applicant to become a member of the Club.

**SECTION 5.** If a member's renewal form and dues payment have not been received by December 31 preceding the year of renewal, then the member may, upon board action, be placed on pending status for a period of up to one year and shall not appear in the roster for the following year. Pending status shall mean that for up to one year following the applicable December 31 renewal deadline, the pending member is eligible for reinstatement without any further action upon receipt by the Board of the member's renewal payment and renewal form.

The membership of any person who is a pending member for any consecutive one-year period shall expire at the end of such one-year-period. Notwithstanding the foregoing, a member who has failed to renew by the December 31 deadline, may not be placed on pending status if at least one board member shall state that he has personal knowledge of that member's intention not to renew membership. In such case that membership shall expire as of December 31 of that calendar year.

## **ARTICLE V INITIATION FEES AND DUES**

**SECTION 1.** The initiation fee for an Active, Family or Inactive Member shall be \$35.00, plus taxes provided by law, if any. Associate Members shall pay an initiation fee of \$35 and annual dues of \$35 until the attainment of age 30. The Board of Directors shall have the right, in any one or more years, to waive the initiation fee for any class of Members.

**SECTION 2.** The annual dues for an Active, Family, Associate, or Inactive Member shall be such amount as shall be determined by the Board of Directors, from time to time, plus taxes provided by law, if any. There shall be no annual dues for Junior Members of any class.

In determining the annual dues for a Family Membership, the Board of Directors shall take into consideration if either Member of such Family Membership would be

considered, if an Individual Member, an Associate Member of the Club. In such case, the Board shall consider a reduction in the annual dues for any Family Membership in which one or more of such Members would be within the age classification of an "Associate Member."

Anyone becoming a member on or before June 30 shall be assessed a full year's dues. Anyone becoming a member between July 1 and October 31 shall be assessed one-half the year's dues. Anyone becoming a member from November 1 through December 31 shall have no dues assessed.

**SECTION 3.** In the event either spouse of a Family Member shall become legally separated, or should such marriage be dissolved, then, upon written application to the Board of Directors, each of such spouses may have the privilege of remaining in the Club, regardless of the number of memberships then existing. Each such spouse desiring to remain as an Active or, if applicable, Associate Member of the club shall notify the Secretary of the Club of his/her intention to remain, and, as a condition precedent, he/she shall be required to pay separate dues to the Club. However, no additional initiation fee shall be required of any spouse of a Family Member in the event of a legal separation or legal dissolution of marriage.

## **ARTICLE VI ELECTIONS**

**SECTION 1.** Five Directors shall be elected to serve in the even-numbered years for two-year terms, and six Directors shall be elected to serve in the odd-numbered years for two-year terms.

**SECTION 2.** The Directors, during a meeting in September of each year, shall appoint a Nomination Election Committee of three or more members who shall designate a list of Active, Associate or Junior Members (including, as applicable, either the spouse or both spouses of Family Members) from which list members of the next Board of Directors shall be elected. The list shall contain at least the number of names necessary to fill all of the known vacancies. The list shall be circulated to the general membership at least fifteen (15) days prior to mailing of the Ballots. Any Active, Associate or Junior Member in good standing who so requests in writing to the Secretary prior to the expiration of the aforementioned fifteen (15) day period, shall be added to the Ballot.

**SECTION 3.** On or before October 31 of each year, such Committee shall mail to each Active and Associate Member (including each spouse of a Family Member) a ballot containing the list of the nominees, including those submitted by petition, and shall enclose a return envelope marked "Ballot".

**SECTION 4.** No Active or Associate Member (including each spouse of a Family Member or Associate Member) shall cast more than one vote for each vacancy.

**SECTION 5.** All ballots received before midnight November 30 shall be counted by said Committee. The five or six persons (as the case may be) receiving the highest number of votes shall be declared elected as Directors and shall be installed at the annual meeting. In the event of a tie for the fifth or sixth director's position (as the case may be) the president will contact the individual's involved and ask if one will volunteer to withdraw. If not, the winner will be decided by a "coin toss" conducted by the president in the presence of at least one other board member or officer of the club. Notwithstanding anything contained herein to the contrary, the board of Directors shall contain no more than one Junior member.

**SECTION 6.** No Director shall serve more than two consecutive terms in any consecutive six year period. In the event a member is elected by the Board to fill the unexpired term of any Director pursuant to Section 2 of Article VII below, no such member may serve as a Director for more than one full term and one unexpired term in any consecutive six (6) year period. The Elections committee chairperson shall keep current records of the terms of all Directors and Trustees to enable the Directors to comply with the provisions of Section 6 of Article VI and Section 3 of Article VII.

## **ARTICLE VII DUTIES OF DIRECTORS**

**SECTION 1.** The Directors shall:

- A.** Attend meetings of the Board of Directors.
- B.** Have general supervision of all matters that come before the corporation, and act upon the same as they deem proper.
- C.** Adopt rules for government of the Club not provided for in these bylaws.
  
- D.** Fill vacancies on the Board of Directors until the succeeding annual election.

**SECTION 2.** If a member of the Board of Directors misses three consecutive meetings of the Board, such member shall be automatically dropped from his or her seat on the Board. He/she may be reinstated by the Board or a new Director may be elected by the Board to fill the unexpired term.

**SECTION 3.** The Directors, during their meeting in December of each year, shall, by majority vote of those present, elect Trustees of the Los Angeles Rod & Reel Club Foundation for three-year terms to replace the Trustees whose terms end on December 31 of that year. If, in December of any year, the Directors fail to elect new Trustees to replace those whose terms will end that year, then those whose terms will end shall serve as Trustees for an additional three year term.

If any Trustee of the Los Angeles Rod and Reel Club Foundation shall not attend two or more Foundation meetings in any twelve month period, such Trustee may be removed from his or her office as Trustee, subject to the sole discretion and majority vote by the remaining Trustees of the Foundation. If the Trustees vote to remove a Trustee for reasons of attendance, they shall also submit names of candidates to the LARRC board from which the board may elect a replacement.

Should a vacancy occur for any reason, including, but not limited to, resignation, disability or death of a Trustee, then the Directors shall elect a new Trustee to fill the unexpired term.

No Trustee may serve or be elected by the Board to fill either an unexpired term or a full term for more than six (6) years in any consecutive eight (8) year period. Except as expressly provided for in the paragraph immediately below, no Director or Trustee may serve concurrently in both capacities.

Notwithstanding the paragraph immediately above, the Directors may elect one or more Trustees who, at the time of such election, are then Directors, expressly provided that the term of such Directors shall terminate on the next annual meeting.

## **ARTICLE VIII MEETINGS**

**SECTION 1.** The annual meeting of the corporation shall be held in February, at such time and place as the Directors may determine.

**SECTION 2.** Membership meetings other than the annual

meeting shall be held at such times and places as the Directors may determine, or when ten or more active members request such a meeting in writing duly given to the President or Secretary.

**SECTION 3.** The Board of Directors shall not be required to meet at any regular designated time, but shall meet upon call of the President, the Secretary, or any two members of the Board, and at such time and place as shall be designated in the call. All meetings of the Board of Directors shall be deemed regular meetings. Reasonable notice thereof shall be given.

## **ARTICLE IX QUORUM**

**SECTION 1.** At meetings of the Board of Directors, six Directors shall constitute a quorum.

**SECTION 2.** At membership meetings, for the purpose of the transaction of business, twenty-five percent of the active membership shall constitute a quorum.

**SECTION 3.** In the absence of a quorum at any meeting, those present shall only have the right to adjourn until a time when a quorum can be obtained.

**SECTION 4.** All past Presidents of the corporation shall be ex-officio members of the Board of Directors and entitled to attend all Directors' meetings but shall have no voting privileges at such meetings except as one or more of those present, if needed, shall be designated as an acting Director by the officer presiding at such meeting to complete a quorum of the Board. Designation of past Presidents as acting Directors shall be in the reverse order of the seniority in office of those present; that is, the most recent past President would be the first designated as an acting Director.

## **ARTICLE X STANDING COMMITTEES**

**SECTION 1.** The Board of Directors may establish such committees as the affairs of the corporation may require. Each member of such committee shall hold office for such period, have such authority, and perform such duties as the Board of Directors may from time to time determine.

**SECTION 2.** The chairman of each committee shall be appointed by the President. The committee members may be appointed by the President or by the chairman of the respective committee. It shall be the duty of each committee to take charge of all matters referred to it by the

President or the Board of Directors.

## **ARTICLE XI VOTING**

**SECTION 1.** Voting at any membership meeting shall be in person only.

## **ARTICLE XII DISSOLUTION**

**SECTION 1.** Upon the liquidation, dissolution, or abandonment of this corporation, the assets of this corporation shall not inure to the benefit of any private person, but shall be transferred to the Los Angeles Rod and Reel Club Foundation, should same be in existence, or to a similar charitable foundation or corporation having the same tax status as to contributions, as designated by a majority of the then remaining Directors.

## **ARTICLE XIII AMENDMENTS**

**SECTION 1.** These bylaws may be adopted, amended or repealed by any of the following:

**A.** The Directors, subject to the power of the members to change or repeal the bylaws, except that a bylaw fixing or changing the number of Directors may not be adopted, amended, or repealed without the vote or written assent of a majority of the active and associate members, or the vote of a majority of a quorum at a meeting of the active and associate members duly called for the purpose pursuant to the articles or bylaws.

**B.** The vote or written assent of a majority of the active members, or the vote of a majority of a quorum of the active members at a meeting duly called for the purpose pursuant to the articles or bylaws.

## **ARTICLE XIV RULES OF ORDER**

**SECTION 1.** Robert's Rules of Order (latest edition) shall govern unless the matter is covered by the articles, bylaws, or other action of the Board of Directors or membership.

## **ARTICLE XV EFFECTIVE DATE OF BYLAWS**

**SECTION 1.** The bylaws shall take effect immediately upon adoption.

**SECTION 2.** These bylaws were adopted the 18th day of December, 1972.