# Bylaws of the Georgia Game Bird Breeders' Association, Inc.



**Article I – Name**

1) The name of this organization shall be Georgia Game Bird Breeders' Association, hereinafter referred to as "Association".

**Article II – Purpose**

1) To promote the conservation and propagation of all bird species, with special emphasis upon pheasant and waterfowl species.
2) To sponsor, advance, and distribute to members information and scientific data related to the conservation and propagation of bird species, with special emphasis upon pheasant and waterfowl species.
3) To encourage public appreciation for pheasants and waterfowl, and promote an understanding of wildlife conservation and captive propagation.
4) To cooperate with public and private groups in furtherance of the Association's purpose.
5) To assist buyers in protecting themselves from dealers and breeders who misrepresent or otherwise use unfair practices in buying, selling, or trading game and ornamental birds.
6) To assist members in locating stock, and providing members a market to sell surplus birds.
7) To alert members to relevant legislative and regulative matters, either existing or pending, affecting their interests.

**Article III – Membership**

1) Membership. Membership shall be open to any person in agreement with, and willing to conduct himself/herself in a manner conducive to, the intent and provisions of Article II of these Bylaws, as bound by the applicant's signature on a completed Membership Application.
2) Term of Membership. Membership shall run from January 1 to December 31 each year.
3) Classes of Membership. Membership shall be individual or family.
A) Individual Membership shall entitle the named member to full membership benefits and, if sixteen years of age or older,full voting rights.
B) Family Membership shall include all immediate family members living as one household, but shall entitle only two members, as designated on the Membership Application, to full membership benefits and, if sixteen years of age or older,full voting rights.
4)Membership Dues. Annual Membership Dues in the Association shall be established by the Board of Directors.
5)Denial of Membership. The Board of Directors may refuse membership or cancel an existing membership.
A) Reasons for Refusing or Canceling Membership.
1) Conduct contrary to the intent and provisions of Article II of these Bylaws.
2) Conviction for violation of local, state, federal, or international wildlife laws.
3) Conduct that may reflect adversely on the Association.
B) Procedure for Canceling Membership.
1) Any member in good standing may petition the Board of Directors to cancel another person's membership. The petition must be in written form and fully explain the reasons supporting membership cancellation.
2) The Board of Directors shall interview the member in question, and any other relevant persons, documenting their findings.
3) Final status of the membership shall be determined by a majority vote of the Board of Directors.

**Article IV – Board of Directors.**

1) Authority and Responsibility. The governing body of the Association shall be the Board of Directors, which shall supervise,control, and direct the affairs of the Association.

2) Composition. The Board of Directors shall consist of one President, one Vice-President, one Secretary, one Treasurer, and four Directors.

3) Meetings of the Board of Directors. The Board of Directors shall meet a minimum of four times per year, at such times and places as it may determine for the purpose of reviewing, planning, and approving activities and programs for the Association. The President shall give notice of such meeting to each member of the Board of Directors not less than fifteen days before the date of such meeting, but no failure in delivery of such notice shall invalidate the meeting or any business transacted therein. The Board of Directors, when they deem necessary and in addition to the four required meetings of the Board of Directors,may also participate in a meeting by telephone conference or electronic medium. Members of the Association may attend meetings of the Board of Directors as silent observers of the proceedings. Members of the Association wishing to address a meeting of the Board of Directors shall request placement on the meeting agenda by petition to the President, including description of the topic, at least 7 days prior to the meeting.

4) Voting. Each member of the Board of Directors shall possess voting rights. All matters calling for a vote of the Board of Directors shall be decided by a vote of the Board members, provided a quorum is present at the meeting. Voting rights of member of the Board of Directors shall not be delegated to another person, nor exercised by proxy.

5) Quorum. At any meeting of the Board of Directors, a quorum may not consist of less than a simple majority of the number of the voting members of the Board.

6) Term of Office. Members of the Board of Directors shall serve a two-year term, beginning on January 1 immediately following their election, and ending on December 31 of the following year. Terms of Office for the Board of Directors shall expire in rotation, such that terms of the President, Secretary, and two Directors shall expire at the close of one particular year, and the terms of the Vice-President, Treasurer, and the remaining two Directors shall expire at the close of the following year.

7) Duties.

A) President.

1) Shall conduct the business of the Association subject to policies established by the Board of Directors and in accordance with the Bylaws.

2) Shall preside at all meetings of the membership and Board of Directors.

3) Shall present to the membership all items discussed by the Board of Directors.

4) Shall appoint all committees.

5) Shall vote as a member of the Board of Directors only in the event of a tie.

6) Shall, in the absence of the Treasurer, collect and disburse monies on behalf of the Association.

7) Shall, with election of a new Treasurer or impending vacancy of the office of Treasurer:

a) Accept from the outgoing Treasurer all books, monies, and other property.

b) With the assistance of the incoming Treasurer, establish new accounts, as necessary.

c) Deliver all books, monies, and other property to the incoming Treasurer upon taking office.

B) Vice-President.

1) Shall assume the role of President in case of vacancy.

2) Shall undertake the responsibilities of the President in his/her absence.

3) Shall act as public relations coordinator and help familiarize new members with the policies and procedures of the club.

4) Shall fulfill duties as assigned by the President.

C) Secretary.
1) Shall record the proceedings of all meetings of the members and the Board of Directors, and shall provide a summary to all members.
2) Shall maintain a record of the membership.
3) Shall conduct the correspondence of the Association, and issue notice to all members.
4) Shall have charge of, and keep safe, all records, documents, and papers of the Association, with the exception of those records, documents, and papers currently required by the Treasurer to fulfill his/her duties.
D) Treasurer.
1) Shall, subject to direction from the Board of Directors, collect monies of the Association.
2) Shall deposit all monies in the bank or banks approved by the Board of Directors.
3) Shall disburse funds to satisfy obligations of the Association, as approved by the Board of Directors.
4) Shall keep an accurate account of all incomes and expenditures.
5) Shall prepare quarterly Treasurer's Reports and an annual Financial Report, to be distributed to the membership.
6) Shall prepare other financial reports as directed by President or Board of Directors.
7) Shall, prior to December 15 following the election of a new Treasurer, or prior to leaving office for any other reason, deliver to the President all books, monies, and other property.
E) Directors.
1) Shall assist the President in conducting the business of the Association, subject to the policies of the Board of Directors and the Bylaws.
2) Shall fulfill other duties as directed by the President or Board of Directors.

**Article V – Election to Office.**
1) Election Process.
A) Election Committee.
1) No later than June 1 of each year, the President shall appoint two members from the general membership and one member of the Board of Directors as an Election Committee, and shall designate one appointee to president over the Committee.
2) The Election Committee shall be responsible for procuring nominees to run for election to the offices to be filled on the Board of Directors, and facilitating the election process.
3) The term of service of the members of the Election Committee shall expire on December 31 of the year of appointment.
B) Nominations.
1) The Election Committee shall issue to the membership, in the summer edition of the Association's newsletter, or by letter to each member no later than August 1, a Call for Nominations requesting members to run for election to office.
2) To be declared valid, member-submitted nominations must:
a) Be in writing.
b) Be submitted by a voting member in good standing.
c) Be signed by the submitting member.
d) Include no more than one person per office to be filled.
e) Be returned to the designated member of the Election Committee.
f) Be returned by the deadline noted in the Call for Nominations.
3) All submitted nominations shall remain sealed, until their opening by the Election Committee after the official close of nominations.
4) 5) At least two of the three members of the Election Committee must be present to open the nominations. Nominees must be members in good standing, with at least one full year of membership at the time of the nomination.
6) Any nominee receiving two valid nominations (the equivalent of a nomination and a second at a business meeting),and who, when contacted by the Election Committee, agrees to accept the nomination, shall be placed on the ballot.
7) A member may be nominated, and placed on the ballot, for more than one elected office to be filled, but may be elected to only one office.
8) The Election Committee may place additional members, who agree to accept the nomination, on the ballot to ensure at least one nominee for each office to be filled by election.

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C) Election.
1) Election ballots shall be sent to each member by inclusion in the fall edition of the Association's newsletter, or by separate mailing to each member a minimum of two weeks prior to the Fall Meeting.
2) To the extent possible, the Election Committee shall prepare a short profile of each nominee, as fair as possible to all candidates, to accompany the ballot.
3) To be declared valid, completed ballots must:
a) Be submitted by a voting member in good standing.
b) Be signed by the voting member.
c) Include no more than one person per office to be filled.
4) All completed ballots returned through the mail shall be required to be returned in the designated ballot envelope, and be received at the address specified prior to the specified deadline. Completed ballots may be deposited, prior to the start of the meeting, in the ballot box provided at the Fall Meeting.
5) All completed and returned ballots shall remain sealed until officially opened and tabulated by the Election Committee during the Fall Meeting.
6) At least two of the three members of the Election Committee must be present to open the ballots and tabulate the election results.
7) Votes shall be counted in the order of President, Vice President, Secretary, Treasurer, and the Directors. Upon election to office, a member nominated for more than one office shall be removed from the tabulations in the remaining offices.
8) Election results shall be announced prior to the adjournment of the Fall Meeting, and in the winter edition of the Association's newsletter.
2) Vacancies.
A) President. In the event of a vacancy in the office of President, the Vice-President shall serve as Acting President for the unexpired portion of the President's term.
B) Other Offices. Except for the office of President, if at any time a member of the Board of Directors resigns, or is removed from office, then the President shall appoint, subject to confirmation by a majority of the Board of Directors, an individual to fulfill the duties of that office until the close of the next scheduled election, at which time, any remaining term of office shall be filled by an individual elected to that office.
3) Removals and Resignations
A) B) Removal From Office. The Board of Directors may, by a majority vote, remove from office any member of the Board of Directors for cause, but only after the member has been advised of the complaint and has been given reasonable opportunity to defend against such charges. Cause shall be defined as:
1) Missing three consecutive meetings without an excuse deemed valid by the Board of Directors.
2) Conduct contrary to the intent and provisions of Article II of these Bylaws.
3) Conviction for violation of local, state, federal, or international wildlife laws.
4) Conduct that may reflect adversely on the Association.
Resignation. The Board of Directors may at any Board meeting, by vote of a majority of the Board members present at such meeting, accept the resignation of any Board member. Any such resignation shall be in writing, but the reasons need not be stated.

**Article VI – General Provisions.**
1) Membership Meetings. Regular meetings of the members shall be at least four per year, and notice to the members shall be provided at least fifteen (15) days in advance of the meetings.
2) Books and Records. The Association shall keep correct and complete books and records of account and minutes of meetings of the Board of Directors and the membership; and shall keep a record of the names and addresses of members entitled to vote. All books and records may be inspected, by any member having voting rights, at any reasonable time.
3) Fiscal Year. The fiscal year for the Association shall commence on the first day of January each year and shall end on the last day of December.

**Article VII – Amendments.**
1) Any portion of these Bylaws may be suspended or amended by two-thirds majority vote of the voting members of the Association, providing:
A) The Amendment is approved by the Board of Directors for submission to the members; and
B) The proposed amendment is published and distributed to the members in two consecutive editions of the Association's newsletter, the first time as a notice and the second time in the form of a ballot, immediately prior to the vote; and
C) Approved changes to the Bylaws are published and distributed to the members.