



Pepin Area Community Club

BY-LAWS

(with revisions on 7-10-17 & 10-5-17))

ARTICLE I – Membership

1.1. General – Any individual or business as represented by an individual, may become a member of the Club upon payment of a membership fee. There shall be no limit to the number of members. No member may transfer their membership or the rights arising there-from, and all rights shall cease upon termination of his/her membership.

1.3 Rights and Benefits of the Members – Board Members and Members who are not currently serving on the Board have the following rights and benefits:

- a. May partake of the benefits offered by the Club, according to their chosen membership level. Membership fees and the Membership Class Benefits schedule are made a part of these By-laws.

ARTICLE II – Board of Directors

2.1 Board of Directors (Board) – The Board of Directors will consist of the three elected officers of the Club (President, Secretary, Treasurer), the immediate Past President, plus two members-at-large, appointed by the President. Should a vacancy occur, the President will appoint a replacement.

2.2 Rights and Duties of the Board – The Board shall have and exercise all of the usual powers and duties of a typical board of directors, including the immediate government and direction of the affairs of the Club. Within the provisions of these by-laws, the Board shall set policy which it deems necessary or proper

for the government of the Club and the due and orderly conduct of its affairs, and the management of its property. The Board may establish such committees as it sees fit to advance the purposes of the Club. The Board shall have the power to remove any member for good cause, at its discretion, whenever it chooses, with no reimbursement of dues paid.

ARTICLE III – Officers

3.1 Manner of Election and Number – The Officers of the Club shall be elected at the annual meeting by nomination and vote of the general membership present, as specified by the Membership Benefit Schedule. A membership quorum need not be present. The officers of the Club will be the president, secretary, and treasurer, each of whom must be current members of the Club. The term of office for each officer shall be one year and / or until their successors are duly elected. Any vacancy occurring during the term of any office/officer shall be appointed by the President and approved by the Board as soon as possible. The president may be elected to not more than two consecutive terms. The secretary & treasurer may serve continuously at their pleasure, if annually elected. All of the principal officers (President, Secretary, Treasurer) MUST have their permanent residence in the immediate Pepin area (Pepin Township or Village of Pepin).

3.2 Duties of the Officers – The duties of the officers of the Club shall be such as usually pertains to their respective offices. Additionally, the duties of each officer of the Club shall include those as are prescribed and assigned to them by the Board. The president shall appoint two at-large Board members and shall appoint committee chairpersons, with approval of the Board. The president may establish committees as he/she sees fit, with approval of the Board.

3.3 Additional Officers and Agents – The Board shall have the power to appoint such

subordinate officers, employees, or agents as may be necessary, in their judgment, to conduct the business of the Club, and to designate their titles and compensation, if any.

3.4 Removal – Any officer shall be subject to removal at any time by the affirmative vote of the majority of the Directors (Board) of the Club.

ARTICLE IV – Meetings

4.1 Annual Meeting – An annual meeting of all members for the election of officers shall be held at such a place and at such a time as will be determined by the Board. A written notice shall be mailed /e-mailed to all members at least 14 days in advance of the meeting.

4.2 Meetings of the Board of Directors – Meetings of the Board shall be held at such a place and at such a time as the Board / President determines, and shall be open to any member. An announcement of a Board Meeting shall be given to all members with at least a three (3) day notice, except in unusual circumstances. Meetings / decisions may be conducted via electronic media, if necessary.

4.3 Quorum – A quorum shall consist of a simple majority of the Board. When it is determined that an issue need be resolved by a quorum, a written ballot or roll call vote may be called. To fill a vacancy occurring during the term, an Officer/Board Member can be appointed by the president and approved by a simple majority of the Board.

ARTICLE V – General

5.1 Seal – The Club presently has no corporate seal but may use the logo of the Village of Pepin.

5.2 Amendments –Notice shall be given to all members when a revision to the Articles of Incorporation or these By-Laws is approved by the Board. The Articles of the Club, or these By-Laws, may be amended by a quorum of the Board of Directors.

5.3 Non-Discrimination – The Club, its officers and directors, shall not discriminate on the basis of race, color, religion, gender, sexual preference, national origin, age, or disabilities.