

BYLAWS OF THE LONG ISLAND BEEKEEPERS CLUB

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ARTICLE I – NAME

The name of the organization shall be LONG ISLAND BEEKEEPERS CLUB, INC. The organization hereinafter shall, in these Bylaws, be referred to as “the CLUB” or “LIBC”.

ARTICLE II – OBJECTIVES AND PURPOSES

The Long Island Beekeepers Club is a non-profit organization dedicated to further the general knowledge and success of its member beekeepers, educate the public about the beneficial aspects of honey bees, and to provide a forum for cooperation among beekeepers and those that work to improve the welfare of beekeeping and honeybees.

The purpose for which said CLUB is formed are the following, to wit:

- (1) Encourage better and responsible beekeeping methods among beekeepers through educational programs and the compilation and dissemination of useful and worthwhile information to members for optimum success in the pursuit of beekeeping.
- (2) Educate the general public regarding the beneficial impact bees have in the pollination of fruits, vegetables, and flowers, and to endeavor to reassure the public that keeping honeybees is a highly advantageous activity. Provide educational programs designed for improved promotion of beekeeping, and bee products and services for beekeepers on Long Island.
- (3) Provide a forum to facilitate cooperation and discussion among members to improve beekeeping skills, encourage new beekeepers, maintain friendly and helpful relations with those forces which are working to better the welfare of the beekeeping interests, and provide those interested in bees the opportunity to gather together for fellowship on a regular basis.

In aid of the foregoing purposes, to receive voluntary contributions, assess and collect fees, dues, and other payments from members, solicit grants, and seek other sources of funding and to do all other things lawful, necessary and appropriate to effect the same.

ARTICLE III – MEMBERSHIP

Section 1 – Classes of Membership

There shall be three classes of membership: Family, Associate, and Honorary.

Section 2 – Qualifications for Membership

Family: A family consists of one or more persons over the age of 18 years living as a household. Any person or family interested in beekeeping is eligible for membership.

Associate: Any person under the age of 18 years interested in beekeeping.

Honorary: All past presidents shall be Honorary members. The Executive Board can also bestow upon an individual Honorary membership by two-thirds affirmative vote of the Executive Board. Any member in good standing may nominate an individual for consideration by the Executive Board to be an Honorary member.

Section 3 – Membership Dues

The annual membership dues for a Family shall be \$35.00. Honorary and Associate members shall not be subject to dues. Dues are not refundable.

An applicant applying for membership must complete a Membership Registration Form and pay dues for the current fiscal year. This may be done either in person at the end of a general meeting or by mail. Dues paid after December 1st will be applied to the current and upcoming fiscal year.

A membership card shall be issued to each member showing the date dues have been paid the year of membership covered. Membership is not transferable.

Dues become payable each year on the date of the Annual Meeting. Dues may be paid at the end of any meeting or by mail.

If a member has not paid their dues within two months after the Annual Meeting, the member shall be notified by mail, and that member's dues will be considered to be in arrears and the member will not be eligible to cast a vote at any CLUB meeting. Upon receipt of the membership dues owed, a Resident member may vote at the next scheduled meeting. When a member's dues become 12

months in arrears, the member shall be notified by mail, and that member shall be dropped from the membership and may only be reinstated by payment of dues.

Section 4 – Rights of Membership

As long as their dues are not in arrears, a Family is eligible to cast one vote, in person, at a CLUB meeting. Honorary members are eligible to cast one vote, in person, at a CLUB meeting. Associate members are not eligible to vote or hold an office on the Executive Board.

Section 6 – Disciplinary Action

Any member or Executive Board member whose action or behavior within the CLUB is a detriment to or a misrepresentation of the CLUB is subject to complaint and may be brought up on charges. Said charges must be made in writing, signed by the complainant, and submitted to the Executive Board.

A Committee of Investigation and Discipline of not less than three, and no more than five, voting members shall be appointed by the Executive Board. No member of the Executive Board may serve on this committee with the exception of the President who is an ex-officio member. The Committee of Investigation and Discipline shall investigate the complaint(s) by gathering information, meet with the member under investigation, formulate recommendations, and submit a written report them to the Executive Board. After the report is approved by two-thirds affirmative vote of the Executive Board, the Committee shall present the report to the membership at a regular meeting. If penalties are deemed necessary, they might range from a letter of reprimand to termination of membership. Such penalties must be approved by a ballot vote of the membership present at a regular meeting.

ARTICLE IV – EXECUTIVE BOARD

Section 1 – Composition

The Executive Board of the CLUB shall consist of, in order of rank: President, Vice-president, Treasurer, Secretary, Membership Secretary, Education Director, Outreach Director, Programs Director, and Immediate Past President.

Section 2 – Authority and Responsibilities

The general supervision, management, and direction of the CLUB shall be delegated exclusively to its Executive Board.

The Executive Board shall develop CLUB policy, select all standing and special committees, establish dues and authorize compensation for justifiable expenses, and make recommendations to the CLUB.

No member of the Executive Board shall receive, directly or indirectly, any salary or compensation for services rendered on behalf of the CLUB.

The Executive Board shall be subject to the orders of the CLUB, and none of its acts shall conflict with action taken by the CLUB.

All members of the Executive Board are eligible to vote on CLUB business.

The Executive Board shall be the authority in the interpretation of these Bylaws.

After CLUB elections, the incumbent Executive Board shall hold a joint meeting with the incoming Executive Board to prepare for a smooth transition.

Section 3 – Term of Office

Each officer shall take office on April 1 and shall hold office, except for one-year officers, for a term of two years, or until their successor is elected and takes office.

At the first election, the term for the President, Treasurer, Membership Secretary, Outreach Director shall be two years; the Vice-president, Secretary, Education Director, Programs Director shall be one year.

The office of the Immediate Past President shall be occupied by the person who occupied the office of President immediately prior to the current President. The term of the Immediate Past President shall expire upon the election of a new President. Should the prior President be elected or appointed to another office on the Executive Board, or be unable to perform the duties of the

Immediate Past President, the Executive Board shall, by two-thirds affirmative vote of the Executive Board, fill the vacancy by appointment of a member eligible by all other criteria for the duration of the term and shall be titled "Director".

An officer who fails to perform the duties of the office may be removed from that office by a majority vote of the Executive Board.

Should a vacancy occur in any office of the CLUB, the Executive Board shall, by two-thirds affirmative vote of the Executive Board, fill such vacancy by appointment of a member eligible by all other criteria for the duration of the unexpired term.

Section 4 – Nominations and Elections

Any Family or Honorary member in good standing for at least one year prior to the Annual Meeting may hold office. Associate members are ineligible to hold office.

Nominations of officers shall be made by the Nominating Committee. The Nominating Committee shall be appointed before the end of October. The Nominating Committee shall prepare a list of nominees, showing at least one name for each elective position on the Executive Board due to become vacant, and shall present the list to the membership not later than the general meeting in December.

At the February meeting additional nominations will be accepted from members who are eligible to vote. Nominations will be closed by approval of the membership at the February meeting.

The election shall be by ballot vote, which will list the candidates alphabetically for each office. Each member shall be provided with a ballot at the Annual Meeting.

The election of officers of the CLUB shall take place at the Annual Meeting, as established in these Bylaws.

The Teller Committee shall be appointed before the end of February. The ballots shall be counted and certified by the Teller Committee, and the results shall be reported to the membership.

In case of two nominees for a single office, election shall be by majority vote. In case of more than two nominees for a single office, by plurality of the vote cast; in case two or more nominees receive the same number of votes, the election shall be determined by lot.

Section 5 – Resignation from the Executive Board

Any Executive Board member desiring to resign from the Executive Board shall submit a written notice of resignation to the Secretary, who shall present it to the Executive Board for action. No Executive Board member's resignation will be honored unless accepted by a majority vote of the Executive Board. The resignation shall take effect at the time of the vote of acceptance. Membership dues will not be refunded.

Section 6 – Board Meetings

The Executive Board shall schedule periodic business meetings. Special meetings shall only be held upon the call of the President or a majority of the Executive Board, and shall be upon seven days written notice or electronic notification.

Section 7 – Quorum and Majority Action as Board Action

A majority of the Executive Board shall constitute a quorum at Executive Board meetings. Every act or decision done or made by a majority of the officers present at a board meeting duly held at which a quorum is present is the act of the Executive Board, unless these Bylaws, or provisions of law require a greater percentage or different voting rules for approval of a matter by the Board.

ARTICLE V – DUTIES OF OFFICERS

Section 1 – President

The President shall:

- (1) Preside at regular, annual, special, emergency, and Executive Board meetings of the CLUB.
- (2) Be an ex-officio member of all committees except the Nominating Committee.
- (3) Select the chairs of standing and special committees in accordance with Article VII of these Bylaws.
- (4) Assign the CLUB officers' responsibilities for the activities of various committees.

- (5) Represent or designate a representative to speak officially for the CLUB at any meeting deemed necessary to attend.
- (6) Present the approved motions of the CLUB to the appropriate forum.
- (7) Coordinate the activities of the officers and committees to fulfill the objectives and purposes as established in Article II of these Bylaws.
- (8) Sign agreements and formal instruments with the approval of the Executive Board, countersign checks, and direct an annual audit.
- (9) Fill the vacancies of officers in accordance with Article IV Section 3 of these Bylaws.

Section 2 – Vice-president

The Vice-president shall:

- (1) In the absence of the President, or in the event of his or her inability or refusal to act, the Vice-president shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. The Vice-president shall have other powers and perform such other duties as may be prescribed by law, or by these Bylaws, or as may be prescribed by the Executive Board.
- (2) Assist the President in administering the CLUB.
- (3) Chair the Awards and Contests Committee.
- (4) Draw and cosign checks.
- (5) Perform other duties as assigned by the President.

Section 3 – Treasurer

The Treasurer shall:

- (1) Chair the Finance Committee.
- (2) Keep a detailed and correct account of the finances of the CLUB.
- (3) Collect and receipt for monies and securities due or donated to the CLUB.
- (4) Deposit funds and disburse and dispose of the same. Expenditures over \$100 must be approved by a majority vote of the Executive Board.
- (5) Draw and cosign checks.
- (6) In conjunction with the Secretary, notify all members in arrears.
- (7) Prepare monthly financial statements and give a report at every meeting indicating receipts, expenditures and balances since the previous regular meeting.
- (8) Prepare an annual report, which will be made available to the membership at the Annual Meeting.
- (9) In conjunction with the Finance Committee, prepare a proposed annual budget for the next fiscal year and submit it to the Executive Board for approval prior to the March Executive Board meeting.
- (10) Prepare and file all appropriate tax returns with the Internal Revenue Service.
- (11) Perform other duties as assigned by the President.

Section 4 – Secretary

The Secretary shall:

- (1) Certify and keep, at a place designated by the Executive Board, the original, or a copy, of these Bylaws as amended or otherwise altered to date.
- (2) Keep a book of minutes of all meetings of the Executive Board, and, if applicable, meetings of committees, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof.
- (3) Attend to the correspondence of the CLUB as directed by the President. All outgoing correspondence shall be reviewed by the Executive Board prior to being issued.
- (4) Keep a record of attendance of members at meetings.
- (5) Receive letters of resignation.
- (6) Co-sign all agreements and formal instruments except those pertaining to the office of the Treasurer.

- (7) Send notices of meetings to members and local papers, and see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law.
- (8) In conjunction with the Treasurer, notify all members in arrears.
- (9) The Bylaws Committee and Tellers Committee shall report to the Secretary.
- (10) Perform other duties as assigned by the President.

Section 5 – Membership Secretary

The Membership Secretary shall:

- (1) Chair the Membership Committee.
- (2) Keep a book containing the name, address, and contact information of each member.
- (3) Keep a book containing the name, address, and contact information of each committee chair and committee participants.
- (4) Perform other duties as assigned by the President.

Section 6 – Education Director

The Education Director shall:

- (1) Chair the Education Committee.
- (2) Serve as a resource for information on, and encourage participation in, the CLUB's educational programs in order to achieve the goals and objectives set forth in Article II of these Bylaws.
- (3) Develop, promote, and encourage participation in the CLUB's Novice Beekeeper Classes and Master Beekeeper programs and other educational programs to encourage better and responsible beekeeping methods among beekeepers.
- (4) Perform other duties as assigned by the President.

Section 7 – Outreach Director

The Outreach Director shall:

- (1) Chair the Outreach Committee.
- (2) Promote and serve as a resource for information on the CLUB's outreach programs in order to achieve the goals and objectives set forth in Article II of these Bylaws.
- (3) Manage, or oversee the management, of the CLUB's newsletter, web site, and other promotional material and presentations to educate the general public regarding honey bees and beekeeping.
- (4) Perform other duties as assigned by the President.

Section 8 – Programs Director

The Programs Director shall:

- (1) Chair the Programs Committee.
- (2) Coordinate and serve as a resource for information the CLUB's programs in order to achieve the goals and objectives set forth in Article II of these Bylaws.
- (3) Arrange speakers and presentations for CLUB meetings and create a forum to facilitate cooperation and discussion among members to improve beekeeping skills and gather together for fellowship.
- (4) Perform other duties as assigned by the President.

Section 9 – Immediate Past President or Director

The Immediate Past President or Director shall:

- (1) Assist the President in coordinating committee activities.
- (2) Perform other duties as assigned by the President.

ARTICLE VI – GENERAL MEMBERSHIP MEETINGS

Section 1 – Regular Meetings

Regular meetings shall be held once a month, with a minimum of six Regular Meetings each Fiscal Year, or as ordered by the Executive Board.

Section 2 – Annual Meetings

The Annual Meeting shall be held in March of each Fiscal Year.

Section 3 – Special Meetings

Special meetings may be called by the majority of the Executive Board or by the President. All members shall be notified of the special meeting by mail or electronic notification.

Section 4 – Emergency Meetings

Ten voting members may present to the Executive Board a request in writing for an emergency meeting of the CLUB. The emergency meeting must be held within fifteen days. The scope of the emergency meeting shall be limited to the stated purpose of the emergency meeting. All members shall be notified of the emergency meeting by mail or electronic notification.

Section 5 – Meeting Notices

Notice of meetings shall be mailed to members, sent to local papers, and posted where possible within the community.

Section 6 – Quorum

A quorum at General Membership Meetings shall consist of ten voting members excluding officers.

ARTICLE VII – COMMITTEES**Section 1 – Standing Committees**

The Executive Board shall establish and appoint committee members for the following standing committees: Bylaws, Finance, Membership, Education, Outreach, Program, Awards and Contests, Nominating, and Teller.

All committee members shall be members of the CLUB. No committee members shall receive, directly or indirectly, any salary or compensation for services rendered on behalf of the CLUB.

Each committee shall report on deliberations and progress made by the committee at the regular meetings of the CLUB.

Each committee must maintain a complete file on all committee activities and prepare a annual report. This report should include, but is not limited to, committee activities, accomplishments, projects not completed, proposed budget requirements for the ensuing fiscal year, and recommendations. The final report should be submitted to the Executive Board one month prior to the Annual Meeting and presented to the membership at the Annual Meeting.

Section 2 – Bylaws Committee

The Bylaws Committee chair shall report to the Secretary.

It shall be the responsibility of the Bylaws Committee to be familiar with the CLUB Bylaws and the Certificate of Incorporation. The Bylaws Committee shall prepare amendments to the CLUB Bylaws in keeping with the objectives and purposes of the CLUB and as directed by the Executive Board.

All proposed amendments shall be submitted to the Bylaws Committee for review and preparation for publication prior to being submitted for ratification in accordance with Article IX, Section 2.

Section 3 – Finance Committee

The Finance Committee shall report to the Treasurer.

It shall be the responsibility of the Finance Committee to:

- (1) Analyze the monthly financial statements as prepared by the Treasurer.
- (2) Review the current financial operations in relation to the budget.
- (3) In conjunction with the Treasurer, prepare a proposed annual budget for the next fiscal year and submit it to the Executive Board for approval prior to the March Executive Board meeting.
- (4) Assure that all appropriate tax returns are filed with the Internal Revenue Service.
- (5) Review the annual report as prepared by the Treasurer and present an analysis at the first scheduled meeting of the Executive Board after the beginning of the fiscal year.
- (6) Audit the Treasurer's financial records at least once per year.

Section 4 – Membership Committee

The Membership Committee shall report to the Membership Secretary.

It shall be the responsibility of the Membership Committee to:

- (1) Develop, implement, and administer the CLUB's membership program.
- (2) Assist the Membership Secretary in maintaining membership records.
- (3) Verify applications and make certain that applications are complete.
- (4) Develop and implement a plan to recruit and renew members.
- (5) Develop detailed action plans and strategies to promote participation by members.
- (6) Review member surveys and other data and make recommendations to the Executive Board for approval.
- (7) Submit quarterly reports on the status of the membership program to the Executive Board, including proposed budget requirements for the ensuing fiscal year.
- (8) In conjunction with the Outreach Committee, publicize the membership program to increase membership and promote greater participation.

Section 5 – Education Committee

The Education Committee shall report to the Education Director.

It shall be the responsibility of the Membership Committee to:

- (1) Develop, implement, and administer the CLUB's educational programs to achieve the goals and objectives set forth in Article II of these Bylaws.
- (2) Develop, publicize, and maintain the CLUB's Novice Beekeeper Program.
- (3) Promote and encourage member participation in state or regional Master Beekeeper Programs with the goal of maintaining at least three active CLUB members that are certified Master Beekeepers.
- (4) Coordinate and promote educational activities and conferences available to members outside of CLUB events.
- (5) Educate members about the CLUB's Good Neighbor Policy as set forth in Article VIII.
- (6) Create and maintain the CLUB's library of educational material and appoint a Club Librarian to oversee the collection.
- (7) Submit quarterly reports on the status of the education program to the Executive Board, including proposed budget requirements for the ensuing fiscal year.
- (8) In conjunction with the Outreach Committee, promote and publicize the CLUB's educational programs.
- (9) In conjunction with the Programs Committee, arrange speakers and presentations that achieve the CLUB's education goals.

Section 6 – Outreach Committee

The Outreach Committee shall report to the Outreach Director.

It shall be the responsibility of the Outreach Committee to:

- (1) Develop, implement, and administer the CLUB's outreach programs to achieve the goals and objectives set forth in Article II of these Bylaws.
- (2) Prepare, produce, and distribute all CLUB publications, including, but not limited to newsletters, promotional literature, news releases, special publications, technical papers, and membership promotional literature.
- (3) Prepare and coordinate promotional and educational displays and presentations at events other than CLUB events, including the coordination of member volunteers.
- (4) Send notices of CLUB meetings and presentations to members, local papers, and other media.
- (5) Educate the public about the CLUB's Good Neighbor Policy as set forth in Article VIII.
- (6) Appoint an Editor to oversee the preparation of the CLUB newsletter.
- (7) Appoint a Webmaster to manage, or oversee the management of, the CLUB's web site.
- (8) Submit quarterly reports on the status of the outreach program to the Executive Board, including proposed budget requirements for the ensuing fiscal year.

- (9) In conjunction with the Education Committee, promote and publicize the CLUB's educational programs.
- (10) In conjunction with the Programs Committee, arrange speakers and presentations that achieve the CLUB's outreach goals.
- (11) In conjunction with the Awards and Contests Committee, promote and publicize the CLUB's awards and contests.
- (12) In conjunction with the Membership Committee, publicize the membership program to increase membership and promote greater participation.

Section 7 – Programs Committee

The Programs Committee shall report to the Programs Director.

It shall be the responsibility of the Programs Committee to:

- (1) Plan, select, arrange, and produce meeting programs.
- (2) Contact speakers and make necessary arrangements for travel and honoraria.
- (3) Locate and coordinate sites for CLUB meetings. An effort shall be made to arrange meeting locations throughout Nassau and Suffolk counties to reach as many members as possible.
- (4) Make all necessary program arrangements for displays, projectors, screens, light controls, recorders, speakers, microphones, and other audio-visual equipment.
- (5) Appoint a Hospitality Coordinator to oversee the donation, preparation, and purchase of refreshments for CLUB meetings.
- (6) Submit quarterly reports summarizing the programs planned for the next fiscal year and make recommendations for future programs to the Executive Board, including proposed budget requirements for the ensuing fiscal year.
- (7) In conjunction with the Education Committee, arrange speakers and presentations that achieve the CLUB's education goals.
- (8) In conjunction with the Outreach Committee, arrange speakers and presentations that achieve the CLUB's outreach goals.
- (9) In conjunction with the Awards and Contests Committee, arrange and coordinate the CLUB's annual awards presentation and judging contests.

Section 8 – Awards and Contests Committee

The Awards and Contests Committee shall report to the Vice-president.

It shall be the responsibility of the Awards and Contests Committee to:

- (1) Develop, implement, and administer the CLUB's awards program, scholarship program, and honey and hive product contests.
- (2) Develop detailed criteria plus nomination and judging procedures for each CLUB award and scholarship.
- (3) Review nominations for CLUB awards and scholarships, and make recommendations to the Executive Board for approval.
- (4) Arrange an annual awards event for the presentation of scholarships and awards, and the recognition of awardees.
- (5) Develop product classes, detailed criteria, and judging procedures for CLUB contests for honey and hive products.
- (6) Appoint judges for honey and hive product contests.
- (7) Arrange an annual honey and hive product contest for the judging, presentation, and recognition of contest winners.
- (8) Design and arrange for the purchase of awards and contest ribbons.
- (9) Submit quarterly reports on the status of the awards, scholarship, and contest programs to the Executive Board, including proposed budget requirements for the ensuing fiscal year.
- (10) In conjunction with the Outreach Committee, promote and publicize the CLUB's awards and contests program.
- (11) In conjunction with the Programs Committee, arrange and coordinate the CLUB's annual awards presentation and judging contests.

Section 9 – Nominating Committee

Nominations of officers shall be made by a Nominating Committee consisting of three voting members selected by the Executive Board. No member or officer standing for office shall be a member of the Nominating Committee. The Nominating Committee shall be appointed before the end of October. This committee is responsible for seeking and accepting qualified candidates for the coming year. It should endeavor to nominate two or more candidates for each office.

The Nominating Committee chair shall report to the President.

Section 10 – Teller Committee

The Teller Committee shall consist of a minimum of three voting members selected by the Executive Board. It shall be the responsibility of the Teller Committee to provide the official ballot counts on matters referred to the CLUB membership for vote.

The Teller Committee chair shall report to the Secretary.

Section 11 – Special Committees

The Executive Board shall establish and appoint committee chairs and members of such special committees as necessary to carry on the work of the CLUB.

Special Committees may be formed by an approved motion of the membership or by approval of three members of the Executive Board.

Special Committees may be dissolved by an approved motion from the membership or by approval of three members of the Executive Board.

All committee chairs and members shall be members of the CLUB

Each committee chair shall report on deliberations and progress made by the committee at the regular meetings of the CLUB.

Each committee chair must maintain a complete file on all committee activities and prepare a final report to a designated Executive Board member. This report should include, but is not limited to, committee activities, accomplishments, projects not completed, proposed budget requirements for the ensuing fiscal year, and recommendations. The final report should be submitted to the Executive Board one month prior to the Annual Meeting and presented to the membership at the Annual Meeting.

ARTICLE VIII – BEEKEEPER'S GOOD NEIGHBOR POLICY

Members of the CLUB will comply with the CLUB's Good Neighbor Policy:

- (1) No more than four hives of honey bees for each one-quarter acre or less of lot size will be maintained on any lot.
- (2) No hive of honey bees will be maintained within ten feet of a boundary line of the lot on which said hive is located.
- (3) A six-foot hedge or fence will be placed between the hives and the neighbors, if the hive is ten feet from the neighbor's yard and the entrance faces the neighbor's yard.
- (4) No hive of honey bees will be maintained unless an adequate supply of water is furnished within twenty feet of said hive at all times between March 1 and October 31 of each year.
- (5) No hive of honey bees will be maintained unless such hive is inspected not less than four times between March 1 and October 31 of each year by the owner of the lot on which said hive is located or his delegate. A written record including the date of each such inspection will be maintained by said owner and will be available by authorized individuals.
- (6) No hive of honey bees will be maintained in a residential area in such a manner as will constitute a substantial nuisance.

ARTICLE IX – AMENDMENT OF THE BYLAWS**Section 1 – Ratification of the Bylaws**

These Bylaws shall become effective immediately upon ratification by two-thirds affirmative vote of the members present at any regular or special meeting of the CLUB, providing that the call for such

meeting contains a notification of the intended ratification, and the proposed text of the Bylaws shall have been made available to the entire membership at least ten days before such meeting.

Section 2 – Ratification of Amendments

These Bylaws may be amended by two-thirds affirmative vote of the members present at any regular or special meeting of the CLUB, providing that the proposed text of the amendment has been previously submitted in writing and reviewed by the Bylaws Committee in accordance with Article VII, Section 2, and the proposed text shall have been made available to the entire membership at least ten days before such meeting.

ARTICLE X – MISCELLANEOUS

Section 1 – Parliamentary Authority

The rules contained in the most recent edition of *Robert's Rules of Order Newly Revised* shall govern the CLUB in all cases in which they are applicable and in which they are not inconsistent with these bylaws and special rules of order the CLUB may adopt.

Section 2 – Construction and Terms

If there is any conflict between the provisions of these Bylaws and the certificate of incorporation of the CLUB, the provisions of the certificate of incorporation shall govern.

Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding.

Section 3 – Fiscal Year

The fiscal year of the CLUB shall be April 1 to May 31 of each year.