



CONSTITUTION  
AND  
BY-LAWS  
OF  
THE KNEE DEEP CLUB

Revised, Voted on and Unanimously Approved on  
July 12, 2019 by the General Membership

# **CONSTITUTION AND BY-LAWS OF THE KNEE DEEP CLUB**

## **NAME**

The Knee Deep Hunting and Fishing Club of Lake Hopatcong, New Jersey is the historic name of this organization. Our organization is to be known as the Knee Deep Club.

## **MAILING ADDRESS**

Our official mailing address is: P.O. Box 404, Lake Hopatcong, NJ 07849

## **WEB-SITE**

Our web-site address is [www.kneedeepclub.org](http://www.kneedeepclub.org)

## **NEWSLETTER**

Our Newsletter shall be titled: "Around the Lake with the Knee Deep Club of Lake Hopatcong". The newsletter shall be published Bi-Monthly from January through October.

## **PURPOSE**

The Knee Deep Club is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code as now enacted or hereinafter amended. To this end, the Knee Deep Club shall promote and develop better fisheries in Lake Hopatcong, a public lake in New Jersey, lessening the burdens on state and local government and promoting the general social welfare and conserving the community's natural resources, through the expending of funds directly for such purposes or by the furnishing of funds to other organizations organized for charitable scientific research, or educational purposes.

## **LIMITED ACTIVITIES**

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes stated above. No substantial part of the activities of the

organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The organization shall not participate in, or intervene in (including publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the organization shall not carry on any activity not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or (b) by a corporation contributions to which are deductible under 170(c)(2) of the Internal Revenue Code, or any corresponding section of any future federal tax code.

### **OFFICERS**

There shall be five (5) officers of the Club: President, First Vice-President, Second Vice-President, Secretary, and Treasurer. The offices of President and Treasurer should be filled by Board of Trustee members who have served at least one full term on the Board of Trustees.

### **TERM OF OFFICE**

A term of office shall be two (2) calendar years. The President and Treasurer should not serve more than two (2) elected terms in the same office. From time to time the term can be extended if either decides they want to do additional terms, they may if re-elected or run unopposed.

### **DUTIES OF THE OFFICERS**

1.     **PRESIDENT**
  - a.    The President shall organize and preside at all business meetings of the Club.
  - b.    The President shall cast the deciding vote if there is a tie.
  - c.    The President, with the Treasurer, shall sign all contracts and obligations of the Club after they have been approved by a majority vote of the Board of Trustees.
  - d.    Prepare the "From the President" Column for the newsletter.
  - e.    Send out monthly meeting notices to the Board of Trustees.
  
2.     **FIRST VICE-PRESIDENT**
  - a.    Shall perform duties as determined by the President and/or the Board of Directors.
  - b.    Perform the duties of the President in his/her absence.
  
3.     **SECOND VICE-PRESIDENT**
  - a.    Shall perform duties as determined by the President and/or the Board of Directors.
  - b.    Perform the duties of the President or the First Vice-President in his/her absence.

4.     **SECRETARY**

The Secretary shall record the minutes of all Membership meetings and Board of Trustee meetings of the Club. The Secretary shall maintain a file of minutes. Minutes of all meetings

must be typewritten for permanent record into the minute books of the Club and distributed to each member of the Board of Trustees in a timely fashion.

5. **TREASURER**

The Treasurer shall administer and have custody of general and special accounts of the Club. The Treasurer shall disburse the Club funds as directed by the Officers and Board of Trustees. The Treasurer shall enter full and accurate accounts of all monies deposited and paid on behalf of the Club in books and records. These books and records shall be open to inspection at the request of any ten (10) senior members in good standing upon reasonable notice. The Treasurer shall close the Club books by year end and submit them to the Board of Trustees at the January Trustee meeting.

**SUCCESSION OF OFFICERS**

**SHORT TERM:** In the absence of the President, the First Vice-President shall perform the duties of the President. In the absence of the President and First-Vice President, the Second Vice-President shall assume the duties of the President. Additionally, any member of the Board of Directors is eligible to fill in for the President.

**LONG TERM:** In the event that the President is unable to complete their term for any reason (including but not limited to illness, death or resignation) the presidency shall be offered to the First Vice-President. If the First Vice-President declines to serve, the presidency shall be offered to the Second Vice-President. If the Second Vice-President declines to serve, a suitable candidate from the Board of Trustees can step up to assume the Presidency upon approval of the Board of Trustees. If a President cannot be found, the Board of Directors or a Committee of Trustees will temporarily assume that responsibility.

**APPOINTMENTS**

The President shall appoint a member of the Board of Trustees to an Officer's position in the event that a vacancy becomes available.

**BOARD OF DIRECTORS**

The Board of Directors shall consist of all active past Presidents who have successfully completed at least one elected term of office (2 years) as President. Past Presidents who have been inactive can be appointed to the Board of Directors if approved by a vote of the Board of Trustees after a period of activity and/or contribution. Directors shall retain the power to vote.

Directors are simply Past Presidents who are serving as Trustees. They do not have any additional powers or authority. Their valuable experience as Past Presidents enables them to offer guidance to the Officers and the Board of Trustees.

## **BOARD OF TRUSTEES**

The Board of Trustees shall consist of up to eighteen (18) elected Senior Members, not including Officers or Directors.

All Officers and Directors are automatically members of the Board of Trustees.

The Board of Trustees may make Rules as long as they are not inconsistent with the Constitution and By-Laws.

The Board of Trustees may prescribe and enforce penalties for the breach of club rules.

Notice of any proposed changes to the Constitution and By-Laws must be sent to each member of the Board of Trustees at least seven (7) days prior to the meeting at which such changes are to be voted on.

The Board of Trustees shall determine the annual dues.

The Board of Trustees shall hold regular Trustee meetings at the call of the President at a place designated by him as often as needed but at least once a month from January through November.

The President will assign a Trustee the responsibility of gathering the mail. He/she will deposit incoming monies. That Trustee shall provide to the Treasurer a full and accurate account of all monies received and deposited for entry into the Club's books and records.

Special Trustee meetings shall be held at the call of the President or at the request of three (3) Trustees. Absence at four (4) regular Trustee meetings within a twelve (12) month period may result in the dismissal of a Trustee by the Board of Trustees.

The presence of at least ten (10) Trustees at a Trustee Meeting constitutes a quorum. At least a majority of Officers (3) must be present for voting to take place.

Trustees should notify the President when they plan on being absent for a Trustee meeting.

Each Trustee is responsible to obtain any information from meetings that they missed.

The Board of Trustees will review the Constitution & By-Laws at least every five (5) years.

Officers and Board of Trustee members shall donate their time without salary.

The Membership Chairman shall receive \$500 to cover administrative costs.

The Board of Trustees will prepare a calendar of events for the upcoming year which must be finalized no later than the November Trustee meeting.

Senior members in good standing are eligible to be nominated to serve on the Board of Trustees subject to the approval of the Board of Trustees.

Officers Directors or Trustees shall not be personally liable to the Knee Deep Club or its members for damages for breach of duty owed to the club or its members, except that nothing contained herein shall relieve a Trustee or officer from liability for any breach of duty based on an act or omission: (a) in breach of such person's duty of loyalty to the organization; (b) not in good faith (c) involving a knowing violation of law; or (d) resulting in receipt by such person of an improper personal benefit.

## **ELECTIONS**

1. **BI-ANNUAL ELECTIONS**: An election shall be held every two (2) years to elect a President, First Vice-President, Second Vice-President, Secretary, Treasurer, and up to eighteen (18 ) members of the Board of Trustees from the senior membership. All senior members are eligible to vote.
2. **JUNE**: At the June meeting, the General Membership shall elect a Nominating Committee consisting of at least three (3) elected Trustees and three (3) senior members in good standing at the June meeting.
3. **JULY**: At the July meeting the Nominating Committee will present their slate of candidates for the election of Officers and Trustees. Nominations for Officers and/or Trustees can be made from the floor by petition at the July meeting if they are signed by at least fifteen (15) senior members in good standing.
4. **AUGUST**: The election will be held at the August meeting. A sign-in sheet shall be taken to assure a quorum.
5. **OFFICERS**: If the Nominating Committee does not nominate an Officer and if no nomination is received from the floor the President will appoint a member of the Board of Trustees to fill the vacancy.
6. **PRESIDENT**: If a suitable candidate for President cannot be chosen, the Board of Directors or a Committee of Trustees will temporarily assume that responsibility.
7. **TREASURER**: It will be the President's responsibility to appoint a Trustee to fill the Treasurer's position if it becomes vacant
8. **ASSUMPTION OF OFFICE**: Incoming Officers and Trustees shall assume their duties on first of the year following their election.

## **MEMBERSHIP MEETINGS**

Regular membership meetings of the Club shall be held on the second Friday of the month from March to October inclusive. Special membership meetings may be called by the President, by any eight (8) members of the Board of Trustees or by fifteen (15) senior members. Fifteen (15) senior members shall constitute a quorum at any membership meeting.

## **COMMITTEES**

The President and/or the Board of Trustees shall establish Committees as deemed necessary.

## **MEMBERSHIP**

**APPLICATIONS:** Any individual shall be eligible for membership following the receipt of a paid membership application by the Membership Chairman. Applications for membership submitted after September 1st will be effective for the balance of that year and for the following year.

**JUNIOR MEMBERSHIP:** Any applicant under the age of sixteen will be admitted as a junior member. Any applicant below the age of sixteen who achieves the age of sixteen prior to or on December 31st of that year will be admitted as a junior member and shall become a Senior Member effective January 1st of the following year.

**HONORARY MEMBERSHIP:** The Board of Trustees may propose any individual for honorary membership. Any member in good standing for five consecutive years and attaining the age of 70 years shall become an Honorary Member for life. All Past Presidents shall be Honorary Members for life. All Honorary Members retain their eligibility for office and the right to vote at any meeting.

**DISCIPLINE:** The Board of Trustees shall have the power to suspend any Officer, Director, Trustee or Member whose conduct shall be judged prejudicial to the Club's welfare. Any Trustee found to be divulging official Club business information to outside persons will be subject to expulsion from the Board by the President. The suspended or expelled person shall be furnished with written charges and shall be allowed to present a defense at the next regular or special Trustee meeting. The Board of Trustees by majority vote may reinstate or remove such Officer, Director, Trustee or member. Their decision shall be final.

**MEMBERSHIP RENEWAL:** The grace period for membership renewal expires on April 1st. Any member whose renewal application has not been received by April 1st will cease to be a member of the Knee Deep Club. Any and all entries by that person in the Year Long Contest shall be voided. Only when that member has been reinstated can fish caught after being reinstated be entered into the Year Long Contest or be considered for any records.

**MEMBERSHIP LIST:** The Membership List is proprietary information which shall be protected at all times. It shall not be sold, shared or given to any outside party at any time for any reason.

## **YEAR LONG CONTEST**

All fish that are weighed in during the Club's Year Long Contest which meet a previously established Club record need to be verified by the Club President or his designee.

## **EMBLEM**

The emblem of the Club (as shown on the front cover) shall be the one designed by Joseph Pauls and adopted by the membership.

## **ORDER OF BUSINESS AT GENERAL MEETINGS**

1. Salute to the flag
2. Reading of Minutes
3. Treasurer's Report
4. Membership Report
5. Year Long Contest Report
6. Miscellaneous Reports
7. President's Report
8. Good of the Club
9. BREAK
10. Speaker
11. Adjournment

## **DISSOLUTION**

If a suitable candidate for President cannot be found within a twelve month period (during which time the Board of Directors or a Committee of Trustees has served as President), the Board of Directors shall set a date for dissolution.

Upon the dissolution of this corporation the assets comprising the "Leo August Memorial Award" shall be donated to the American Red Cross, a 501(c)(3) organization, in accordance with the Last Will and Testament of the late Past President Leo August which was probated in the office of the Surrogate of the County of Essex and the State of New Jersey on December 11, 1997

Upon the dissolution of the corporation all other assets shall be distributed for one or more exempt purposes within the meaning of 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Superior Court of New Jersey of the county in which the principal office of the corporation is located, exclusively for such purposes or to such organizations as said court shall determine which are organized and operated exclusively for such purpose.

## AMENDMENTS

The Constitution and By-Laws may be amended or revised by two-thirds vote of members present, at any regular or special meeting of the Club, provided that notice of any proposed amendment or revisions shall have been made available to each Officer, Trustee, Director and member at least seven (7) days before such meeting. Posting on the web-site, copies available at membership meetings and notice of proposed changes in the newsletter shall be considered proper notice.

The list of "Past Presidents" and "Current President" can be routinely updated without voting.

# PAST PRESIDENTS

Herbert H. Spencer	1946
John J. Dugan	1947-1948
Alfred G. Birkenmeier	1949-1951
John B. Robinson	1952
Roland Eves	1953-1954
George Dutcher	1955-1956
Leo August	1957-1960
John J. Toth	1961-1964
Rudy Heiele	1965-1966
John Kappock	1967
Stewart G. Lant	1968-1972
Howard E. Doll	1973-1976
Steve Guerriero	1977-1984
Carmine J. Rossi	1985-1988
Frank J. Atterbury	1989-1990
Thomas McCormick	1991-1994
Tim Clancy	1995-1998
Lou Marcucci	1999-2002
James Salerno	2002-2004
Laura Morris	2005
The Board of Directors	2006
Chuck Walz	2007-2008
Les Aughey	2009-2011
The Board of Directors	2012
Brad Garie	2013
Ed Mackin	2014-2017

# CURRENT PRESIDENT

Don Gardner