

The Maryland Bass Federation , INC.
CONSTITUTION & BYLAWS
April 2010

The Maryland Bass Federation Inc., hereinafter called TBF MD, composed of affiliated Maryland Clubs, and Chartered by The Bass Federation, Inc., does hereby adopt the following Constitution and Bylaws. TBF Maryland is not Benevolent by Incorporation.

ARTICLE I. PURPOSE

The primary goal of TBF MD shall be to preserve and further the sport of bass angling by:

- a) Improving bass fishing throughout the state and elsewhere.
- b) Supporting ecological and Environmental improvements on regional, state and local levels.
- c) Promoting the highest degree of sportsmanship amongst its membership by functioning as a dynamic and effective link with all Clubs embracing the principles of The Bass Federation Inc.. Foremost, in benefit of all members TBF MD is an organization of Fishermen, Women and Youth for the benefit of its members to compete in bass tournaments within the Clubs, and State wide with intention to progress to the National Level or just enjoy the Club opportunities.

ARTICLE II. BOARD OF DIRECTORS

Section 1. General.

The business management and affairs of the Federation shall be under the direction and control of the Board of Directors who shall have the authority to authorize Contracts, incur liabilities, expend funds, and approve sale and exchange of organizational property and attend to such other matters connected with the conduct of the Federation, as, from time to time it may determine. The Officers (Executive Committee) of the Federation and elected representatives of affiliate TBF Clubs shall constitute the Board of Directors.

Section 2. TBF MD Club Representation.

1. Each TBF MD Club shall, by election, have a member who will serve as a director on the Federation's Board of Directors. Such director shall:
 - Be a member in good standing of TBF MD and FLW and the Chapter he will represent.
 - Represent the membership of their chapter and convey the business of that membership to the Board of Directors and in turn, relay the business of the Board of Directors to the chapter members.
 - Hold office for as determined by each Club as the Representative. Remain as a Board member until their respective successors shall be elected and shall qualify.
 - Attend a minimum of three of the scheduled Board of Director's meetings conducted during the calendar year (CY). Compliance with this requirement Shall maintain active their club's status in the Federation and eligibility for club participation in the TBF MD's activities.
2. In addition to the director, Clubs will elect alternate directors who meet the requirements of the director. The Club's alternate director will represent the Club at Board of Director's meetings in the absence of the Director. Alternate directors will be appointed to fill expired terms of office of Club directors should the position be vacated for any reason.
3. A requirement for continuing affiliation with this Federation is Club representation at the Board of Director's meetings. Chapter representation shall include the requirement that Clubs shall maintain current the name and address of their director and first alternate director with the Federation. Should a change in the directors occur, change shall be reported to the Federation's Secretary prior to the next scheduled Board meeting.

Section 3 Board of Directors Duties-

The Board of Directors responsibilities include but are not limited to:

- Shall serve as liaison between the Executive Committee Officers and the individual Clubs.
- The Board of Directors will assist the President and Officers in any function that relates to the operation and autonomy of the Clubs they represent. They will operate as a BODY and represent one vote on the Board. Any Federation business to be voted on by the Board of Directors at the Executive Committee meetings must be done by a majority vote among their BODY. (Not Quorum)
- The Board of Directors will have the Duty to Monitor the Federations Bylaws, Standing Rules, Procedures, and insure all are being followed, and will report to the President any Violations.
- The Board of Directors will monitor the maintaining of the Federation books and records of account.
- They will assist all Committees, Standing or Special as the President directs.
- They will report to the Executive Committee any concerns, reports, or information from their individual Clubs and voice to the President any concerns that may arise within their Clubs.
- Board members are to make a Report at each of their Club meetings any information handed down from the Executive Level.

Article. III General Activities and Execution of Business

Section 1. Removal From Office.

The Board of Directors shall have the right, at any time, to remove any Director as a Club Representative for cause by 2/3rd majority vote from all Club Representatives of the Board of Directors, and after opportunity to be heard, whenever, in its judgment, the Board considers such action to be in the best interests of the Federation. Cause shall be construed to include failure to attend scheduled meetings, misrepresentation of their Clubs ideals and failure to represent TBF MD objectively and honestly to the public or membership.

Section 2. Meetings.

Regular meetings of the Board of Directors shall be held minimum quarterly during the calendar year (CY) on such dates, at such a place, and at such a starting time as shall be coordinated and determined by the President and approved by the Board. Additional and/or special meetings will be held at the discretion of the Board of Directors or at the request of a Club or Clubs to resolve issues pertaining to TBF MD State Operation. The location, date and starting times for the first regular meeting of the Board of Directors, for the succeeding CY shall be announced by the President during the last Board meeting for the current CY.

Section 3. Emergency Special Meetings.

Special meetings of the Board of Directors may be called at any time by the President or by a majority of the Officers or Board of Directors. Notice of any special meeting of the Board of Directors shall be given in writing, personally or by email, to each director not less than five (5) days before such meeting. The notice shall state the time, place and the purpose or purposes for which the meeting is called.

Section 4. Committees.

The Board of Directors may, by resolution(s), passed by a majority of directors, designate one or more committees, each committee to consist of two or more of the directors and any number of individual members of the Federation. The designation of such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any member thereof, of any responsibility imposed upon it or him. Each committee shall keep regular minutes of its meetings and report the same to the Board of Directors when required.

- Committees by example could be – Youth, Conservation, Action, Tournament, Fundraising etc.

Section 5. Voting.

At all meetings of the Board of Directors, each director shall have one vote. Proxy votes during Board meetings are prohibited. Regular business meetings only require majority vote of attendees. Special Meetings or removal from office have different vote requirements. See Sections.

Section 6. Compensation.

Directors shall not receive compensation from Federation funds for their services as directors. However, Directors may be reimbursed for expenses incurred in behalf of the Federation beyond their normal duties as Director, the expenses to be evidenced by receipt or other proper document. If any Club so wishes, it may reimburse their Directors.

Section 7. Books And Accounting Records.

As a continuing action, the Board of Directors shall monitor the procedures for maintaining the books and accounting records of the Federation. This shall fall within the Treasurers duties, and reports will be available at each Quarterly Meeting.

This is to assure:

1. TBF Maryland keeps correct and complete books and records of account.
2. All Federation funds are properly safeguarded and all receipts of moneys and expenditures are properly recorded according to acceptable accounting procedures.
3. A record of the receipts of its members, Board of Directors and committees are kept.
4. An updated record of the names and addresses of its Clubs and members are maintained at such location as the Secretary and Treasurer reside.
5. The Federation's financial books and accounts are reviewed annually by the Board of Directors before any tax implications are recorded for State and Federal.

Section 8. Exceptions To Authority.

The Board of Directors may not:

1. Make any rule or regulation, not already delegated to the TBF MD by the Articles of Incorporation or these Bylaws that shall impinge upon the autonomy and authority of the Clubs as separate entities.
2. Amend or repeal portions of the Articles or these Bylaws that were imposed by vote of the individual membership, inclusive of the following which shall be determined by individual vote:
 - a) Withdrawal of the TBF MD from The Bass Federation Inc.
 - b) Imposition of a membership fee on the individual members.
 - c) Dissolution of the Federation.
 - d) For By-Law or Financial Distribution above \$2,000 (Except for State team distributions), notification and approval from all Directors is necessary.

Section 9. Quorum.

A quorum for the transaction of business at all meetings of the Board of Directors shall be who is present at said meetings for day-to-day decisions. Special meetings may require unanimous or 2/3rd quorum votes from each Club Director.

ARTICLE IV. The Maryland Bass Federation Officers

Section 1. General.

Officers of the Federation shall have a two-year term. The Board of Directors will hold nominations for elections the November of the second year for a membership vote in December. Federation officers, as a group, shall be known as the Executive Committee and are empowered to carry out the directives of the Board of Directors when the Board of Directors are not in session. The Board of Directors shall have the power to overrule or modify the action of the Executive Committee or any officer of the Federation. The Executive Committee shall consist of; President, Vice-President, Second Vice-President, Secretary, Treasurer, Tournament Director. Tournament Director will be chosen from Volunteers and approved by the Board.

- a) The Executive Committee may only act by a majority of its members, at any meeting.
- b) An act or authorization of an act by the Executive Committee, within the authority delegated by the Board of Directors, shall be as effective for all purposes as the authorization by the Directors; however, the Executive Committee and any delegated action of authority, shall not, operate to relieve the Board of Directors, or any member thereof, their authority or responsibility imposed upon it or him by Corporate Law or these bylaws.
- c) The Executive Committee shall prepare an agenda for each regular or special meeting of the Board of Directors and issue copies 5 days prior to each meeting for Directors Consideration for inclusion or deletion of topics.
- d) d. During Board of Director's meetings, officers may perform dual functions, i.e.,
 - Federation official and Club director. In the latter case provided they are the Club delegate and are recognized as such by the chair, they shall be authorized to register attendance and cast their authorized vote in the interests of their respective Club.

Section 2. Election of Officers.

Officers of the Federation shall be nominated by the Board of Directors from Interested individuals from the existing Club Members. Individuals interested in any Executive position must submit in writing for nomination to their club Director. Nominations must be submitted (30) thirty days prior to the second year fourth quarter Board of Directors Meeting. The Board will accept resumes from the names considered and verify eligibility for office. Upon doing so the Board will verify through the written resume if the individual is a member in good standing. At the 4th Quarter Board of Directors Meeting the ballots will be the FIRST order of business. All names to be included on the ballot will be set and the Secretary will issue a Club Ballot to each Director who will issue secret ballots to their respected clubs for a vote. Ballots must be returned by December 15 to the Secretary for tabulation. The results will be announced by email to the Directors for announcement to the clubs. The results take effect January 1st of the next calendar year and the President elect will contact all positions and call a meeting of the new Executive Branch by January 15th for the new years agenda.

Section 3. Term of Office.

The term of office for Federation officers shall be for a period of two (2) years. Officers shall take office January 1st of the calendar year. They shall serve from that date. Officers may be elected for consecutive terms for the same position, not to exceed three terms, six (6) years of uninterrupted tenure.

Section 4. Eligibility for Office.

Officers shall be members in good standing of The Bass Federation Inc., TBF Maryland and FLW, and of an affiliate Bass Club for a minimum of (2) two years.

Section 5. Removal From Office.

Any officer may be removed from office for cause by two-thirds (2/3) vote of the Board of Directors, (Full Board Representation, not quorum), and after opportunity to be heard, whenever, in its judgment, the Board considers such action to be in the best interest of the Federation such as, and not limited to:

- An officer's absence, without justifiable reasons, from three consecutive meetings of the Board of Directors
- Behavior – legal or criminal outside of Federation Business
- Failure to abide by these bylaws and their duties thereof.
- An officer requests to step down.
- A Decision by the Board after taking a “Vote of No-Confidence” from Club Members by Majority.

Cause for removal must be presented in writing to each Board member for consideration for the vote. The Board will determine if the actions, or inaction warrant a vote for removal. If it is determined a vote is needed for action to dismiss a special meeting will be set to hear the accused and a vote will be taken by secret ballot after the interview. The for an Officer a Membership Vote must be taken by each Club Director of his members and Majority vote rules. The vote will be Binding with no appeal.

ARTICLE IV. Duties of the Executive Committee

1. **President** – The President shall preside over all Executive Committee and Board meetings, direct all official business of the Federation and:
 - Appoint Standing and Special Committee Chairpersons of the Federation as appropriate, and assist and direct all standing and special Committees as needed.
 - Preside as Chairperson of the Finance and Budget Committee.
 - Be Present at Directors Meetings
 - Provide a Statement of anticipated Revenues and Expenditures (Budget) for approval by the Board of Directors.
 - Schedule regular (quarterly) and special meetings of the Executive Committee and Directors. Notify the Directors, Officers, of the meeting dates, time and place.
 - Insure that the Articles of Incorporation are in order and applicable to State and Federal Laws.
 - Assure adequate supervision of all Federation sponsored events.
 - Initiate disciplinary action in respect to violations of standing regulations and procedures by Federation members. Submit such actions to the Board for approval.
 - Acquire knowledge of parliamentary procedures for purposes of running efficient meetings.
 - The President or his/her appointee shall be a member of The Bass Federation, Inc. Advisory Board, which shall meet upon the call of the National President in the purpose of furthering the goals of The Bass Federation Inc..
 - He/She shall maintain constant liaison between all National Directors and the National President.
 - The President will have authority to disperse without Board approval \$200 per need – not to exceed \$600 per year for day-to-day business needs and expenses.
 - He/She will attend the yearly National Presidents Meeting or be sure TBF MD is represented by a Executive Officer if the President cannot attend, or is fishing the National Championship in conjunction with the Presidents meeting.
 - Maintain Signatory on **ALL** TBF Maryland Financial Acceptances.

2. **Vice-President** - The Vice-President shall perform:
 - All duties assigned to him by the President and shall preside over meetings in the absence of the President.
 - In the event that the President's office becomes vacated, and upon approval of the Board of Directors, the Vice-President shall assume Presidential responsibility until the following election. If it is determined by the Board that the Vice-President cannot perform these duties, the position will revert to the Second Vice-President.
 - Be Tie Breaker of Board meeting Votes
 - Maintain Signatory on **ALL** TBF Maryland Financial Acceptances.
3. **Second Vice-President** – Duties include but not limited to:
 - Will head special committees as designated by the Board of Directors.
 - Represent the Federation in aspects of decision making to assist the Tournament Director with disputes
 - Assist the President and Vice-President in management and By-Laws issues, and maintain a level of involvement as to be up to speed in the event the Vice-President cannot perform his duties due to obligation or other issues.
 - Maintain the Post of Sergeant of Arms at all Board Meetings and when called upon at Special Meetings. The Sergeant of Arms will call the meetings to order and insure that the Rules of Order are followed and may Gavel in at any time to maintain order, and insure that the agenda is followed. The SOA will close the meetings with a vote to adjourn and second.
4. **Secretary** –Duties will be:
 - He/She **Shall** keep a record of the proceedings (Minutes) of all meetings of the Board of Directors and Executive Committee, including special meetings.
 - Maintain current mailing addresses, telephone numbers of the Executive Committee and Board of Directors. Copies of which will be distributed to each Club President. Copies will be made available to The Bass Federation Inc. Secretary and kept up to date as changes are made.
 - Maintain the Record of Attendance for Executive Committee and Board of Director Meetings, Special Meetings.(For all Board of Directors meetings a sign in attendance sheet will be used and included in the minutes from said meeting.)
 - Have prepared all previous meetings minutes prepared for distribution at all Board Meetings and read such minutes for approval at each meeting.
 - Maintain and have in custody the General Records of the MD TBF; including but not limited to the Executive Committee and Board of Directors Roster, Meeting Minutes, and attendance records. Roster of Committee Chairpersons. Maintain a file of all TBF Maryland Clubs, and a roster of each Clubs Officers. Make correspondence to third parties as directed by the Executive Committee or the Directors.
 - Maintain Corporate Letterhead for Legal and Corporate Correspondence. (Electronic as well)

4. Treasurer. Duties include but not limited to:

- He/She **Shall** have the care and custody of, and shall be responsible for, all the funds, securities, evidences of indebtedness and other valuable documents of the Federation, and deposit all such funds in the name of the TBF Maryland used banks, or trust companies, or other depositories, or in such safe deposit vaults as the Board of Directors may designate. He/She shall sit on the Finance and Budget Committee to assist the President and the committee to prepare the budget for tax implications as non-profit.
- Sign, make and endorse in the name of the TBF Maryland, all checks, notes, drafts, bills of exchange, acceptances and other instruments for the payment of money, and payout and dispose of and receipt therefore, under authorization and direction of the President and the Board of Directors.
- Render a statement of the condition of the finances of the Federation at each regular meeting of the Board of Directors, and at such other times as shall be required of him.
- Keep full and accurate books of account of all Federation business and other such books of account as the Board of Directors may require, and shall exhibit the same to any director of the Federation upon application thereof.
- Prepare and submit a complete calendar year financial report at the succeeding year's first Board of Director's meeting.
- Pay statements from officers and committee members only when clearly authorized by the President, Vice President, or Board of Directors , and when fully documented by receipts.
- Issue statements and collect for financial obligations owed to the Federation.
- **Be bonded** by the TBF Maryland for the faithful discharge of his duties in such amount and with such surety as the President, Vice-President, Board of Directors may prescribe.
- Have custody and maintain records of Federation accounts and disbursements. At termination of office such records shall be inventoried; active records shall be turned over to the succeeding Treasurer; old records shall be committed to Federation files as the President or Board of Directors shall direct; a receipt for same will be obtained. Valuable documents of the Federation in depositories or elsewhere shall be jointly inventoried by the outgoing and new Treasurer in the presence of the President or Vice President, prior to transfer of custodianship to the new Treasurer.
- Perform all duties incident to his office.

ARTICLE V. AFFILIATION

All TBF Maryland Clubs and their members are eligible to be members of The Bass Federation, Inc. in an active status as defined.

A. Individual Membership

1. Maintain a current membership in the TBF.
2. Maintain a current membership in the FLW.
3. Pay and keep current dues payable to TBF Maryland.
4. Pay yearly dues to the TBF Maryland Federation determined by the Executive Committee with recommendations from the Finance and Budget Committee, and approved by the Board of Directors.
5. Non-payment of any dues will put a member in an inactive status and he/she will not be eligible to the rights of an active member.

B. Club Membership

1. Clubs must maintain a minimum of six (6) active members on their rosters or the amount compatible with the number required by National TBF.
2. All Clubs must abide by the Bylaws of the Maryland Bass Federation, Inc.
3. All Clubs must be a current Charter Member of the TBF.
4. All requirements placed upon a Club by these bylaws and Standing Rules must be maintained.

C. Clubs with active status.

A Club and its members are granted the following rights and privileges.

1. Representation and voice for their Club at the State level with a Board Member.
2. Voting rights.
3. Participation in the TBF Maryland Tournaments for State Team.
4. Access to information, newsletters, correspondence and other rights granted to Clubs and members with an active status.
5. Insurances provided by The Bass Federation, Inc.

ARTICLE VI DISAFFILIATION & REMOVAL FROM OFFICE

A. The following is the procedure for Disaffiliation of Clubs from TBF Maryland.

1. A formal complaint of non-compliant club behavior will be considered by the Board Members and Executive Committee, stating all the facts, must be sent in writing to the President and Secretary of TBF MD by the person responsible for the allegations. The TBF President will then speak directly to the Club Board Representative within (5) days of receiving the complaint.
2. The Club Board Representative will then contact the Club Officers of the Complaint and Forward a copy to the Club President Registered mail. The Club will then be given the opportunity to respond in writing within (10) days of receipt of the letter.
3. After receiving the response from the accused Chapter and it is found not to be in compliance with the affiliation standards the Executive Committee will then report to the Board of Directors, in writing, of their findings.
4. The Executive Committee will then vote on whether to carry the complaint any further.
5. If the vote is to further investigate the situation, a letter, by registered mail, will be sent to the Club President and Secretary to notify them of a hearing.
 - a. Failure to answer this letter within (10) days will automatically place this Chapter in a non-active status.
 - b. A petition for another hearing for reinstatement may be filed one (1) year from the date of the Executive Committee's registered letter of notification.
6. A closed Executive Committee meeting will then be held to give audience to the Accused Club, the person(s) and/or Club(s) filing the complaint, and any witnesses.
7. The Committee will then vote on whether to place the accused Club in an Inactive Status; Causing the Club to lose its privileges as an affiliate of TBF MD.
8. The results of this hearing will be sent to The Bass Federation, Inc Headquarters, all parties involved in the hearing, and all TBF MD Clubs of the final determination.

B. Procedures for disaffiliation of an individual member from TBF MD.

1. The procedure is the same as disaffiliation of a Club except that the "TBF MD Member" replaces the "Accused "Club" in the above outline. This procedure only is in effect if the Club does not manage their members in such a way, or cannot manage an individual at their level.

C. Removal of a Director or Officer

A Board member or Officer will be removed from office for failing to perform or maintain his duties on the Executive Committee, Board of Directors, or at the Club level by the following procedures listed.

1. Removal from office in the Executive Committee or Board of Directors.
 - a. A formal complaint stating all the facts must be sent by registered mail to the President and Secretary of the Executive Committee. If the President is the Accused the Vice-President will receive the letter.
 - b. The President or Vice President will then contact the Board of Directors of the Complaint and call a special meeting to discuss the complaint(s). This must be done within 10 days of receipt of the registered letter.
 - c. The Board will report its findings and recommendations in writing to the Executive Committee President / or Vice-President and Secretary by registered mail within three (3) days of its findings.
 - d. If the matter is to be pursued, a hearing will be called with the Officer being charged the Board of Directors and the Executive Committee. After this hearing, a decision will be made by a silent vote of the Officers and Board whether to replace, put on probation, or dismiss the charges on the Director, or Officer.
 - e. If a Director is to be replaced, the club from which he/she is from must hold an election to fill the un-expired term left vacant. If it is an officer the Board will fill the position by Roberts Rules for the remaining term.
 - f. All proceedings should be completed within 60 days of the start.
2. Removal from office by the District Board.
 - a. The same procedure is to be followed as removal by the Executive Board.

ARTICLE VII STANDING COMMITTEES OR APPOINTMENTS

Section 1. – Committees or Appointments

The Executive Committee, by simple majority vote, can appoint the following standing committees or appointments when economically feasible and such other committees as may be necessary. Term of appointment to standing committees or appointments shall be determined by agreement between the appointee and the Executive Committee based on the individuals will and expertise, to continue in that position. To be eligible for appointment, a committee or appointment candidate must be a member in good standing of TBF MD and a member with active status of FLW and The Bass Federation, Inc.

- **Membership Chairman or Committee**

This Committee shall consist of a Chairman appointed from VOLUNTEERS and as many members as the Executive Committee and the Chairman feel is necessary. The duties of this Committee will be to work with the Executive Committee, State Secretary and the Board of Directors to keep and maintain the State Membership Roster, to market for membership with the goal of finding member Clubs for new members or assist new clubs in joining TBF MD. They will assist Clubs with the on-line registration for yearly re-up and new members.

- **Tournament Committee**

This Committee will be headed by a State Tournament Director appointed from Volunteers by the Executive Committee. This Committee will consist of Volunteers will to run the State Qualifying Tournaments in the event of the Tournament Directors absence, and assist in set-up and take down of Banners, Tents and Equipment. Volunteers will also help with weight slip scoring and final calculation of winners and points at each Tournament.

- **Youth Activities Committee and Chairman**

This Committee shall plan, organize, and implement State Youth Activities as introduced by TBF Maryland and The Bass Federation, Inc..

- Youth activities will include but not be exclusive to Reel Kids contests.

- Junior Clubs, introduction to the sport of fishing, water safety and conservation practices.
- Will organize, run and execute Youth Division Qualifying Tournaments to send one Youth from each age group to The Bass Federation Inc. Junior Nationals.
- This Committee will strive to implement actions to raise travel expenses and trophies for the Youth Qualifying tournaments.
- At the State level to assist Clubs in the safe operation of Youth activities and assist in the planning and implementation of such projects. This Committee will consist of One(1) Chairperson and Club or Parent Volunteers.
- The Chairperson is to be appointed from available volunteers by the Executive Committee to serve with no term limits.
- This Committee will meet four(4) times a year and more often if the Committee deems necessary.

D. Conservation Committee

This committee shall maintain current information on all matters, including legislation, related to, and that could affect, the preservation of aquatic resources and the natural environment in Maryland. Assure that the President, Board of Directors, and the membership is aware of such matters.

- They are to review proposed environmental and conservation projects to determine suitability for Federation sponsorship, and coordinate and supervise the implementation of Federation sponsored projects.
- Construct informational data about State and National Environmental and Conservation issues that need to be addressed by the Federation and make this data available through the email or other mailings.
- Keep records of projects undertaken by the State, Clubs, and Youth; and make this available to the public.
- Institute a Procedure and Guideline that will assist the Clubs in organizing a project of an Environmental or Conservation nature.
- This Committee will maintain liaison with DNR and keep them informed of all our beneficial projects.
- This Committee will consist of a Chairperson and Volunteers from Clubs and Youth.
- Chairperson shall maintain Contact with The Bass Federation Inc. Conservation Director for all matters national and attend the Conservation Meeting at the Presidents Counsel each year.
- Chairperson shall be appointed from volunteers by the Executive Committee. This Committee shall meet four(4) times a year or more often as desired.

E. Website -Webmaster

In order to save money and resources it is preferable the TBF MD maintain a website and does not use any paper newsletter. The Webmaster should be a Volunteer from the TBF MD Membership if at all possible. A line item should be placed in the yearly budget to cover any Domain Name purchase and bandwidth needs to operate the appropriate size page. It is the Webmaster Volunteers responsibility to maintain the site to the best of his time allotment, and post in a timely manner any Tournament Results or Announcements.

Any Contracts or Engagements to be made with electronic media providers information systems, or server groups must be approved by the Budget Committee and the Executive Committee.

F. Special Committees

Special committees may be formed by the Board but only for closely defined purposes, and in no case may the tenure of a special committee exceed two (2) years from the date of appointment. Special committees may not supersede or otherwise infringe upon the duties and responsibilities of standing committees.

ARTICLE VIII Special Appointments

A. Special Appointments by the Executive Committee-

It may be necessary for the Executive Committee to appoint several positions to serve as Consultants or Directors on an individual basis. These appointments will come from volunteers with certain expertise, or in some cases may be contracted to perform such duties as approved by the Board of Directors.

Appointments may be for, but not limited to:

2. Tax Accountant CPA
 2. Legal Advisor / Incorporation
 3. Public Relations
 4. Fund Raising Specialist

The term of appointment should be for as needed and by contract. Cost for terms must be a Board Vote if it exceeds \$500.

ARTICLE IX INCOME and DUES

Funds for the support and maintenance of TBF Maryland will be derived from individual membership dues, special tournament revenues, fund raisers, assessments, special projects, and donations. No donations or financial assistance will be accepted from individuals, businesses, corporations, or government agencies if there is evidence that the goals of these entities are contrary to the primary goals of TBF Maryland.

The Executive Committee and Board of Directors in the Fourth Quarter Meeting will consider dues for the next Calendar Year. Dues may not be increased mid year for any reason.

ARTICLE X Standing Rules

1. No Executive or District Board member shall use TBF MD as a vehicle for personal aggrandizement.
2. Any abuse of official powers by officers of a Club is subject to review by the Executive Board. Penalties for abuse of power include probation, suspension or termination of membership in TBF MD and its activities.
3. Each active Club in TBF MD shall have only one (1) vote at Board Meetings through their elected Director.
4. Dissemination of the TBF MD Roster, a Roster of The Bass Federation Inc. or individuals shall not be given to any organization or individual outside the Federation unless approved by the Board of Directors by vote.
5. "Robert's Rules of Order" will be governing application for all Board and Special Meetings.
6. Interpretation of these bylaws and Standing rules will rest with the Executive Committee. If there is a conflict of interpretation from an individual, Club, or Director that needs to have resolution, the Executive Committee will review the request and deliver their interpretation and that decision will be final.
7. Contracts on Behalf of TBF MD. Will **only** be authorized by the Executive Committee and Board of Directors. No Club or Member may authorize any officer or officers, agent or agents, employee or employees to enter into any contract or other instrument on behalf of TBF MD and such authority may be general or confined to specific instances. Except as herein provided or as authorized by the Officers and Board of Directors, no officer, agent or employee, other than the President and those officers granted specific authority under these Bylaws, shall have any power or authority to bind TBF MD by any

contract or engagement, or to pledge its credit or to render it liable, for any purpose or for any amount

8. Fiscal Year. The Fiscal Year of this Federation shall begin on January 1 and end on December 31.
9. Endorsements For Public Office. TBF MD shall not endorse or recommend any candidate for public office, nor shall partisan politics or sectarian religion be debated by members in meetings of TBF MD.
10. Conflict of Interest. No Officer or member of the Board of Directors shall use his position as a means of furthering any personal, political, or other aspiration, nor shall TBF MD, as a whole, take part in any movement not in keeping with its purpose and objectives.

ARTICLE XI. Dissolution of Charter

Dissolution of TBF Maryland – The TBF MD Officers and Board of Directors may at any time take up the matter of Dissolution of The Bass Federation, Inc.. This may occur due to insolvency, disagreement with Nation TBF, lack of membership, or acts of God or War. If the Officers and Directors deem it necessary to take such severe action their proposal to the Membership must be in writing and signed by all Officers and 2/3rds of all directors. The President of TBF Maryland will then present the motion to the membership at a all hands meeting scheduled 30 days in advance and located at such place that all members may attend. A majority vote in favor of dissolution at that meeting is necessary in order to proceed to dissolve. If a majority of the members vote to proceed to dissolve, a notice must then be sent by either registered or certified mail to Maryland Corporate Registration to Dissolve the TBF MD Corporation.

All assets of TBF MD will be assessed by a CPA and Distributed equally among all current members in good standing. Maryland Law will determine the distribution to all parties.

ARTICLE XVII. AMENDMENT OF BYLAWS

These Bylaws shall not be changed unless:

- a) Agreed upon by a 2/3rds majority vote of the Executive Committee, with the President voting, and the Board of Directors.
- b) Proposed Provision and Article changes are forwarded to all Clubs two months in advance for review prior to final vote to be held at an open Federation meeting.
- c) Final approval of all changes to the Bylaws will be made by active Clubs voting by a written YES or NO ballot only. This ballot must be signed by the Club President and witnessed by the Club Secretary. The ballot must be delivered by the Club Board Representative to the TBF MD Secretary for a final count at the next appropriate Board of Directors meeting. If the amendment(s) have been approved then of all changes will be written into the bylaws as Articles of Amendment.

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