

THE BY-LAWS OF THE LEHIGH VALLEY HOMEBREWERS

PREAMBLE

The members of this Club are voluntarily joined together to share and promote the pleasures of homebrewing. This Club is organized on a non-profit basis to encourage and advance beer appreciation and homebrewing among Club Members and in the community at large, to provide members an opportunity to enjoy homebrewing in a friendly and cooperative atmosphere, and to provide the opportunity for every member to participate in the operation of the Club. The following Bylaws are adopted to assure an orderly, continuously functioning organization for the benefit of all members. To that end, the Club shall sponsor tastings, competitions and participate in whatever local, regional and national homebrewing-related activities the Club sees fit in order to enhance homebrewing and beer appreciation.

ARTICLE 1 – ORGANIZATION

SECTION 1 – NAME: The name of this Club shall be the “Lehigh Valley Homebrewers,” hereinafter referred to as the LVHB.

SECTION 2 – MEMBERS AND OFFICERS: The Club shall be composed of Members and Officers as set forth in Article 2 and Article 3 below.

ARTICLE 2 – MEMBERS

SECTION 1 – QUALIFICATIONS: Membership in the LVHB is open to any person 21 years of age or older who attends at least five (5) or more Club Functions in one (1) calendar year, (hereinafter referred to as the “Membership Requirements”). The term “Club Function,” as used herein, shall mean any regular monthly meeting of the Club (including any regular monthly meeting of the Club designated as a holiday party) or any Club Event. The term “Club Event,” as used herein, shall mean any gathering of the Club (not including a meeting of the officers, the Advisory Board and/or any committee formed by the officers) that does not take place at a regular monthly meeting of the Club. Club Events shall count toward the Membership Requirements the same as two (2) regular meetings of the Club. (By way of example, but not exclusion, a candidate for membership may satisfy the Membership Requirements by attending five (5) regular meetings of the Club only, three (3) regular meetings of the Club and one (1) Club Event or three (3) Club Events only.) A candidate for membership is considered a Member upon satisfaction of the Membership Requirements. The Club officers may, in their sole discretion, consider as a Member any individual who does not meet the above requirements (with the exception of the age requirement) but rather demonstrates a history of meritorious service to the Club. The Club Officers have the authority to accept or reject any candidate for membership in their sole discretion.

SECTION 2 – MEMBERSHIP TERM: The membership term extends from the date that a candidate for membership satisfies the Membership Requirements to December 31st of the following calendar year. Failure to satisfy the Membership Requirements in any calendar year shall cause membership status to terminate on December 31st of that year. Should any individual's membership status lapse due to failure to satisfy the Membership Requirements in any calendar year, said individual may regain their membership status by satisfying the Membership Requirements again.

SECTION 3 – BENEFITS OF MEMBERSHIP: While both Members and non-Members may participate in most Club functions, only Members may enjoy the benefits of those Club functions designated by the Club Officers as Member-only events and Club functions.

SECTION 4 – MEMBERSHIP REVOCATION: Membership may be revoked by the Club Officers for failure to comply with the By-Laws or any conduct detrimental to the objectives and purposes of the Club. The offending Member is not entitled to receive a warning before membership is revoked.

SECTION 5 – MEMBERSHIP REINSTATEMENT: Any member whose membership was revoked for failure to comply with the By-Laws or for conduct detrimental to the objectives and purposes of the Club may be reinstated by a two-thirds majority vote of those present and voting at a regular meeting of the membership.

ARTICLE 3 – OFFICERS

SECTION 1 – POSITIONS: The elected Officers of the Club shall be a President, a Vice-President, a Secretary and a Treasurer.

SECTION 2 – QUALIFICATIONS: Qualification to serve as a Club Officer is open to any Member who has been a Member for at least one (1) full calendar year.

SECTION 3 – ELECTION OF OFFICERS: The election of officers will take place annually during the May regular Club meeting. Nomination of an individual for candidacy for a position as Club Officer may only be made by a Club Member. Nominations may be made and accepted at the regular meeting up to the time that the voting for the officers takes place. Candidates may be nominated for more than one office, but no Officer may serve in more than one elected position at the same time. Contested positions will be voted by secret ballot. The winner of a contested election is the person who receives the most number of votes of those members present and voting for that position. Uncontested positions may be confirmed by voice vote of those members attending the meeting. The new Officers assume their duties at the conclusion of the May meeting.

SECTION 4 – TERMS: All officers shall serve a term of one (1) year, subject only to the provisions of Article 3, Section 5 below.

SECTION 5 – VACANCY IN ELECTED OFFICE: When a vacancy in office exists, a new Officer will be appointed within thirty (30) days by the Club Officers. Confirmation of an appointment so made will be by a simple majority vote of the Members present and voting at the next regular meeting. A Club Officer appointed to fill a vacant position shall be subject to election by the Members in accordance with Article 3, Section 3 above.

SECTION 6 – REMOVAL OF AN ELECTED OFFICER: If an elected Officer does not meet the Membership Requirements while in office and/or has not performed or is unable or unwilling to perform his or her expected duties as set forth in Article 3, Section 7 below, or otherwise engages in any conduct detrimental to the objectives and purposes of the Club, the remaining Officers may make a motion at a regular meeting of the Club to remove the offending Officer from office. A two-thirds majority vote of the Members present and voting at a regular meeting will be required to sustain the Motion.

SECTION 7 – DUTIES: The duties of the Club Officers are as follows:

- **PRESIDENT:** The President calls meetings to order, establishes meeting places, discussion topics, and the event calendar for the year. The President directs and maintains the focus of the meetings in accordance with the Club objectives. The President shall further ensure that all Club Members are adequately kept informed of Club information and events.
- **VICE-PRESIDENT:** The Vice-President assists the President in all described duties and may have his/her own duties as selected by the President.
- **TREASURER:** The Treasurer shall ensure that all funds due to Club are collected, be the custodian of all Club funds, and keep an accurate account of all monies received and disbursed. The Treasurer shall report on the current financial status of the Club at the President's request.
- **SECRETARY:** The Secretary shall record and maintain a file of all necessary Club correspondence. The Secretary will be responsible for maintaining the Club e-mail distribution list and will send Club e-mail updates as requested by the President. The Secretary will also record and hold a current list of Members and a copy of the current Bylaws.

SECTION 8 – POWERS: The Club Officers shall have the authority to take any and all actions consistent with these Bylaws that are necessary to fulfill their duties or otherwise further the purpose of the Club. The Club Officers shall have the right to share or delegate any powers or obligations imposed upon said Officer set forth in this Article 3 with the Advisory Board or any other individual, individuals or committees formed to further the Club purposes as set forth in these Bylaws.

SECTION 9 – ACTS BY CLUB OFFICERS: In order for the Club Officers to act on matters not put to a vote by the Members, a vote of three out of the four Club Officers shall be required.

ARTICLE 4 – ADVISORY BOARD

SECTION 1 – CREATION AND PURPOSE: An Advisory Board is hereby created with whom the Club Officers may, at their discretion, consult on all Club-related matters. A further purpose of the Advisory Board is to ensure a smooth transition of powers and obligations from Club Officer(s) who resign their position(s) or are not re-elected to their position(s) by the Members to newly elected or appointed Club Officer(s).

SECTION 2 – QUALIFICATIONS: Qualification to serve as a member of the Advisory Board is open to any Member and former Club Officers, subject to the terms and conditions set forth below.

SECTION 3 – MEMBERSHIP: The members of the Advisory Board are as follows:

- **APPOINTED MEMBERS:** The Club Officers may, at their sole discretion, appoint any individual(s) they choose to the Advisory Board. The Club Officers may also, at their sole discretion, remove any member of the Advisory Board for any reason or no reason. Members of the Advisory Board shall not be subject to election or removal by the Members and shall serve on the Advisory Board until they resign or are removed by the Club Officers.
- **FORMER CLUB OFFICERS:** The Advisory Board shall also be composed of any former Club Officer whose term on the Advisory Board shall automatically expire on December 31 of the calendar year in which said Club Officers resign their position or are not re-elected to their position by the Members. Club Officers removed from office under Article 3, Section 6 above are not eligible for membership on the Advisory Board.

SECTION 4 – POWERS AND OBLIGATIONS: The members of the Advisory Board shall only have those powers, rights and obligations as granted by the Club Officers from time to time.

ARTICLE 5 – MEETINGS AND VOTING

SECTION 1 – REGULAR MEETINGS: Regular meetings of the Club will be held monthly on dates and at times designated by the Club President. The matters to be addressed at any Club meeting shall be determined by the President. Any individual present at a meeting may also raise matters for discussion or vote. No Member may vote on matters who is not present at the meeting where said matter is proposed for a vote.

SECTION 2 – SPECIAL MEETINGS: Special meetings may be called by the President at any time with sufficient notice given to the Members.

SECTION 3 – OFFICER MEETINGS: The Officers will meet other than at a regular monthly meeting of the Club as necessary to fulfill their duties to the Club.

ARTICLE 6 – AMENDMENTS TO BYLAWS

SECTION 1 – BYLAW REVIEW: The Officers shall review these Bylaws periodically to determine whether or not amendments are necessary.

SECTION 2 – AMENDMENTS TO BYLAWS: Any Officer or Member of the Club may propose revisions or amendments to these Bylaws during any Club meeting. The requested amendment shall be reviewed by the Officers and displayed on the Club website or forwarded to the Members via e-mail. The proposed Amendment must then be adopted by a two-thirds majority vote of Club Members present and voting at the next regular meeting.

SECTION 3 – EFFECTIVE DATE: These Bylaws shall become effective as of April 1, 2007.