

BY-LAWS of :

The Prairie Homebrewing Companions Homebrew Club

ARTICLE I - Name

The official name of the organization shall be the PRAIRIE HOMEBREWING COMPANIONS. Informally, the club shall be referred to as the PHC.

ARTICLE II - Purpose

It shall be the purpose of this club to be a self-supporting, non-profit organization dedicated to promoting the art and science of brewing and beer appreciation.

ARTICLE III - Motto

The official motto of the Prairie Homebrewing Companions shall be: "It Takes Beer To Make Beer!"

ARTICLE IV - Membership

- a. Any person who is 21 years of age or older is eligible to join the PHC and may become a member of the organization upon payment of his or her annual dues. Being a homebrewer is not a prerequisite for membership nor is membership in the American Homebrewers Association (AHA) but the latter shall be encouraged.
- b. Associate memberships of the Prairie Homebrewing Companions may be given to those individuals who have demonstrated an interest in the art of homebrewing and/or played an important role in the development of the club. Associates shall be nonvoting members and pay no dues. Associate memberships shall be awarded by a majority vote of members in good standing. The associate membership shall be valid as long as the individual demonstrates an interest in the Prairie Homebrewing Companions.
- c. Guests from other homebrew clubs sanctioned by the AHA may attend meetings and club activities. Other guests may also attend meetings provided they are invited and accompanied by a member of the PHC. After two meetings, such "guests" will be viewed as prospective members and will be encouraged to join the club.
- d. All club members shall be responsible for their own actions at meetings and club functions.

ARTICLE V - Officers

- a. The officers of the club shall be a President, Vice President, Secretary, Treasurer and two (2) Counselors. These officers together with the immediate past President shall constitute the Executive Committee. A quorum of the Executive Committee shall be five (5) of the seven (7) members.
- b. The Executive Committee shall provide leadership and guidance to the membership at large.
- c. At least 60 days prior to the annual meeting, the President shall call for the formation of a Nomination Committee. This committee shall contact each club member and determine his or her willingness to be nominated for office. Ballots containing the names of the solicited candidates shall be distributed to all members in good standing at least 30 days prior to the annual meeting. Members unable to attend may vote by returning the completed ballot to a

designated member of the nominating committee. The officers shall be elected by a majority vote of the members who submit completed ballots on or before the day of the annual meeting of the club. If only one (1) candidate can be found to run for an office, the candidate shall be elected by majority voice vote approval of the members present at the annual meeting. The officers shall hold office for one (1) year or until their successors are elected, except the Counselors who shall serve terms of two (2) years each with one being elected each year. After a maximum of two (2) consecutive terms in a given office, the officer shall be ineligible for that office for a period of one (1) year.

- d. Resignation of any officer may be accepted by a majority vote of the Executive Committee and said Committee is authorized to appoint a replacement to fill the vacancy. This shall be accomplished by majority vote of the remaining Executive Committee members. The appointed officer shall serve the remaining portion of the term of the vacated office. In the event that more than one (1) vacancy exists then all replacement officers will be elected by ballot at the next club meeting to fill the vacancies for the remaining portion of the term of the vacated office.

ARTICLE VI - Duties of Officers

- a. President - The President shall preside at all meetings of the club and of the Executive Committee and perform all additional duties as they pertain to the office. The President shall have custody of all club documents and correspondence. The President shall be the club contact for the national organization (AHA). The President shall select and preside over a Board of Inquiry when deemed necessary. The President shall also be responsible as a spokesperson for public relations.
- b. Vice President – The Vice President shall perform the duties of the President in the absence of the President or at the request of the President. The Vice President shall also be responsible as the club parliamentarian, sergeant at arms and as a spokesperson for public relations.
- c. Secretary – The Secretary shall keep and maintain a true and accurate record of all meetings of the club and present them to the club in the form of written minutes at or before the next scheduled meeting. The Secretary shall also record details of any meeting of the Executive Committee or Board of Inquiry. The Secretary shall provide minutes of such meetings to the membership at or before the next scheduled meeting. In the absence of the vice president or if the vice president is serving the duties of the president the secretary shall be responsible as the parliamentarian and sergeant at arms.
- d. Treasurer - The Treasurer shall have charge of all funds of the club. It shall also be the responsibility of the Treasurer to maintain accurate records of all financial transactions of the club. The Treasurer shall provide financial reports to the club on a regular basis.
- e. Counselor - The Counselors shall attend all meetings of the Executive Committee as the representative of the club membership as a whole. The Counselors shall also assist the President and Vice President as spokesperson for public relations. The Councilors shall act in an advisory role to the executive committee and the membership at large in questions of policy and brewing.

The following shall be non-elected, voluntary positions. When the individual holding any of these positions decides to relinquish his or her duties, additional volunteers will be solicited to fill the vacancy.

If more than one member wishes to hold a specific non-elected position and the individuals are not able to resolve this conflict among themselves, they must petition the Executive Committee. The Executive Committee will appoint one of the volunteers to the vacant position. Individuals holding a voluntary position are not precluded from holding an elected office.

- a. Librarian/Archivist - The club librarian shall organize and maintain all of the volumes entered into the club's collection. The librarian shall also be responsible for overseeing circulation of these materials among club members.
- b. Editor - The Editor shall collect and organize submissions for the official club newsletter. The Editor shall be responsible for printing and distributing the newsletter to all club members in good standing. The Editor shall also edit, print and distribute any other official club documents.
- c. Award of Brewing Program Coordinator (AoB) - The AoB Coordinator shall organize and document the AoB Program as defined in the current version of the *AoB Guidelines* posted on the club website. The Coordinator shall be responsible for organizing AoB entries at club events and for updating and managing the AoB records. The Coordinator shall make the final determination on validity of entries and results.

ARTICLE VIII - Dues

- a. Annual dues shall be established by the club members present at the annual meeting.
- b. Any member of the club in arrears shall not be eligible to vote or enjoy any other privileges or benefits of the club.

ARTICLE IX - Meetings

- a. Annual meeting - The annual meeting shall be held during the second (2nd) week of September in each year. If the annual meeting does not take place at the designated time, it shall be held within thirty (30) days thereafter and the officers shall hold over until their successors have been elected. Members unable to attend may vote by proxy.
- b. Executive Committee meetings - Executive Committee meetings may be called at any time and by any member of that committee. The Executive Committee may be convened at any time to discuss club activities but decisions should be made only for situations immediately affecting the club and requiring rapid resolution. Any decisions made by the Executive Committee shall be reported to the general membership at the next regularly scheduled club meeting.
- c. Regular monthly meetings - The club shall meet once a month at a time and location agreed upon at the previous month's meeting. All members in good standing are encouraged to attend and participate in the transaction of the ordinary business of the club at these meetings.
- d. Special meetings - A special club meeting may be called at any time by the President or Executive Committee.
- e. Quorum - One-fourth (1/4) of the members of the club entitled to vote shall constitute a quorum at any meeting. A simple majority of the quorum shall be required to make or change any club decision or spend club funds

ARTICLE X - Club Purchases

- a. Purchase of items with money from the club treasury must be approved at a regular monthly meeting by majority voice vote of the quorum. An affirmative vote shall authorize the treasurer to release the necessary funds.
- b. Any item purchased with club funds and sold to club members may include a surcharge of up to 10% which will be deposited in the club treasury.

ARTICLE XI - Suspension or Expulsion

- a. Any member may be suspended or expelled from the club for any reason deemed sufficient by a three-fifths (3/5) affirmation vote of a Board of Inquiry. No vote on suspension or expulsion may be taken unless fourteen (14) days written notice is given to the member charged. The member will be given a full hearing before the Board of Inquiry. Any action that is negatively viewed by the local community and/or results in poor public relations for the PHC may be grounds for inquiry. Abusive, obnoxious or similar behavior at club-sponsored activities will not be tolerated and is also subject for review.
- b. The Board of Inquiry shall consist of five (5) members of the club not related to the accused member. The President shall choose the members to serve on the board by lot. The President shall preside over the Board of Inquiry but will not have a vote on the board.
- c. The decision of any Board of Inquiry shall be final unless overruled by two-thirds (2/3) of the quorum at the first club meeting after the Board of Inquiry decision.

ARTICLE XII - Amendments

Proposed amendments to these by-laws may be introduced by any member of the club at any club meeting. The proposed amendment must be read at two consecutive club meetings prior to a vote. A two-thirds (2/3) vote of all club members in good standing shall be required to pass or reject the amendment. Members may vote by proxy.

Article XIII – Dissolution of the Club

In the event of dissolution the club will abide by all laws of the State of North Dakota and the Internal Revenue Service.

AMENDED

March 17, 1993

June 16, 1993

September 14, 1994

January 8, 2001

November 8, 2017