



# Constitution of the: North American Waterfowl Association

## Article I. Name

This organization shall be known as “North American Waterfowl Association”, “NAWA”

## Article II. Place of Business

The post office address of the club Secretary shall be considered as the headquarters.

## Article III. Purpose

The purpose of this club is to encourage the breeding, sharing and promotion of exhibition Waterfowl, the constant improvement of breeding stock, and the exhibiting of all breeds and varieties in accordance with the APA/ABA Standards and this Club Charter. The North American Waterfowl Association will also be the official sponsor of all Open & Junior events and shows of the North American Waterfowl Association (NAWA) in the USA and Canada.

## Article IV. Membership

### Section 1.

Any person of good character and who has a sincere interest in all APA/ABA recognized breeds and varieties may become a member of the club by sending one year’s dues to the secretary of the club.

- a. Annual members will be a member in good standing upon receipt of payment of membership dues.
- b. Family membership shall consist of members of immediate family living in the same household.

- c. Junior Members shall consist of members not less than five (5) years of age and, not over eighteen (18) years of age. Junior members must be a minimum of 18 years of age to vote or run for office.
- d. Annual dues shall be \$20.00 for each individual adult membership, and \$40.00 for a family membership, and \$15.00 for junior membership, or as voted on at a general meeting, by a two thirds majority vote of the members present at the Annual Club Meeting which will be held at a designated National event. The location of the National Meeting will be determined by the official board of directors by majority vote and must be held in an area where the general membership has the best opportunity to attend and which is centrally located. Each Official member of NAWA will have One (1) official vote in all meetings and elections. Two (2) official votes per family membership if at least two family members are 18 years of age or older.
- e. All membership dues are due on January 1<sup>st</sup> and will expire on December 31<sup>st</sup> each year with the exception of the inaugural year of operation. In 2020 ALL NAWA memberships purchased before November 1<sup>st</sup>, 2019 will be honored until the corresponding date in 2020 after which time those memberships will be prorated to the respective date in 2020.
- f. No membership payment, purchases for any items/merchandise, payment of any kind shall be accepted by any NAWA Officer without 1) written receipt with the name of the person accepting said payment, 2) Receipt from PayPal or 3) Check. All payments shall plainly state what the payment was made for, the date, the purchaser and the recipient of said payment.
- g. No person who has ever been convicted of any FELONY offense in any State or Official NAWA District shall be allowed to hold any office in the NAWA.

## Section 2.

Any member whose dues/membership in NAWA has expired for a period of three (1) month, as determined by the posted date on their membership card and /or office club records, shall cease to be a member, and shall forfeit all claims he or she may have had as a member. Such delinquent members may be reinstated by payment of current year's dues. Under no circumstances shall membership extend past the Annual December 31<sup>st</sup> expiration date without Official Board approval by majority vote.

### Section 3.

Junior members shall abide by the constitution and by-laws of the club.

All junior members must be present from coop-in to coop-out and present during judging to be awarded any type of NAWA Special Junior Award. Special Exceptions may be granted by the Board of Directors and/or Board members present at the specific show in question. There must be valid reason(s) for this exception to be applied.

Members who are between the ages of 5 and 18 years of age shall be deemed Junior Members. Members who are 19 years of age may petition the Board of Directors to be granted an additional year of eligibility as a Junior with JUST cause for the request. Junior members may not vote on any club question or election.

### Article V: Annual Dues

(a) Individual Adult 20.00

(b) Family 40.00

(c) Junior 15.00

### Article VI. Officers

#### Section 1.

The elected officers of this organization shall be a President, a Vice-President, a Secretary, a Treasurer, Director-at-Large, and between Four and Ten (4-10) Directors and designated Committee Chairmen. The number of Directors shall be determined by a 2/3's majority vote of the Board of Directors held at a designated National Meeting of NAWA or by pre-approved electronic conference.

#### Section 2.

President, Vice-President, Secretary, & Treasurer, shall be elected for a term of three (3) years. The President, Vice President, Secretary and Treasurer must have been active members for a minimum of 3 years to be nominated and/or elected to these offices. They also must have served previously as a member of the board for 2 years previously. The only exception to this rule will be the first year these By-Laws are approved by the acting Board.

Directors shall be elected for a two (2) year term. Board Members shall have the title of District Directors. Odd numbered Districts shall be elected/re-elected in Odd numbered years while Even numbered District Directors shall be elected/re-elected in Even numbered years. All Elections will be held by either postal, electronic or live elections. Live elections shall take place during Official National Meetings. Elections/Re-election of President, Vice President, Secretary Treasurer shall take place at Official National Meetings unless approved by the Board of Directors. Postal elections may be conducted and determined annually by the Board of Directors with the Secretary/Treasurer serving as Official Election Commissioner or other designated person if the Sec/Treasurer is being elected and has an opponent. The original founding Board of Directors beginning on Jan. 1<sup>st</sup>, 2020 shall begin for their terms and the election process will begin on 1-1-21 with Directors in odd numbered districts followed by Directors in even numbered districts in 2022. The President, V-President and Sec-Treasurer shall begin their 3 year terms on 1-1-20.

### Section 3.

Only members in good standing are eligible to file for, and if elected, hold office. No one with a past Felony Conviction may hold office in NAWA.

Only current members are eligible to vote. Families have 2 votes max if a Family Membership. Only family members 19 years of age or older may vote in any NAWA election.

### Section 4.

If the office of the President, Vice-President, Secretary, or Treasurer, is vacated for any reason during their term, the position will be filled for the remaining term of office by an officer appointed by the Board of Directors under the same requirements stated for that office.

Any Director's office vacated for any reason during their term will be filled for the remaining term of office jointly by the President, V-President and Secretary and approved by the BOD and the new appointee shall retain that office until the next scheduled election unless they are deemed inactive by the BOD. The President, V-President and Secretary/Treasurer may appoint a Director at Large to serve each year with approved by the BOD.

Any elected officer who misses three (3) consecutive National meetings (live or electronic) or who is deemed by the BOD to be inactive or non-functioning without a valid reason will be removed from his or her office. These requirements will be determined by the BOD (Board of Directors).

## By-Laws

### Article I. Duties of Officers

#### Section 1. President

The President shall be a member in good standing, and act as Chairman of the Board of Directors. The President shall execute all other duties imposed upon him or her at the time of election, and shall see that the Constitution and By-Laws of this club are executed by everyone concerned, and that all officers of the North American Waterfowl Association are properly executing their said duties. The President may call a special meeting when deemed necessary, or at the request of at least five (5) board members, and he or she shall preside at all meetings (Electronic or Live). The President may also communicate regularly with the Board by electronic means. No official votes may be taken electronically without a majority of the board voting unless the President, Vice president and Secretary/Treasurer determines an emergency exists.

#### Section 2. Vice President

The Vice-President shall act as presiding and executive officer in the absence of the president, assuming all other duties of the office during the term if it should be vacated for any reason. The normal duties of the Vice-President shall be to work closely with the President, Secretary-Treasurer and Board of Directors, and through the membership in securing as many new members as possible. The VP shall also execute any other duties imposed upon he/she at the time of election.

#### Section 3. Secretary

The Secretary shall conduct the correspondence of the club and keep an account of same. The secretary shall keep minutes of all meetings, and shall have charge of all books and papers pertaining to the club; He or She shall issue all notices of meetings (live, electronic or US Mail), and shall notify all members with membership lists, and if any membership is unpaid for one (1) months after due date, remove said name from the official NAWA membership list. The secretary shall keep a correct list of all members of the North American Waterfowl Association together with their address and contact information. He or she shall be custodian of the Constitution and By-Laws of the North American Waterfowl Association. The secretary-treasurer shall immediately surrender all files, financial records and any other property of the North American Waterfowl Association, to the new Secretary and President at the termination of his or her duties. The Secretary of NAWA may also hold the Office of Treasurer jointly.

## Section 4. Treasurer

He or She shall keep an account of all revenues. He or She shall also collect all money due the North American Waterfowl Association and keep an accurate account of same. The treasurer shall also prepare a financial statement for the fiscal year and present the same at the first general meeting of the year or to the BOD by electronic Media. The Sec/Treasurer shall also provide the President and Vice President a quarterly account recap so the club is constantly aware of the club's financial direction/progress. The Treasurer shall surrender all files, money, final financial statement and any other property of the North American Waterfowl Association, to the new Secretary/Treasurer and President at the termination of his or her duties. An internal audit will always be conducted immediately by the Board when the office changes by appointment and/or election. No expenditure shall be allowed without the approval of a majority BOD members if over \$300.00.

## Section 5. Board of Directors

The Board of Directors shall control the affairs of the NAWA at all times. They will remove from office any officer upon a majority vote of the board, for misconduct, unethical behavior, theft, misrepresentation or failure to perform the duties of his or her office. Any officer who is accused of any such behavior shall have a full review before the board (in person or electronically) to offer explanations and answer all accusations by the accuser(s) or board of directors. No officer of the NAWA shall be removed from office without a fair and just hearing before the BOD. Penalty for these offenses may range from reprimand to removal from office or club.

## Article II. Election of Officers

Directors and the Secretary-Treasurer in good standing shall be nominated for the office of President or Vice-President as long as they have been an active member of the NAWA for a minimum of 3 years. Any member in good standing may be nominated for the other offices of the North American Waterfowl Association as long as all requirements are met for the office sought. Nominations will be made in writing to the Secretary/Treasurer one month prior to the monthly meeting designated for elections. All nominees must have been a current member of NAWA for a minimum of 2 years at the time of nomination. Elections shall be held at the annual NAWA National Show meeting, postal vote or by electronic media. The BOD of NAWA shall determine the means of conducting elections and the date for such elections.

## Article IV. Club Meetings

The club meetings of the North American Waterfowl Association shall be held as voted on by the BOD of NAWA.

## Article V. Rules

### Section 1.

Robert's Rules of Order shall be the parliamentary guide of this Association, subject to the requirements of the Constitution and By-Laws and to such official rules as may be adopted by this Association.

### Section 2.

The North American Waterfowl Association may be guided by the rules and regulations of Associate Organizations: i.e. American Poultry Association and American Bantam Association.

### Section 3.

The North American Waterfowl Association shall not be responsible for any personal injury, or possessions of people that are lost, damaged, or stolen at shows, meetings, picnics, and etc.

### Section 4.

The Annual State Show date in each District will be the decision of the appropriate District Director, unless changed by a majority vote by the Board of Directors. Official NAWA State Shows should be scheduled between January and June. Official NAWA District Shows shall be determined by the appropriate District Director and the Director or his/her representative (pre-approved by the BOD) shall be in attendance to promote NAWA. District Shows should be scheduled between the months of June- October. Any Special Funding for any District Show shall be determined by the BOD of the NAWA and shall be determined by total NAWA membership in the proposed District. Under no circumstances shall a National Event be placed in any area simply for ease of convenience for officers or NAWA representatives. Each location should be selected by these requirements: 1) Number of Waterfowl in the area, 2) Number of active or potential NAWA members and 3) Held with the objective being to promote NAWA, waterfowl in general and encourage NAWA's growth in the proposed area.

The NAWA may designate three (3) National Shows each year. East Coast Nationals, Midwest Nationals and the West Coast Nationals. These three (3) Sectional Nationals should be held during the months of September-October. These shows may offer special awards which will be paid by PayPal or other electronic means. The NAWA Grand Nationals shall occur each year in the month of November and shall be centrally located. The District Directors in these Sectional Nationals should be in attendance and have a booth or table available to sign up new members and provide information on NAWA.

Locations of ALL National Events, Sectional Nationals and the Grand Nationals shall be approved by majority vote of the NAWA Board of Directors.

NAWA National Awards & Premiums shall only be presented to and won by official NAWA members. New members MUST be signed up by the entry deadline at the show where NAWA Awards are being offered.

The voting members of the North American Waterfowl Association BOD shall consist only of the President, Vice-President, Secretary, Treasurer and the appropriate District Directors including one Director at Large appointed by the President, Vice President and Sec/Treasurer.

#### Article VI. Merchandising

All merchandising of anything pertaining to NAWA (North American Waterfowl Association) shall be handled by the NAWA Board of Directors. All funds collected and paid for must be handled through the office of the Sec/Treasurer. Anything using the wording "NAWA", "North American Waterfowl Association" shall become the property of NAWA. District Directors may order merchandise directly from the Secretary/Treasurer for re-sale at any officially sanctioned NAWA Event at a discounted rate for re-sale. It is recommended that no more than 15% be added to the sale price of NAWA items by the District Directors to assist them in paying for booths, tables and printed items.

#### Article VII. Interpretations

In case of dispute arising out of the interpretation and meaning of this constitution and by-laws, and on any matters not covered under the same, a majority vote of the Board of Directors will decide the issue in which the decision will be final.

#### Section 1. Amendments

The by-laws can be repealed or amended only by a two thirds majority vote at the annual show meeting of the North American Waterfowl Association by the board of directors. The decision will be final unless it can be shown to violate these NAWA By-Laws.