



North Carolina  
NWTF



State Chapter




# North Carolina Chapter of the NWTF

## State Bylaws


The North Carolina State Chapter has officially adopted the Constitution for State Chapter of the National Wild Turkey Federation.

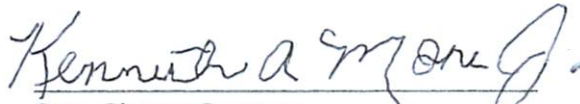
We, the North Carolina State Chapter, agree to abide by the articles that make up this Constitution and fully understand that this Constitution is to be the sole governing document as we handle the day -to-day affairs of our chapter system.

We also understand that our chapter can establish chapter bylaws as long as they do not conflict with this constitution. Any such bylaws shall be reduced to writing and accompany this Constitution.

  
\_\_\_\_\_  
State Chapter President

10-17-11  
Date

  
\_\_\_\_\_  
State Chapter Vice President

  
\_\_\_\_\_  
State Chapter Secretary

  
\_\_\_\_\_  
State Chapter Treasurer

# North Carolina Chapter of the NWTf

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# North Carolina Chapter of the NWTF

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## ARTICLE I

### NAME, TERRITORY OF OPERATIONS

#### Section 1 - NAME

The name of this organization is The North Carolina State Chapter of The National Wild Turkey Federation, Incorporated hereinafter referred to as the "State Chapter".

#### Section 2 - TERRITORY OF OPERATIONS

The State Chapter shall operate principally in the state of North Carolina. It may also operate in other states, territories and insular possessions of the United States, District of Columbia, States of Mexico, Provinces of Canada and countries.

## ARTICLE II

### GOALS, PURPOSES AND POWERS

#### Section 1 - GOALS

The goals of the NWTF and the State Chapter are:

- (a) To promote public awareness of, and support for, the conservation and wise management of the wild turkey;
- (b) To initiate programs to protect and improve habitat, and to increase the number and distribution of the wild turkey.
- (c) To promote the preservation and growth of hunting traditions.
- (d) To foster cooperation among both individuals and organizations on an international, federal, state or providence, and private level toward the accomplishment of such goals.

#### Section 2 - PURPOSES

The purposes of the NWTF and the State Chapter within the meaning of Section 501(c)(3) of the Internal Revenue Code are:

- (a) To establish, maintain, and promote public interest in the management, protection, and restoration of the wild turkey;
- (b) To develop, preserve, restore, and maintain wild turkey populations and their habitats;
- (c) To encourage, initiate, and coordinate research relating to the wild turkey;
- (d) To acquire, store, and disseminate biological information regarding the wild turkey;
- (e) To give and promote entertainments, lectures, and exhibitions for the general information of the public and members of the NWTF;
- (f) To promote the preservation and growth of hunting traditions;
- (g) To do all other things necessary and proper to further the stated goals consistent with the exclusively educational and nonprofit nature of the NWTF.

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The State Chapter will operate exclusively for charitable, scientific, and educational purposes as defined in the United States Internal Revenue Code and may engage in any and all lawful activities, incidental to the foregoing purposes, except as restricted herein. The State Chapter shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would prevent it or the NWTF as a whole from obtaining exemption from federal income taxation as a corporation described in the Internal Revenue Code, or cause it or the NWTF as a whole to lose such exempt status. The State Chapter shall not be operated for the purpose of carrying on a trade or business for profit; nor shall the State Chapter engage in any activities that are unlawful under applicable international, federal, state, provincial, or local laws. The State Chapter shall not engage in any prohibited transactions as described in the Internal Revenue Code, shall not accumulate income, invest income, or divert income, in a manner endangering its exempt status or the exempt status of the NWTF as a whole, and shall not engage in any other activity which will result in the denial or loss of exempt status.

The State Chapter shall not participate or intervene in any political campaign on behalf of any candidate for public office. The carrying on of propaganda or otherwise attempting to influence legislation shall be limited to the extent permitted under the Internal Revenue Code and the regulations of the Internal Revenue Service applicable to organizations enjoying the tax-exempt status.

In the event of the liquidation, dissolution or termination of a North Carolina Local Chapter, whether involuntary or by operation of law, the remaining assets of the Local Chapter, after payment of all debts and necessary charges and expenses, shall become the property of the State Chapter NWTF.

In the event of the liquidation, dissolution or termination of the North Carolina State Chapter, whether involuntary or by operation of law, the remaining assets of the State Chapter, after payment of all debts and necessary charges and expenses, shall become the property of the NWTF.

## **Section 3 - POWERS**

The State Chapter shall have all the powers necessary to carry out its purposes, subject only to limitations provided by the National and State Constitutions and Bylaws. Such powers shall include: the control of its affairs; the designation of the time for holding and the manner of conducting its meetings; terms of office, official designations, powers and duties of its officers, directors, and members of committees; defining what constitutes vacancy in any office or committee and the manner of filling the same; the number of members or directors necessary for a quorum and for the regulation of all other matters within its purpose and power; the adoption of such bylaws, consistent with law, and this Constitution, with the right from time to time to amend or repeal the same, as it shall deem proper; approval of the annual budget, oversight of financial affairs of State Chapter, and any all other powers normally vested to a State Chapter Board of Directors.

## **ARTICLE III**

### **MEMBERSHIP**

#### **Section 1 - MEMBERSHIP ELIGIBILITY AND CLASSIFICATION**

Any person interested in furthering the purposes for which a State Chapter is organized is eligible to become a member of NWTF if such person meets the terms established by NWTF. A State Chapter may solicit and provide for membership on such conditions as the NWTF Board of Directors may determine. Any member may be recommended for dismissal to the NWTF Board

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of Directors. However, the National Board must provide such member thirty (30) days written notice prior to the dismissal vote and provide such member with the opportunity to appear before the National Board of Directors to be heard prior to such vote.

Members shall not be held liable to any NWTF obligations unless a member specifically agrees to such liability.

NWTF contributors to the State Chapter shall be classified into the same membership categories and accorded the same privileges, dues, and responsibilities as that membership category carries within the NWTF as a whole.

All NWTF members in good standing who hold permanent residency within the State shall be considered members of the State Chapter.

This State Chapter may not charge dues for an individual to become or continue being a member of this State Chapter. The only dues required of members shall be those payable to the Federation.”

Every Member shall act with undivided allegiance and in the best interest of the NWTF at all times.

## **Section 2 – MEMBER’S RECORD**

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A State Chapter shall maintain records of account, and minutes of the organizational proceedings and actions taken as empowered by these Bylaws. All such documents may be inspected in person by any member for any purpose within ten (10) days of the date that State Chapter President receives a written request by such member. No copies of such documents will be made available without affirmative vote by the State Chapter Board of Directors.

## **ARTICLE IV**

### **BOARD OF DIRECTORS**

#### **Section 1 – POWERS AND ACTIONS**

The affairs of the State Chapter shall be directed by the Board of Directors, except as otherwise provided by State statute or by this Constitution and Bylaws or by the National Constitution and Bylaws

Every Director shall act with undivided allegiance and in the best interest of NWTF at all times.

#### **Section 2 - NUMBER**

The Board shall have no fewer than nine (9) nor more than seventeen (17) members, one of whom shall be the State Chapter President and who shall be President of the Board. Within these parameters, the Board of a Chapter shall determine its own size. After the number of members on the Board has been initially established, any changes in this number cannot go into effect until the next term of office.

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## Section 3 - QUALIFICATIONS OF DIRECTORS

All Directors shall be at least twenty one (21) years of age and shall be a NWTF member in good standing. No employee of the NWTF shall be eligible to serve as a member of the Board of Directors. No person who has been convicted of any crime involving fiscal theft, fraud, significant gaming violations, or other similar crime shall serve as a member of the Board of Directors. No State Chapter Director may hold any office or directorship at the national level during his/her term in office as a State Director.

Any member of the State Chapter that is significantly involved in a business enterprise that has or could have a potential conflict of interest with the NWTF shall not be eligible to serve as a member of the Board of Directors. Any member of the NWTF that is being considered to serve as a member of the Board of Directors must disclose any and all actual, existing, or perceived conflicts in writing to the full Board of Directors thirty (30) days prior to the election of Directors. The State Board of Directors shall, at its discretion determine whether such actual, existing, or perceived conflicts disqualify the member from directorship.

If the State Board of Directors cannot make a clear determination of a conflict of interest, it must refer the matter to the National Board of Directors for a final ruling.

## Section 4 – ATTENDANCE REQUIREMENTS

All State Directors are expected to be actively involved in state chapter meetings and activities. Any Director missing two or more State Chapter meetings or sponsored event in any given twelve month period shall be subject to review by the board. Any Director/s under review resulting from lack of attendance shall be given the opportunity to appear before the board of directors. Any board recommendations resulting from lack of attendance shall be at the sole discretion of the board. Recommendations for removal from the Board of Directors shall be subject to ARTICLE IV Section 11 of the State Bylaws.

## Section 5 - COMPENSATION FOR DIRECTORS

Directors may be reimbursed for travel and subsistence during meetings of the Board and meetings of Board Committees, and other official business approved by the Board or Executive Committee. In addition, at the request of the President and approved as set forth above, Directors may be reimbursed for travel and subsistence for other official business, but otherwise, no Directors shall receive any monetary compensation for serving on the Board of Directors or any committee thereof. Reimbursement for travel and subsistence will be limited to those expenses deemed reasonable and any unreasonable expenses may be denied reimbursement.

## Section 6 - ELECTION; TERM OF OFFICE

All members of the State Board and Officers shall serve two (2) year terms. The dates for the two year term of office for the Board and its Officers shall be the same, and shall be established by the Board. After the dates for the terms of office have been initially established, any changes in them cannot go into effect until the next term of office. All Director and Officers terms or changes shall commence and end at the annual Meeting in which the term of office ends.

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## Section - 6 Subsection-1 – ELECTION; Board Nominations

Directors elected by the Board of Directors: Each local NWTF chapter in the State of North Carolina may submit to the Nominating Committee candidates for considerations as candidates for Director. Nomination must be submitted in writing using a state nomination form for candidates to be considered by the Nominating Committee for submission to the State Board. Nominations require five (5) NWTF members' signatures with membership numbers; a short biography of no more than one 8.5x11 page outlining the candidate's background, qualifications and contributions to the NWTF. Applications must also include a recommendation signature from a submitting local chapter's officer or local chapter committee chair. All such nominations must be received by the Nominating Committee 30 days before the election is to be held. The Nominating committee shall mail nomination forms with submission guidelines/deadlines to all state chapter Presidents and Committee Chairs' once a call for nominations has been issued. Nomination forms may be obtained from the state web-site at [www.ncnwtf.com](http://www.ncnwtf.com) or by contacting any North Carolina Board Director if additional forms are needed.

## Section - 6 Subsection 2 – ELECTION; Nominating Committee

From the submitted valid nominations, the Nominating Committee shall select outstanding candidates to recommend for board openings. The qualifications for such candidates are to be determined at the sole discretion of the Nominating Committee . If the number of candidates submitted exceeds the number of open Board seats, the total Board shall be up for nomination and the Nominating Committee shall nominate up to 17 candidates as possible Directors. The Nominating Committee shall present the names of these candidates to the Board of Directors for approval. The Board of Directors may accept or reject, in whole or in part, the list of the candidates recommended by the Nominating Committee by a majority vote of a quorum of Directors present in person at the Board of Directors meeting.

## Section - 6 Subsection 3 – ELECTION; Election of the Board

The Board of Directors may accept or reject, in whole or in part, the list of the candidates recommended by the Nominating Committee by a majority vote of a quorum of Directors present in person at the Board of Directors meeting.

## Section 7 - ANNUAL MEETING OF THE BOARD OF DIRECTORS

The annual meeting of the Board of Directors, for the transaction of such business as may properly come before it, shall be called no less than thirty (30) days before such meeting. Notice of the time and place of such meeting shall be sent to all local chapter Presidents and to each Director at his or her physical address by 1<sup>st</sup> class mail or at the Director's instructions, to his or her electronic address of record. The annual meeting of the Board of Directors shall be held at such suitable place convenient to the Directors as they may designate. It is the responsibility of each Director to furnish the State Chapter Secretary with his or her mailing address of record. The address of record for each Director for purposes of these Bylaws shall be the address that the Director has most recently provided in writing to the State Chapter Secretary. The annual meeting will be held in the month of December each year.

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## Section 8 - OTHER MEETINGS; NOTICE

Other meetings of the Board of Directors may be called at a time and place approved by the Board of Directors or the Executive Committee thereof. Notice of the time and place of other meetings of the Board of Directors shall be sent by first class mail to each Director at his or her physical address of record or, at the Director's instructions, to his or her electronic address of record not less than thirty (30) days prior to the date set for such meeting. All such meetings shall be held at such suitable place convenient to the Directors as they may designate. Such meetings may be held in person or telephone as long as appropriately notified. The State Chapter will establish an annual calendar of meeting and have it published to the membership.

Special meetings of the Board of Directors may also be called by the President thereof or any four (4) Directors (who shall give written demand therefore to the Secretary). Such special meetings shall be held only for the purpose or purposes specified in the notice of such meeting. Notice of the time and place of special meetings of the Board of Directors shall be sent by first class mail to each Director at his or her physical address of record or, at the Director's instructions, to his or her electronic address of record not less than ten (10) nor more than thirty (30) days prior to the date set for such meeting.

## Section 9 - QUORUM

The presence at any meeting of the Board of Directors in person of 51% of the total number of Directors then in office shall be necessary and sufficient to constitute a quorum for the transaction of business. In the absence of a quorum, a majority of those Directors present in person may by resolution adjourn the meeting, but shall set a time, dates and place specified in the notice for the next meeting until a quorum is present. At a duly adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting as originally called.

## Section 10 - VOTING

At every meeting of the Board of Directors or committees, each voting Director shall be entitled to one vote in person or attendance (attendance being by telephone or other electronic method). There shall be proxy voting allowed at meetings of the Board of Directors or the Executive Committee. Such proxy must be presented in writing at the meeting in which the proxy is to be used and contain such conveying Director's original and witnessed signature. Upon the demand of any member of the Board of Directors, the vote upon any question before the meeting shall be by confidential written ballot to be read and counted by the Secretary. For the Board of Directors or the Executive Committee, all matters shall be decided by a majority vote of the Directors in attendance unless otherwise provided for by these Bylaws. For other committees, all matters shall be decided by Roberts Rules of Order a majority vote of the committee members in attendance.

## Section 11 – VACANCIES AND REMOVAL

Any Board Director may resign at any time by delivering a written, electronic resignation notification to the President or Secretary. Any Director may be removed from office by vote of

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seventy five percent (75%) of the Board of Directors at any regular or special meeting for any reason that the Board of Directors deems appropriate. Any Director subjected to such potential removal must be informed by certified mail a minimum of ten (10) days prior to the date of such vote and given the opportunity to address the board on his or her behalf. Any vacancy of the Board of Directors caused by death, resignation, retirement, disqualification, or any other cause, may be filled for the unexpired portion of a term by majority action of the Board of Directors from nominees submitted by the Board of Directors and shall be a Director for the remainder of the term. Board vacancies will be filled at the discretion of the Board. In the event such sudden vacancies cause the composition of the Board to decrease its total composition to be less than 51% of the members, the presence at any meeting of the Board of Directors of 2/3 such Directors shall be deemed a quorum exclusively for purposes of selecting additional Directors.

## **Section 12 – ACTION WITHOUT ASSEMBLING**

Any action that may be taken at a meeting of the Board of Directors or a committee thereof with a quorum as required by the bylaws may be taken by the members of the Board or committee thereof in person or by communicating with each other by means of telephone or other electronic means providing verbal or electronic communication.

## **Section 13 - ANNUAL REPORTS**

The State Board of Directors shall present to the President of the National Board of Directors an annual report on the State Chapter activities over the past fiscal year no later than 90 day after the conclusion of the State Chapter annual meeting. This report shall include an accounting of the State’s Super Fund projects, listing of all State’s events, fiscal accounting of the State’s funds, listing of the current Board of Directors, and any other activities the State Board determines to be appropriate.

The N WTF national will provide an outline for Chapters to follow for uniformity and collapsing of information.

## **ARTICLE V**

### **COMMITTEES**

#### **Section 1 - DIRECTOR COMMITTEES**

All director committee members shall be Directors or Officers of the State Chapter. Director committees shall be designated in this Constitution or in the Bylaws and shall include:

#### **Section 2 - THE EXECUTIVE COMMITTEE**

- A. **POWERS:** The Executive Committee shall act through the President and in behalf of the Board of Directors to conduct the business of the State Chapter between meetings of the Board of Directors. The Executive Committee shall have all the authority of the Board of Directors except as to the following matters (all of which shall be reserved to the Board of Directors):

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- (1) The submission to members of the NWTF of any action requiring members' approval under state or federal nonprofit corporation laws;
  - (2) The filling of vacancies and otherwise electing officers or members of the Board of Directors;
  - (3) The amendment or repeal of the Constitution or the Bylaws or any parts thereof, or the adoption of a new Constitution or new Bylaws;
  - (4) The amendment or repeal of any resolution of the Board of Directors by which its terms shall not be so amendable or repeatable.
- B. **NUMBER AND TERM OF OFFICE:** The Executive Committee shall consist of five (5) members. The members of the Executive Committee shall include the President of the Board of Directors (who shall serve as Chairman of the Executive Committee), the Vice President, the Secretary, the Treasurer and one member elected by the Board of Directors.
1. **TERMS:** Members of the Executive Committee shall serve terms commencing at the close of the annual meeting at which they take office.
  2. **MEETINGS:** The President shall call into session the Executive Committee at times selected by him or her. Good faith notice of the Executive Committee session will be given to each member of the committee by first class mail or other generally accepted electronic means at their known permanent address.
  3. **QUORUM:** Transaction of business by the Executive Committee shall require an in person, telephonic or electronic unanimous decision of Committee members, one of whom shall be the Chairman of the Executive Committee or a member of the Board of Directors designated by him. If the Executive Committee is unable to reach a unanimous decision the action will be referred to the entire Board.

### Section 3 - NOMINATING COMMITTEE

- A. **RESPONSIBILITIES:** The Nominating Committee shall identify and recommend qualified members of the NWTF to serve as Directors and shall place such members in nomination before the Board of Directors. The Nominating Committee shall obtain such information about nominees as designated in this Constitution or Bylaws or as deemed appropriate by the fitness of nominees, and shall obtain assent of nominees to serve in their elected capacity. The Nominating Committee is governed by Roberts Rules of Order
- B. **NUMBER AND TERM OF OFFICE:** The Nominating Committee shall consist of five (5) members that are nominated by the State Board of Directors for approval. Members of the Nominating Committee shall serve a two (2) year term commencing at the close of the annual meeting at which they are selected.

### Section 4 – HUNTING HERITAGE SUPER FUND COMMITTEE

- A. **RESPONSIBILITIES:** The Hunting Heritage Super Fund Committee shall be responsible for reviewing and recommending to the State Board approval or denial of any Hunting Heritage Super Fund requests that come before the State Chapter. The Hunting Heritage Super Fund Committee shall also receive reports on behalf of the Board of Directors from the Vice President

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of Conservation Programs describing the status and progress of ongoing conservation activities funded or conducted by the NWTf. The Committee shall also serve as counsel and advisor to the Vice President of Conservation and Technical Committee as to the suitability and fundability of proposed NWTf- sponsored conservation activities. Upon receiving information from NWTf officials, the Committee shall from time to time, at the direction of the President of the NWTf, be required to make final recommendations within budgetary limitations, regarding funding, initiation and termination, methods of procedure, and priority ranking of projects to the board for approval. The committee's final recommendations will be included in the Finance and Budget Committee which is forwarded to the State Chapter full Board of Directors for approval

**B. NUMBER AND TERM OF OFFICE:** The Hunting Heritage Superfund Committee shall consist of five (5) members. Members of the Hunting Heritage Superfund Committee shall serve a two (2) year term commencing at the close of the annual meeting at which they are selected.

**C. MEMBERSHIP AND QUALIFICATIONS:** The Hunting Heritage Superfund Committee shall consist of the President of the State Chapter with two other voting Directors appointed by the President. The voting members of the Conservation and Technical Committee shall serve two (2) year terms. The committee shall also consist of two (non-voting) members who consist of the state professional wild turkey worker and the NWTf regional biologist.

**D. CHAIRMAN:** The President or his/her appointee shall serve as Chairman of the committee.

### Section 5 - SPECIAL COMMITTEES

Special committees, boards, councils, and task forces may be established and appointed by the President of the State Chapter and may consist of Directors, Officers, State NWTf members or any combination thereof.

#### **North Carolina Special Committees:**

- A. FINANCE AND BUDGET COMMITTEE**
- B. FUNDRAISING COMMITTEE**
- C. STATE CONVENTION AND AWARDS COMMITTEE**
- D. COMMUNICATION AND PUBLICITY COMMITTEE**
- E. OUTREACH COMMITTEE**

## **ARTICLE VI**

### **OFFICERS**

#### Section 1 - TITLES AND QUALIFICATIONS

The officers of the State Chapter shall be; A President of the Board of Directors, a Vice President, a Secretary, a Treasurer, and such other officers, if any, as the Board of Directors may from time to time elect. All officers must be a member of the NWTf and active in a local chapter during their full term of office. Officers must maintain all other requirements outlined for North

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Carolina NWTf Board members outline in the State Constitution.

## Section 2 - ELECTION AND TERM OF OFFICE

North Carolina Chapter Officers shall be elected to office by (Quorum) vote of the Board of Directors. Terms of officers shall commence following their election at the annual meeting. All Board Officers shall serve a two (2) year term, or until his or her death, resignation, removal or disqualification. The term of the North Carolina State Chapter President and Vice President shall not exceed two consecutive terms. If a term of the President or Vice president is vacated during a term it shall not count as one of the candidates two consecutive terms. If additional terms in the office of President or Vice President are needed under extraordinary conditions, the National Board of Directors may approve an extension of no more than one full term of two years.

## Section 3 - PRESIDENT OF THE BOARD OF DIRECTORS

The President of the Board shall preside at all meetings of the entire Board, shall keep the Board of Directors fully informed, shall freely consult with them concerning the affairs of the State Chapter, and shall have such other powers and duties consistent with this Constitution as may be assigned to him or her from time to time by the Board of Directors.

The President shall preside at Executive Committee meetings, at general membership meetings, and at full Board meetings. The President shall have the responsibility of appointing those members and Chairmen of Director Committees who are not specifically appointed or specified by this Constitution, and establishing and appointing the members and Chairmen of special committees, boards, councils, and task forces. The President, together with any other officer, shall have the power to sign, unless the Board of Directors shall specifically require otherwise, in the name of the State Chapter, all contracts, agreements and other documents authorized generally or specifically by the Board of Directors.

The President shall have the responsibility of appointing such subcommittees of the Executive Committee as he deems necessary and appropriate. The President shall be responsible for keeping the other officers, the Board of Directors, the National staff, and the general membership of the State of North Carolina fully informed concerning the affairs of the State Chapter and shall have other powers and duties not inconsistent with this Constitution as may be assigned to him or her from time to time by the Board of Directors.

## Section 4 - VICE PRESIDENT

The Vice President shall have such powers and duties as may be assigned to him by the Board of Directors. In absence of the President, the Vice President shall perform the duties of President.

The Vice President shall be Chair of the State Convention and Awards Committee.

## Section 5 - SECRETARY

The Secretary shall act as such at all meetings of the general membership of the State Chapter, the Executive Committee and Board of Directors and shall keep the minutes of all such meetings in the books proper for that purpose. The Secretary shall have charge of all lists, records, books, documents, and papers as the Board of Directors deems appropriate. The

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Secretary shall also keep the minutes of all meetings of the Board of Directors and shall maintain a record containing the names of all persons who are Members and who are Directors. Such record shall include the Members and Directors' place of residence, telephone number, and electronic mail address and will be known as the Address of Record for purposes of these Bylaws. The Secretary shall perform all the duties customarily incident to the office of the Secretary and shall perform such other duties as from time to time shall be assigned to him or her by the Board of Directors.

The Secretary may delegate his or her functions and duties to assigned individual(s) but shall oversee the functions and duties and retain responsibility for them.

The Board of Directors may designate an Assistant Secretary, responsible to the Secretary, who acts on behalf of the Secretary in the event the Secretary is unavailable, provides other assistance to the Secretary as called upon, and performs such other duties as may be imposed by the Board of Directors.

### **Section 6 - TREASURER**

The Treasurer shall have custody of all funds and securities of the State Chapter which may come into his or her hands. The Treasurer shall keep or cause to be kept full and accurate accounts of all receipts and disbursements of the State Chapter and shall deposit all moneys and other valuable effects of the State Chapter in the name and to the credit of the State Chapter in such banks and depositories as the Board of Directors may from time to time designate. Whenever required by the Board of Directors, the Treasurer shall render a statement of his or her accounts and shall at all reasonable times exhibit his or her books and accounts to any Director of the State Chapter. The Treasurer shall perform all duties customarily incident to the office of Treasurer, subject to the control of the Board of Directors. The Treasurer shall serve as Chairman of the Finance and Budget Committee.

The Treasurer may delegate functions and duties to assigned members but shall oversee the functions and duties and retain the responsibility for them.

The Board of Directors may designate an Assistant Treasurer, responsible to the Treasurer, who acts on behalf of the Treasurer in the event the Treasurer is unavailable, provide other assistance to the Treasurer as called upon, and performs such other duties as may be imposed by the Board of Directors.

The Treasurer must provide the Board of Directors an accounting of funds received and dispersed at each Board of Directors meeting and for the annual report.

### **Section 7 – PROHIBITION AGAINST LOANS**

State Chapter shall not make loans to its Directors. Any Director accepting such loan will be subject to immediate removal and is obligated to immediately repay any and all monies borrowed under such loan.

### **Section 8 – VACANCIES AND REMOVAL OF OFFICERS**

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Any Officer may resign from office and/or the Board of Directors at any time by delivering a written, electronic resignation notification to the President or Secretary. If the officer submitting his/her resignation is the State President, notification must be made to the board of Directors as a whole. Any Officer may be removed from office by vote of seventy five percent (75%) of the Board of Directors for any reason the Board of Directors deems appropriate. Any Officer subjected to such potential removal must be informed by certified mail a minimum of ten (10) days prior to the date of such vote and given the opportunity to address the board on his or her behalf. Any vacancy of the Officers caused by death, resignation, retirement, disqualification, or any other cause, may be filled for the unexpired portion of a term. The office of President shall be filled by the Vice President and shall hold said office for the remainder of the original term. All other open officer positions shall be filled by a simple majority action of the Board of Directors from nominees submitted by the Board of Directors and shall hold said office for the remainder of the term. Any officer who is subject to removal as a North Carolina board member shall be subject to ARTICLE IV Section 11 of the State Bylaws.

## **ARTICLE VII**

### **MANAGEMENT**

#### **Section 1 - FINANCIAL STANDARDS**

The State Chapter shall adhere to generally accepted standards of financial management, including the bonding of personnel handling funds. NWTf will provide the bonding insurance upon receipt of the names of individuals responsible for the financial records and bank accounts of the Chapter

#### **Section 2 – BUDGET APPROVAL**

A State Chapter proposed budget shall be presented at the annual meeting by the Finance and Budget Committee, in conjunction with the Hunting Heritage Super Fund Committee for consideration by the Board of Directors. The Board of Directors may require any modifications to the budget as it deems necessary prior to approval.

All financial documents regarding any statement, audit, or other financial document reviewed or considered by the Board of Directors will be maintained for a minimum of seven years and shall not be destroyed without affirmative vote of the Board of Directors thereafter.

#### **Section 3 – HARASSMENT AND DISCRIMINATION**

The State Chapter and its chapters shall not discriminate in any manner against any person by reason of race, color, sex, national origin, disability, pregnancy, or religious or political affiliation. The State Chapter and its chapters shall take a positive approach to assuring each individual equal opportunity for employment, membership and election with their organizations.

State Chapter Directors shall attend annual training on the topics of illegal harassment and discrimination.

# **North Carolina Chapter of the NWTF**

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NWTF National will provide the necessary training and documentation to comply with applicable laws.

## **ARTICLE VIII**

### **STATE AND LOCAL CHAPTERS**

The State Chapter shall have the power to recommend approval of the chartering of Local chapters to the National Board of Directors.

North Carolina shall have only one (1) chapter which shall carry the State Chapter designation. State Chapter names shall begin with the name of the state or province and end with the phrase, "Chapter of the National Wild Turkey Federation."

#### **Section 1 - MEMBERSHIP**

Except as indicated below, each State Chapter shall consist of NWTF members whose permanent residence lies within the boundaries of the state or province and who desire membership in the chapter.

A NWTF member may become a voting member of a state, provincial or Local Chapter other than that which would be designated by his or her place of permanent residence if he or she desires by sending written notice of same to NWTF. A NWTF member may be a voting member of only one State Chapter and one Local Chapter at any one given time.

#### **Section 2 - FUNCTIONS, POWERS AND RESPONSIBILITIES**

Each State Chapter shall govern its operations and affairs as set forth in the Constitution for State Chapters of the National Wild Turkey Federation, Inc.

Each Local Chapter shall govern its operations and affairs so as to support the policies and activities of the NWTF and the State Chapter. State or Local Chapters shall not have the authority to hire or contract any employee without the written permission of the National Wild Turkey Federation's Board of Directors. The aforementioned written permission shall be reviewed annually by the National Wild Turkey Federation's Board of Directors. The activities of a local chapter shall not conflict with the NWTF Constitution and Bylaws, the NWTF Certificate of Incorporation, or the Constitution for State Chapter of the National Wild Turkey Federation, Inc.

The chain of authority shall be that North Carolina Local Chapter Presidents are responsible to the North Carolina State Chapter President, who in turn, shall be responsible to the President of the NWTF.

# **North Carolina Chapter of the NWTF**

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## **ARTICLE IX**

### **LOCAL CHAPTER VACANCIES**

Any vacancy of a Local Chapter Officer or Board of Director member occurring during a term of office at any time may be filled for the remainder of the unexpired term from nominations submitted by the local chapter and elected by a majority vote of the local Chapter's remaining Directors.

## **ARTICLE X**

### **NON-DISCRIMINATION**

The State Chapter and its Local Chapters shall not discriminate in any manner against any person by reason of race, color, sex, national origin, handicap or religious or political affiliation.

The State Chapter and its local chapters shall take a positive approach to assuring each individual equal opportunity for membership and election with their organizations.

## **ARTICLE XI**

### **AWARDS, INCENTIVES, RECOGNITIONS**

#### **Section 1 - GENERAL**

The State Chapter may present such State awards and recognitions as may be approved by the Board of Directors, including honorary Board memberships. All such awards shall be made in the name of the State Chapter.

#### **Section 2 – STATE AND LOCAL CHAPTERS**

All State and Local Chapters may grant such awards and recognitions as may be consistent with their purposes and not duplicative of or in conflict with the National awards of the NWTF.

## **ARTICLE XII**

### **NOTICES, MEETING PLACES AND OFFICES**

All notices required by law or by this Constitution shall be in any of the following manners written, e-mail, texted, phone, voice mail, or fax. A member of the board may specifically request to be notified in a particular manner. Notice may be waived, either before or after the meeting for which it is required, by any person entitled to receive the same.

The members of the State Chapter's Board of Directors and the Executive Committee thereof may hold their meetings with or without a formal notice.

# **North Carolina Chapter of the NWTF**

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## **ARTICLE XIII**

### **EXPULSION**

Any individual may be expelled from membership in the NWTF and any chapter of the NWTF may be dissolved and a new chapter may be created in its place only by the National Board of Directors.

#### **Section 1 – LOCAL CHAPTERS:**

A Local Chapter may be dissolved, for cause, if not less than two-thirds of their entire State Chapter Board of Directors, or not less than two-thirds of the Executive Committee thereof, in person at a properly scheduled meeting, vote to dissolve it and the NWTF's Board of Directors approves of such dissolution. The NWTF's Board of Directors has the right to reverse any chapter dissolution decision made.

#### **Section 2 – INDIVIDUAL, LOCAL, STATE CHAPTERS:**

The NWTF Board of Directors may, for cause, expel any individual from membership in the NWTF, or any Local, State, or Provincial Chapter from their status as a Chapter, by vote of not less than 2/3 (two-thirds) of the Board of Directors then in office. Such individual or State Chapter shall be given at least fifteen (15) days' notice of such proposed action, including the cause therefore, and an opportunity to be heard by the NWTF Board of Directors. Notice of any such hearing shall be delivered by the NWTF Board of Directors by Federal Express, UPS or US, Canada, or Mexico Mail.

#### **Section 3-DISCONTINUATION OF A LOCAL CHAPTER**

In the event of the liquidation, dissolution or termination of a North Carolina Local Chapter, whether involuntary or by operation of law, the remaining assets of the Local Chapter, after payment of all debts and necessary charges and expenses, shall become the property of the State Chapter of the NWTF.

In the event of the liquidation, dissolution or termination of the North Carolina State Chapter, whether involuntary or by operation of law, the remaining assets of the State Chapter, after payment of all debts and necessary charges and expenses, shall become the property of the NWTF.

Expulsion of any chapter shall not affect the status of individual members of any such chapter as members of the NWTF.

## **ARTICLE XIV**

### **FORMAT OF MEETINGS**

Unless otherwise specifically designated in the Constitution or Bylaws, all local, state and national meetings of the NWTF members, officers, directors and committees shall be governed by Robert's Rules of Order.

## **ARTICLE XV**

# **North Carolina Chapter of the NWTF**

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## **AMENDMENTS**

The Constitution and Bylaws may be amended by vote of not less than two thirds of the Board of Directors then in office at a meeting for which a copy of the proposed changes are contained in the notice of the meeting.

The Constitution and Bylaws may be amended by mail if the change, supplement, amendment or repeal is submitted in writing by first class mail, overnight delivery, e-mail or FAX to each Director at his or her address of record and proof of such mailing, under oath, shall be filed with the minutes of the corporation. Such votes shall be registered within thirty (30) days from the date of mailing or sending, provided each of the Directors has returned his vote at that time, or the voting shall be considered closed any time prior thereto if and when all the Directors have returned their votes.

## **ARTICLE XVI**

### **CONTRACTS**

The Board of Directors may authorize any Officer or other agent to enter into any contract or execute and deliver any instrument in the name of NWTF. Unless otherwise empowered to do so, no Member, Director, or employee shall have any power or authority to bind the corporation to any contract, engagement, or debt with the exception that the Chairman, President, Vice President, Secretary, Treasurer, or otherwise approved agent are given general authority to bind NWTF to contracts, engagements, or debts only where such obligation is done solely for the furtherance of NWTF and never where such obligation is for the personal gain of the individual within such position.

## **ARTICLE XVII**

### **FISCAL YEAR**

The fiscal year of the North Carolina State Chapter shall be January 1<sup>st</sup> through December 31<sup>st</sup>.

## **ARTICLE XVIII**

### **EXEMPT ACTIVITIES PROHIBITED**

Unless otherwise noted within this Constitution and Bylaws, no employee, Officer, Director, Volunteer or other agent or representative of the State Chapter or local chapter is authorized to take any action or engage in any activity on behalf of NWTF that is not permitted to be taken by an organization exempt under Section 501(c) (3) of the Internal Revenue Code and its Regulations.