

ESCAMBIA BAY HOMEBREWERS BY-LAWS

The following is the complete By-Laws of the Escambia Bay Homebrewers.

ARTICLE I - PURPOSE

Section 1 - Identity These are the By-Laws of the Escambia Bay Homebrewers, here after "EBH", an organization for-profit, organized and existing in the State of Florida.

Section 2 - Purpose The **Escambia Bay Homebrew Club** was founded in the Spring of 1985. The club's mission is to further educate ourselves in the art of making fine adult beverages and to share the art of making these beverages with others that are interested in learning. We also strive to engender an appreciation of fine micro brewed and imported beers, wines and adult beverages among those of us who make them.

Section 3 - Goals

- Promote the responsible use of alcoholic beverages.
- Engage in enjoyable social activities focused on home brewing as a common foundation.
- Learn about beer, beer tasting, beer styles, beer judging and brewing techniques based on shared knowledge and experience.
- Promote the hobby and enjoyment of home brewing.
- Drink better beer

Section 4 • Motto The motto of the EBH shall be "Brew It, Drink It"

ARTICLE II - MEMBERSHIP

Section 1 - Eligibility Any individual interested in learning how to homebrew adult beverages or who already brews those beverages, is of legal age to consume alcoholic beverages in the State of Florida, submits a completed application which is acceptable to the majority of the Board of Directors is eligible for membership. A person accepted by the club will enter as a probationary member for one year. Probationary members will be accepted into the club as a full member upon the approval of the elected officials and payment of dues. This acceptance will be by a majority approval in a blind vote held one year after they initially join the club. A member in good standing is expected to be involved in the activities of the EBH Club.

Section 2 - Acceptance The criterion for membership is submission of a written application to the treasurer of EBH and its approval by the club's officers, plus the payment of annual dues. Members are not required to brew beer, but are expected to foster the club goals, and participate and assist in the activities of the EBH.

Section 3 - Membership Year The membership year for the EBH shall be for the twelve-(12) month period starting January 1 of each year.

Section 4 - Hold Harmless Responsibility for Actions Each member's participation in the EBH is strictly voluntary. Each member realizes that participation in EBH activities may involve the consumption of alcoholic beverages, which may affect perception and reactions. All members shall be responsible for the conduct and actions of their guests. Each member and guests of members accepts sole responsibility and all liability for their conduct behavior and actions and agrees to indemnify and hold harmless the EBH, its officers and its members from any and all claims or liability whatsoever

resulting from actions of EBH, its members and guests of members. Through membership in the EBH, each member agrees to and is bound by this article.

Section 5 - Suspension and Expulsion for Cause Any member may be suspended or expelled from membership upon a showing of willful disregard of these By-Laws or other actions detrimental to the EBH in any way, as determined by a majority vote of the club officers. The charges against the member will be considered at a meeting of the club officers. The member will be notified by certified mail of the charges and date, time and place of the meeting. The member may appear and respond to the charges. The decision of the club officers shall be final. The remainder of the member's annual dues will be forfeited if expelled.

Section 6 - Reinstatement A suspended or expelled member, or one who has resigned with disciplinary action pending, may be returned to full membership upon written application and with a two-thirds approval vote of the board of directors and payment of current dues. Vote will be by secret ballot and counted by the club secretary.

ARTICLE III - VOTING

Section 1 - Eligibility All EBH members whose dues are current are eligible to vote on issues brought forward at a general membership meeting, however only current members as of the thirty-first day of August may vote in the election of officers or the vote on proposed changes to the By-Laws at the November meeting.

Sections 2 - Items Subject to Vote Any issue, other than proposed By-Law Amendments and the Election of Officers, may be considered by the membership at a Regular Meeting if it has been submitted in writing to an officer prior to the meeting. The club officers must approve or disapprove voting on the issue. The issue will be considered at the next Regular Meeting. The issue must be raised in the form of a motion and requires a second before being considered. Any issue considered and defeated by the majority of the members at the meeting may not be considered again for six (6) calendar months.

ARTICLE IV - MEETINGS

Section 1 - Annual Meeting The Annual Meeting shall be the membership meeting in November each year for the purpose of electing EBH officers and conducting other EBH business as it may occur.

Section 2 • Regular Meetings Regular meetings of the EBH shall be held on the third Sunday of every month. EBH president may change the club meeting date for special circumstances.

ARTICLE V - EBH OFFICERS

Section 1 - Officers The following positions make up the entirety of the EBH's officers and collectively make up the Club Officers of the EBH.

- President
- Vice President
- Secretary
- Treasurer

Section 2 – Eligibility A member must have been an active member of EBH for the preceding three years and in good standing.

Section 3 - Term The term for each officer shall be for 24 months starting with the first day of January in the year after elected.

Section 4 - Election of Officers

A. Election of the EBH president shall be held at the EBH membership monthly meeting in

November of each odd numbered year. All remaining officers will be elected at the EBH membership monthly meeting in November of each even numbered year.

B. Nominations shall be made in writing, submitted to, and recorded by, the Board of Directors. Only current members may be nominated, or nominate another current member, for an EBH office. All nominations must be submitted before the end of the Regular meeting occurring in September of each even numbered year. A member nominated for multiple offices may only run for one club officer position.

C. The nominee receiving the highest number of votes is elected to the office being elected

Section 5 - Duties of Officers

A. President: Will preside at all meetings of the general membership and Board of Directors. Shall coordinate the time and place for the officer's Board meetings. Shall be the chief spokesperson for the EBH and shall oversee all activities of the EBH. Shall recommend, vote on and implement EBH policy. Shall recommend direction of the EBH to the Board of Directors and general membership. Shall act as a liaison between the EBH and community.

B. Vice President: Shall:

- Work with the President to recommend, determine and implement policy decisions
- Work under the direction of the President to promote the good image and works of the EBH
- Preside over meetings the president cannot attend
- Coordinate all activities related to the club's booth at the Emerald Coast Beer Festival
- Manage the Brewer's Guild meetings.

C. Secretary: Shall keep and maintain all correspondence including copies of correspondence of an official nature by any member. Shall provide support to Vice-President to promote good communications within the EBH. Shall serve as proofreader of all printed communication as requested by the club officers and Board of Directors. Shall correspond with outside parties at the request of the Board of Directors.

D. Treasurer: Shall be responsible for the disbursement of all monies of the EBH and shall keep a record of all such disbursements. All disbursements shall be at the direction of and approval by the club officers. Shall present for approval an estimated operations expense budget to the Board of Directors during the month of December. The approved calendar year operating expense budget shall authorize the expenditure of funds covered in the budget. Disbursements in excess of five hundred dollars (\$500.00) shall require the prior approval of at least four (4) Club Officers. Will advise the Board of Directors of methods for improving EBH financial management; shall maintain the financial records of the EBH including bank account balances; and shall make all information available to the Club Officers. Financial records will be made available to the Board of Directors upon request. Advertizes due date and collects the annual membership dues, and other club income. Files appropriate taxes for the club. Provides the Club Officers a monthly expense report.

Sections 6 - Removal from Office Any officer of the EBH may be removed from office by a vote of three fourths of a quorum of Board of Directors for any malfeasance, dereliction of duties as determined by the Board of Directors, or misappropriation of EBH funds. The officer shall be notified by certified mail of the charges against him or her and may respond to the charges at a Board of Directors meeting, or a special meeting called to consider the issue of removal.

Section 7 - Vacancy of Office Upon an office becoming vacant by the resignation or removal of an officer, the remaining officers shall select a person to take the responsibility of the office and serve the remainder of the term.

ARTICLE VI – EBH BOARD OF DIRECTORS

Section 1 – Board Members The following make up the entirety of the EBH's Board of Directors.

- One(1) chairman appointed from the club membership by the club officers
- The four(4) elected officers
- Four(4) members appointed from the club membership by the club officers

Section 2 – Eligibility A member must have been an active member of EBH for the preceding three years and in good standing.

Section 3 - Term The term for each board member shall be for 12 months starting with the first day of January in the year after elected.

Section 4 - Approval of Board Members Appointment of EBH Board Members and chairman will be by the club officers at a meeting of the club officers in November of each year.

Section 5 – Duties The board members are to insure the EBH club operates in a manner which is consistent with its goals, and operates in a financially sound manner. The board’s duties are outlined throughout this document.

ARTICLE VII – COMMITTEES

Section 1 – Standing Committees The following are the standing committees of the EBH club:

- Emerald Coast Beer Festival™
- Brewer’s Guild – includes club brews and brew training, beer judging training, etc.

Section 2 – Creation Committees are created and dissolved by the Club Officers. The officers also appoint committee chairpersons.

ARTICLE VIII - FISCAL YEAR

Section 1 - Fiscal Year The fiscal year shall be from January 1 through December 31 of each year.

ARTICLE IX - DUES

Section 1 - Payment and Duration Dues are due and payable on the first day of January of each year and payment shall entitle the member to all rights and privileges offered by the EBH for a twelve (12) month period ending the last day of December. If payment of dues in full is not received by the last day of February, the member shall cease to be current and all rights and privileges will be revoked. At that point to become a member again the dues will be that of a new member.

Section 2 - Amount EBH membership dues are as follows: New members, \$50 initiation fee which includes one year annual dues; current member in good standing, \$100. A member may satisfy their annual dues obligation by selling \$100 worth of tickets to the Emerald Coast Beer Festival™ the previous year. (The dues will be reduced by the dollar value of the tickets sold, up to \$100.) A member in good standing who does not sell \$100 worth of tickets to The Emerald Coast Beer Festival™ and participate as a volunteer in the Festival or any of the other charitable activities sponsored by the club; may submit their dues, however, their membership standing will be reviewed by the board. The Board will determine if the member is to be retained in good standing, accepted on a probationary basis or rejected. If a new member joins the club after the Emerald Coast Beer Festival™, their annual dues for the following year will be \$20.

ARTICLE X - DISPOSAL OF CLUB ASSETS

In the event of dissolution of the Escambia Bay Homebrewers, the assets will be distributed as determined by the Board of Directors.

ARTICLE XI - BY-LAWS AMENDMENT

These By-Laws may be amended at any time by a Two-Thirds (2/3) vote of the Board of Directors. The proposed amendment shall be submitted in writing to the Chairman of the Board of Directors, in final form with a minimum of 2 signatures of Members in good standing. Upon approval, the Amendment shall be published in writing, signed by the President and attested to by the Secretary.

ARTICLE XII - GOVERNING LAW

Unless otherwise specified in these By-Laws to the contrary, matters concerning the operations of the EBH shall be handled in accordance with Chapter 607 & 621 of the Florida Statutes (Corporations For-Profit).