

## BY-LAWS OF MANU O KE KAI CANOE CLUB

### ARTICLE I NAME

The name of the club shall be **Manu O Ke Kai Canoe Club**, organized February 7, 1984. Club colors are: orange, beige and white.

### ARTICLE II TRAINING SITE AND DISTRICT

The location of the principal training site shall be at Haleiwa, Location, TMK 6-2-3-:10 9 (POR).

### ARTICLE III PURPOSE

The club shall be organized exclusively for the following purpose:

1. To maintain and perpetuate Hawaiian culture through the promotion of Hawaiian watersports.
2. To teach, train, instruct and expose children, men, and women in the ancient arts, crafts, and history of Hawaiian canoeing.
3. To provide means and facilities for activities tending to foster the development and maintenance of strong and healthy minds, bodies and spirits among all people; and
4. To provide opportunities for the interaction and communion of people in the interest of mental and social well-being.

The club is organized exclusively for educational and charitable purposes, the making of distribution to organizations that qualify as exempt organizations under section 501(c) 3 of the Internal Revenue Code.

### ARTICLE IV MEMBERSHIP

Section 1. **Membership:** Manu (the club) is a private association and has a right to select its own Member(s). The Club also has the right to deny membership to an individual based on that individual's affiliation with a certain existing member of the Club, even when the individual meets the requirements of the club. The sole decision of the Club to deny membership is to prevent a hostile environment or hostile takeover and assure the members will be sympathetic with goals of the Club. The Club's right to refuse admission shall be deemed lawful once the basis of such refusal is not prohibited by any one of the 9 distinct grounds as set forth in the Equal Status Acts 2000-2008 therein. (Gender, Civil Status, Family Status, Sexual Orientation, Religion, Age(not applicable to a person under 16), Disability, Race, Membership of the Traveller Community). [Rev. 6/4/19]

Section 2. **Active Member:** All applications for membership in the club shall be made in writing on an application form provided by the Club. No one will be allowed to participate in any regatta or long distance races unless dues have been paid and member is a good standing.

Section 3. **Eligibility:** Any person of good character shall be eligible for membership in this organization.

Section 4. **Right to vote and hold office:** Members in good standing shall have the right to vote and to hold office in a club.

Section 5. **Fees:** Membership fees shall be \$100.00 for 18 yrs. old and below, and \$200.00 for 19 yrs. and older per year.

Section 6. **Termination or suspension of membership:** The Board of Directors and/or two-thirds majority of the member paddlers in good standing, may suspend or expel another member for cause after due notice given and an appropriate hearing held.

Section 7. **Resignation:** Any member to resign from the club shall submit his or her resignation in writing to the Board of Directors.

Section 8. **Outstanding Debts:** No paddler will be accepted into or released from the club, nor allow to paddle; who has outstanding debts, whether such debts be owed to this club or any club or canoeing association until such obligations are paid in full, and all club property are returned to the original club.

Section 9. **Code of Ethics:** No person (member paddler, guest, etc) under the influence of alcohol or drugs, before and during practice sessions, regattas and long distance races will be allowed to paddle at the time of offense.

## ARTICLE V GENERAL MEMBERSHIP OF THE CLUB

Section 1. **Voting:** All paid members of the club shall have full voting powers and privileges except:

- A. The President will cast a vote in the event of a tie or possibility of a tie.
- B. Any member paddler not in good standing.

Section 2. **Quorum:** A quorum will consist of  $\frac{2}{3}$  majority of member paddlers and will be able to conduct club business.

Section 3. **Meetings:** Meetings of the club shall be held once a month unless otherwise ordered by the Board of Directors. Notice shall be given in advance prior to all special meetings.

Section 4. **Annual Meeting:** The President or Board of Directors shall call an annual meeting to elect new officers for the coming year; to receive summary report and include old and new businesses from outgoing officers.

Section 5. **Special Meetings:** Special meetings may be called at the discretion of the President and/or Board of Directors. The purpose of this meeting shall be stated. Only business pertaining to the purpose of the special meeting shall be discussed.

Section 6. **Notice of Meetings:** The Secretary shall be responsible for notifying members of any meeting.

ARTICLE VI  
BOARD OF DIRECTORS

Section 1.       **Board of Directors:** There shall be a Board of Directors selected by  $\frac{2}{3}$  majority of the member paddlers.

Section 2.       **Term of Office:** The Board of Directors shall serve a term of office for one year.

Section 3.       **Power & Responsibilities:** The Board of Directors shall have the responsibility of the general supervision of the affairs of the club in all areas.

- A. Approve or disapprove any expenditure, purchase, fund raising, property and any other valuable consideration or financial matter proposed by the club.
- B. Board of Directors will appoint the head coach.
- C. Perform any other acts pertinent to their responsibilities as provided for in these By-Laws.
- D. No member of the board shall be able to override a current decision made by the existing board.

Section 4.       **Quorum:** More than half of the Directors present shall constitute a quorum and the regular business of the Board may transpire.

Section 5.       **Minutes:** The Secretary of the Board shall have the responsibility of keeping accurate minutes of the proceedings of the Board of Directors.

Section 6.       **Vacancies:** Any vacancy in any office (coach, etc) because of death, resignation, removal or disqualification may be filled and approved by the Board of Directors of the club for the unexpired portion of the term.

Section 7.       **Removal of Office:** Any Director of the club may be removed from office upon the vote of two-thirds of the members of Board of Directors.

ARTICLE VII  
DUTIES OF THE OFFICERS

Section 1.       **President:** The President shall be the principal executive officer of the club and shall in general supervise and control all meetings of the club. He/she may sign, with the secretary or any other officer of the club as may be authorized by the Board of Directors.

Section 2.       **Vice-President:** In the absence of the President, or in the event of his/her inability to act, the Vice-President shall perform the duties of the President, and when so acting shall have all the powers of the President; and shall perform such other duties as from time to time by assigned by the President.

Section 3.       **Treasurer:** The Treasurer shall have charge and custody of and be responsible for all funds and securities of the club; receive and give receipt for monies due and payable to the club from any source

whatsoever, and deposit all such monies in the name of the club. He/she shall also report every meeting of the club all transactions regarding finance and the overall financial status of the club.

Section 4. **Secretary:** The Secretary shall keep the minutes of the meetings of the club and Board of Directors; be custodian of the records and reports, including these Bylaws, results of all races and reports of the officers and committee of the club. The Secretary shall see that all notices are duly given in accordance with provision of these By-Laws or are required by the law and such other duties as may assigned by the President.

#### ARTICLE VIII COMMITTEES

Section 1. **Special Committees:** Such committees or officers that the clubs shall deem necessary shall be appointed by the Board of Directors.

Section 2. **Public Relations:** The Public Relations committee shall be for the purpose of promoting good community relations and advertising club interests.

#### ARTICLE IX FUNDRAISING

Section 1. **Identification of fund drive:** No member paddler, officer, director, or person in any way connected with this club may at any time use the name, Manu O Ke Kai Canoe Club for fundraising for their own interests.

Section 2. **Disposition of money:** Monies belonging to the club shall be delivered to the Treasurer within 3 working days of fundraiser. Failure to do so may subject the member to be dealt with as defined in Article IV, section 7 of these By-Laws.

#### ARTICLE X CONTRACTS, CHECKS, DEPOSITS, AND GIFTS

Section 1. **Contracts:** The Board of Directors may authorize any officer of the club, in addition to the officers so authorized by these By-Laws, to enter into any contract or execute and deliver an instrument in the name of the and on the behalf of this club, and such authority may be general or confined to specific instances.

Section 2. **Deposits:** All funds of the club shall be deposited to its credit in such financial institutions or depositories as the Board of Directors may select.

Section 3. **Gifts:** The Board of Directors of the club may accept on behalf of the club any contributions, gift, bequests or device for the general purposes or for any special purposes of the club.

#### ARTICLE XI PROPERTY OF CLUB

Section 1. **Equipment Manager:** All property of the club shall be managed by an officer or member appointed by the Board of Directors, and shall be directly responsible to the Board of Directors.

Section 2. **Duties of Equipment Manager:** It shall be the duty of the equipment manager of the club's property to assign, retrieve, check conditions of, repair, make record of, collect payment for, make agreements for, and do any other acts deemed necessary in the maintenance and use of club property.

Section 3. **Return of club property:** Any member who resigns or is dismissed, shall return all property of the club to the equipment manager of the club within one week of such resignation or being dismissed.

ARTICLE XII  
AMENDMENTS

These By-Laws may be altered, amended, or repealed, or new By-Laws adopted by two-thirds of the members at an annual meeting or at any special meeting specifically called for such purposes; provided however, at least ten days written notice is given of the intention to alter, amend or repeal or to adopt new Bylaws at such meeting.

AMENDED

January 7, 2018

June 4, 2019

Know all members by these present:

That the undersigned does hereby certify that the above and the foregoing By-Laws were duly adopted by the members of Manu O Ke Kai Canoe Club duly assembled as the By-Laws thereof on this 7th day of January 2018.

Dated at Honolulu, City and County of Honolulu, State of Hawaii, this 1st day of June 2002

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President David Fuga

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Vice President Michele Sales

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Treasurer Yolanda Racca

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Secretary Angelica Gutierrez

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Board of Directors Aloha Sanborn

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Board of Directors Moku Sanborn

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Board of Directors Donna Machado

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