BYLAWS
of the
CYPRESS CHAPTER
of
THE IZAAK WALTON LEAGUE OF AMERICA
IWLA Chapter #10-046

As approved on the 15th…day of …July… , 2026…..

PREAMBLE

The purpose of this organization is scientific and educational, to inform its members and others about the value of natural resources; to conserve, maintain, protect, restore and defend natural resources and the environment; and to encourage public and private agencies to do likewise.

ARTICLE I – MEMBERSHIP AND DUES

Section 1. The annual membership dues shall be $ 62 for individual, $ 93 for family,$ 25 for student, and $10 for youth members plus current national dues and if applicable, state division dues, payable on or before the first day of January of each year.

Section 2. All members, whose dues are paid, shall be deemed active members. Only active members shall be eligible to hold office, vote at meetings or otherwise enjoy the privileges of the Organization.

Section 3. Any member, who by his conduct violates any of the rules of this Chapter or of the National Organization, may be expelled from membership by a two-thirds vote of the Board of Directors at a regular board meeting, provided the accused has been given at least twenty-four hours notice of the proposed action, and is given an opportunity to be heard before the board. All charges must be supported by affidavit.

Section 4. Any member whose connection with this Chapter shall be severed by resignation, death, expulsion or otherwise, shall forfeit all interest in any funds or property belonging to this Chapter.

Section 5. Membership in the Chapter shall be open to any person who supports the goals and policies of the Chapter. No person shall, on grounds of race, color, gender, religion, national origin, age, or handicap, be excluded from participation in or be subject to discrimination in any program or activity of the Chapter.

ARTICLE II – MEETINGS

Section 1. Regular meetings of the Cypress Chapter shall be held at a date and time to be determined. Online meetings are the default for the Cypress Chapter membership and Board meetings.

Section 2. Special meetings of the Chapter may be called at any time by the President or a majority of the Board of Directors, or not less than one-fifth of the active members, by mailing a written or printed notice stating the time and place of such meeting, at least five (5) days before the time of such meeting. held on not less than twenty-four (24) hours of verbal or written notice. E-mail notice shall be given to all board members concurrently with any verbal notice and notice of the meeting shall be posted to social media and for members and the public.

Section 3. A quorum for a membership meeting shall exist when the number of attendees equals at least 51% of the Board of Directors.

ARTICLE III – BOARD OF DIRECTORS

Section1 General Powers. The property, affairs and business of the Chapter shall be conducted, managed, and controlled by the Board of Directors (BOD). The BOD may by general resolution delegate to the Chapter officers, committees, or staff, made up of the elected officers such powers as provided by these Bylaws.

Section 2. Number and Term. The BOD will consist of at least four and not more than nine active Chapter members, who shall be elected by the active members of the Chapter for three-year terms on a rotating schedule, with up to three directors being elected each year.

Section 3 Manner of Acting. The decisions of a majority of the Directors present at a meeting at which a quorum is present shall be the action of the BOD, unless a greater number is required by law or by these Bylaws.

Section 4. A majority of the Board of Directors shall constitute a quorum for transacting business.

Section 5. Compensation. Directors shall not receive compensation for their services as Directors. They may be reimbursed for expenses incurred for activities authorized by the BOD.

Section 6. Special meetings of the Board of Directors shall be held at the call of the President or at the request of a majority of the members of the Board. Special meetings shall be held on not less than twenty-four hours oral or written notice.

ARTICLE IV – OFFICERS

Section 1. Any board member who misses three consecutive board meetings loses the right to vote pending attendance at a future BOD meeting.

Section 2. The officers of this Chapter shall be elected to hold office for the term of one year or until their respective successors are elected and qualified by the Board of Directors at its first meeting after the annual election of Directors each year.

Section 3. Only active members shall be eligible to hold office.

Section 4. The President shall be the chief executive officer of this Chapter. It shall be the duty of the President to preside at all meetings of the Chapter and of the Board of Directors and to perform such other duties as ordinarily pertain to the office.

Section 5. The Vice President shall, in the absence of the President, perform the duties of the President and such further duties as shall be assigned by the Board of Directors or the President

Section 6. The Secretary shall be responsible for ensuring that an accurate record in permanent form of all business transactions of the Chapter shall be kept and shall perform such other duties as may be prescribed from time to time by the Board of Directors.

A. Secretary shall keep a calendar of due dates for all legal compliance submissions and call such due dates to the attention of the board by the June annual meeting.

Section 7. The Treasurer shall be responsible for the receipt of all money owing to the Chapter and the deposit of such money in the manner hereinafter prescribed. The Treasurer shall annually account for the same to the Chapter; and at such further times as requested by the Board of Directors. At the end of his or her term, the Treasurer shall turn over to his or her successor control of all funds and records belonging to the Chapter. The Treasurer and other officers of the Chapter handling money shall furnish satisfactory bond, the cost of which shall be paid by the Chapter.

A. The Treasurer shall obtain "Directors' Liability Insurance" for members of the BOD.

Section 8. The duties of all other officers and agents shall be such as determined by the Board of Directors.

A. The BOD may hire an Executive Director, support staff, and contract services.

Section 9. The Directors of the Chapter may at any time by a majority vote ask for, demand, receive and accept the resignation of any officer or employee of this Chapter, and upon such individual's refusal to tender a resignation or resign, the majority of said Board of Directors may dismiss the individual from that position, declare said position vacant and select a successor.

Section 10. If any vacancy occurs during the year, in any one or more of the above offices, for any reason, the Board of Directors, at any regular or special meeting, may elect a successor or successors who shall hold office for the unexpired term respectively for which such vacancy occurred.

ARTICLE V – COMMITTEES

Section 1. The President, with the consent and approval of the Board of Directors, shall appoint such standing and special committees as the Board of Directors shall direct.

Section 2. The President shall be an ex-officio member, without vote, of all committees.

Section 3. Term. The committee chair shall continue as such until the next annual meeting of the Directors of the Chapter, and can be reappointed, or until his or her successor is appointed, unless the committee shall be sooner terminated, or unless the member shall be removed from the committee, or unless said member shall cease to qualify as a member thereof.

Section 4. Chairperson. The chair of the committee can recruit additional members of the committee who may or may not be IWLA or Chapter members.

Section 5. Vacancies. The vacancy of committee chair may be filled by the BOD.

Section 6. Manner of Acting. Unless otherwise provided in the resolution of the BOD designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the committee members present at a meeting where a quorum is present shall be the act of the committee. Each committee may adopt rules for its own governance not inconsistent with these Bylaws or with rules adopted by the BOD.

ARTICLE VI – FINANCES

Section 1. The Treasurer shall provide an annual budget for review/ approval by Directors at the board meeting preceding the annual meeting

Section 2 The fiscal year of the Chapter shall begin on the first day of January and end on the thirty-first day of December in each year.

Section 3. All funds of the Chapter shall be deposited by the President or Treasurer, or upon his or her order, the Membership Dues Recipient (MDR) in the name of the Chapter, in such bank or banks as may be designated by the Board of Directors.

Section 4. All disbursements shall be by check, signed and countersigned by such persons as the Board of Directors may designate.

Section 5. A thorough audit shall be made at least once each year by a committee designated by the Board of Directors and submitted at a regular meeting of the Chapter.

Section 6. Florida License to Solicit The following paragraph must accompany all attempts to solicit donations in Florida and be renewed with the Florida Department of Agriculture and Consumer Services annually.

A COPY OF THE OFFICIAL REGISTRATION AND FINANCIAL INFORMATION MAY BE OBTAINED FROM THE DIVISION OF CONSUMER SERVICES BY CALLING TOLL-FREE (800-435-7352) WITHIN THE STATE. REGISTRATION DOES NOT IMPLY ENDORSEMENT, APPROVAL, OR RECOMMENDATION BY THE STATE. REGISTRATION #CH12533.

Section 7. Annual Tax Return. The Treasurer shall prepare or cause to be prepared, and file the Chapter's annual tax return, to the Internal Revenue Service.

Section 8. Annual Corporation Report. The Secretary shall prepare and file the Chapter's annual corporation report to the Florida Secretary of State, Division of Corporations.

Section 9. Inurement. No portion of the assets of the Chapter may incur to the benefit of any member, director or officer, other than in reimbursement for expenses incurred as authorized by these bylaws or the Board of Directors.

ARTICLE VII – BOOKS AND RECORDS

Section 1 The Chapter shall keep correct and complete books and records of accounts

Section 2 The chapter shall also keep minutes of the proceedings of its BOD, membership meetings and any committees having any authority of the Board of Directors.

Section 3 The chapter shall provide all documentation required to IWLA National

A. Chapter Membership Dues Rates and MDR (Membership Officer) Confirmation Response Form Due August 1st ● to National IWLA
B. Annual National Bylaws Compliance and Chapter Conservation Activity Reports Due August 15th ● to National IWLA

C. Annual Chapter/Division Officer Reporting Due August 31st to National IWLA

ARTICLE VIII – OTHER

Section 1. The objects of the Chapter and the powers granted to the Chapter by applicable law and the Articles of Incorporation are substantially similar to the objects and powers of the Izaak Walton League of America, and the Chapter shall exercise its powers to pursue the objectives of the Izaak Walton League of America and shall comply with the Bylaws and Articles of Incorporation of the Izaak Walton League of America. In the event of inconsistencies between the Articles of Incorporation or Bylaws of this Chapter and those of the Izaak Walton League of America, the latter shall control.

Section 2. No transfer of the assets of the Chapter to any other entity, in excess of ten-percent of the Chapter's total assets, shall be effective or valid unless approved in advance of such transfer by a two-thirds vote of the Executive Board of the Izaak Walton League of America and by a two-thirds vote of the Chapters' membership present at a meeting, provided that all members of the Chapter were notified of the meeting twice in writing, once at least 30 days but no more than 60 days in advance, and again at least 10 days but not more than 30 days in advance of the meeting.

Section 3. In the event the Chapter becomes inactive, dissolves, withdraws, has its charter revoked, or otherwise ceases to operate or function as a chapter of the Izaak Walton League of America, all assets of the Chapter shall be disposed of in accordance with the Bylaws of the Izaak Walton League of America.

Section 4. These Bylaws may be amended as provided in the Articles of Incorporation of the Chapter.

Section 5. No amendment to the Chapter's Articles of Incorporation or Bylaws that would violate the Articles of Incorporation or Bylaws of the Izaak Walton League of America shall be effective unless the Izaak Walton League of America amends its bylaws as necessary to incorporate or permit such amendment by the Chapter.

Section 6. These Bylaws may be amended by a two/thirds (2/3) vote of the BOD, after notice to the members that such amendment is proposed and when action will be undertaken.

Adoption:

These bylaws were approved at the Executive Committee meeting on May 17, 2026 and the Board of Directors of the Chapter on July 17, 2026 to become effective immediately upon adoption.

Submitted to: The Izaak Walton League of America Executive Board via the National Office

Marshall Jones July 26, 2026

Signature of Chapter President Marshall Jones Date

Tom Oates July 28, 202

Date

Signature of Chapter Secretary Tom Oates

Bylaws amendment history: Articles of incorporation September 30, 1976; By-laws amended October 18, 2004; June 12, 2024, June 17, 2025, July 15, 2026.