

The Constitution and By-laws of the Saratoga Thoroughbrews

ARTICLE I - Name

- A. This club shall be known as the Saratoga Thoroughbrews

ARTICLE II - Purpose

- A. The Saratoga Thoroughbrews is a club of dedicated home brewers whose mission is to educate and inform its members in brewing techniques, tasting, and judging beer. As a club, we engage in enjoyable social activities focused on brewing and the appreciation of beer.

ARTICLE III - Rights and Liabilities of Members

- A. Each member's participation in the Saratoga Thoroughbrews is strictly voluntary. Each member realizes that participation in Saratoga Thoroughbrews activities may involve the consumption of alcoholic beverages, which may affect perception and reactions. All members shall be responsible for their own conduct and actions as well as those 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 Saratoga Thoroughbrews, its Officers, its members and any business (including owners, staff and patrons) where meetings are held from any and all claims or liability whatsoever resulting from actions of the Saratoga Thoroughbrews, its members and guests of members. Through membership in the Saratoga Thoroughbrews, each member agrees to and is bound by this article and the attached Hold Harmless Release Agreement incorporated herein.
- B. No individual general member nor any member of the Board, nor any authorized representative of Saratoga Thoroughbrews shall be personally liable for any debt or obligation of the club.
- C. No member shall receive compensation for services rendered to the club except as otherwise approved by the officers of the club. A member may be reimbursed for expenses reasonably incurred on behalf of the club, subject to approval of the club officers.

ARTICLE IV - Membership

- A. Membership is open to anyone of legal drinking age.
- B. Requirements for active membership are as follows

1. Membership is to be renewed yearly, with dues set by the Board of Directors. All adult members of a single household of legal drinking age may be included in a single membership. In this case, the household will receive one copy of the club newsletter and be eligible to cast one vote.
 2. Each member is required to bring beer to at least 1 meeting or club event per year.
 3. Each member is required to contribute time to at least one club event per year.
 4. Examples are:
 - * attendance at Board of Directors meeting
 - * assistance in planning, preparation or clean-up of major club events such as parties, club brews, pub trips, fund raisers, etc.
 - * work on homebrew competition in coordinating, preparation, stewarding, judging and clean-up; entering a beer in competition does not count toward contribution time
 5. Members unable to fulfill membership obligations can request a waiver. The Request will be reviewed by the Board of Directors at its next meeting. Board of Directors will notify the member of its final decision prior to a subsequent general meeting.
 6. Each member is expected to maintain responsible conduct at club events. In the event a member does not maintain proper conduct, immediate and appropriate corrective measures will be taken by club Officers in attendance.
- C. Suspension and Expulsion for Cause
1. Any member may be suspended or expelled from membership upon a showing of willful disregard of these By-Laws, Rules of Conduct, or other actions detrimental to the Saratoga Thoroughbrews in any way, as determined by a majority vote of the Board of Directors.
 2. The charges against the member will be considered at a regular Board of Directors Meeting or a Special Meeting called for that specific purpose. The member will be notified of the charges and date, time and place of the meeting. The member may appear and respond to the charges.
 3. The decision of the Board of Directors shall be final.
- D. Reinstatement
1. 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.

ARTICLE V - Eligibility for Office

- A. Any active member in good standing is eligible for club offices.

ARTICLE VI - Officers of the Club

- A. This club shall have seven officers: President, Vice-President, Secretary, Treasurer, Membership Director and two Members-at-Large.
- B. There will be a request for nominations for club officers at the October general meeting.
- C. Nominations will be presented to the membership at the November general meeting and additional nominations can be taken from the floor.
- D. Election of club officers will be held at the December meeting to assign officers for the following year. Election will be by paper (secret) ballot. Absentee ballots may be submitted by email to the Membership Director prior to the December meeting for members who will not be able to attend that meeting but still wish to vote.
- E. Introduction of new officers will be at the beginning of January meeting with new officers immediately assuming proper roles.
- F. Officers are elected for a one year term
- G. The officers will form the Board of Directors who are responsible for making club decisions, meeting agendas, and reviewing the monthly newsletter prior to publication.
- H. The duties of each officer will include:
 1. President oversees all club activities, calls to order and conducts all meetings, sets meeting agenda, appoints committees
 2. Vice-President assists the President as needed, performs duties of President In his/her absence and distributes and tallies score sheets.
 3. Secretary keeps the minutes of all meetings, and creates the monthly newsletter. If the President and Vice-President are absent from a meeting then the Secretary shall chair the meeting
 4. Treasurer will have charge of all club finances, provide detailed written reports to Board of Directors, verbal report to membership upon request.
 5. Membership Director will maintain a current roster, collect membership dues, issue membership cards, maintain meeting and event attendance records, maintain records of who has submitted beer, and proctor nominations and elections.
 6. Members-at-Large
 - a. One Member-At-Large shall be the last President to serve
 - b. The other Member-At-Large will be selected by the Board of Directors
- I. In the case an officer cannot fulfill his/her obligations or has resigned, the Board of Directors shall make a decision as appropriate: appoint a replacement to fill the vacancy until the next club election, hold an election or distribute the duties among other officers of the club.

ARTICLE VII - Club Finances

- A. Any expenditure of over \$100 dollars shall be presented at a general meeting. The proposal should state the purpose of the expenditure, how much money and volunteer work will be required, and how the expenditure will benefit the club. The Board of Directors will review and finalize the proposal at the next Board of directors meeting and the proposal will then be put to a final vote at the next general meeting.

ARTICLE VIII - Board of Directors Meetings

- A. Board of Directors consists of the officers of the club: President, Vice-President, Secretary, Treasurer, Membership Director and two Members-at-Large.
- B. Board of Directors will meet on a monthly basis from January through December.
 - 1. Meeting location and dates will be announced at general meeting.
 - 2. Meetings are open to all members. Members attending, may contribute ideas but cannot participate in the actual decision making of the club.
- C. Meetings will run under [Robert's Rules](#).
- D. Board of Directors is responsible for making club decisions and meeting agendas.
- E. Four Board of Directors members will constitute a Quorum in decision making.

ARTICLE IX - General Meetings

- A. General Meetings will be held on a monthly basis from January through December.
 - 1. Meeting location and dates will be announced at all meetings and will be listed in the newsletter
 - 2. Meetings are open to all members. Non-members may attend two meeting but must pay dues to attend thereafter.
- B. Meetings will run under [Robert's Rules](#).

ARTICLE X - Voting at General Meetings

- A. All members in attendance have a right to vote or abstain from voting.
- B. On matters that require a formal vote, a quorum consisting of 20% of the general membership, excluding officers, must be in attendance.
- C. A majority vote will be based upon the number of members present at the meeting.
- D. In the event a candidate is running for office uncontested, the Secretary may cast a single vote in favor of the candidate on behalf of the

membership at large.

ARTICLE XI - Committees

- A. This club shall have a Board of Directors composed of the seven officers who are responsible for making club decisions and meeting agenda.
- B. Other Committees which promote the purposes of the club may include:
 - 1. Competition Committee: In charge of organizing annual sanctioned homebrew competition.
 - 2. Education Committee: promotes the educational programs of the club such as brewing sessions, lectures, workshops, etc.
 - 3. Fund Raising Committee: plans and organizes fund raising activities that benefit both the club and related outside groups as needed
 - 4. Ad-hoc (temporary) committees for special purposes may be formed by the President as needed.
- C. Each committee, with the exception of the Board of Directors, will elect its own Chairperson, set its own meeting dates and agenda.

ARTICLE XII - Publications

- A. The publication of the club shall be the Thoroughbrews News and such other publications as the Board of Directors may authorize.

ARTICLE XIII - Liaison With the American Hombrewers Association (AHA)

- A. The club shall have one Board member to serve as a liaison, reporting on competitions, activities and events of the AHA. The liaison's responsibility is to report such AHA news to the Newsletter editor and membership at the general meetings.

ARTICLE XIV - General Prohibitions

- A. No part of the net earnings of the club shall or may under any circumstances inure to the benefit of any member or individual.
- B. No substantial part of the activities of the club shall consist of carrying on propaganda or otherwise attempting to influence legislation and shall not participate in or intervene in political campaign on behalf of any candidate for public office.
- C. The Club shall not be organized or operated for profit.

ARTICLE XV - Adoption/Amendments

- A. This Constitution/By-Laws becomes effective when approved by a majority vote taken at a general club meeting.
 - 1. Input for the Constitution/By-Laws by members can be presented in

writing to the Board of Directors.

2. All suggestions will be reviewed by the Board of Directors who will decide if the suggestions will be presented to the membership for adoption into the Constitution/By-Laws.
 - A. The Constitution/By-laws can be amended by following the same process as in Article XIV item 1 above.
 - B. A copy of the Constitution/By-Laws will be available on the club website.