

**CHALLENGE CHAPTER,  
TROUT UNLIMITED  
CHAPTER BY-LAWS  
(Approved May 13, 2003)**

**ARTICLE I**

**Organization And Purposes**

SECTION 1. Name. The name of the organization shall be CHALLENGE CHAPTER, TROUT UNLIMITED, hereinafter referred to as “the Chapter.”

SECTION 2. Purpose. The purpose of the Chapter shall be to conserve, protect and restore cold water fisheries and their watersheds. The Chapter shall act as a nonprofit, non-political and non-sectarian organization. The Chapter shall function exclusively for charitable, scientific and educational purposes.

SECTION 3. Relation to National. The Chapter shall be a subsidiary organization under the authority of Trout Unlimited, a Michigan non-profit corporation, hereinafter referred to as “Trout Unlimited.” The Chapter shall carry out the aims and purposes of Trout Unlimited and hereby adopts the Articles of Incorporation and Bylaws of Trout Unlimited. The Chapter acknowledges that all policies and objectives to be pursued by the Chapter, or by any member or members thereof on behalf of the Chapter, will be in accordance with the policies, purposes and objectives of Trout Unlimited.

SECTION 4. Restrictions. No part of the net earnings of the Chapter shall inure to the benefit of or be distributable to the Directors, officers, members or other private persons. No substantial part of the activities of the Chapter shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Chapter shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of the Articles of Incorporation or these Bylaws, the Chapter shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”), or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.

SECTION 5. Activities. The Chapter shall do whatever is within its ability and as deemed desirable by the Chapter to promote the purposes set forth in Section 2.

**ARTICLE II**

**Membership**

SECTION 1. Eligibility. Any person who is interested in the activities of Trout Unlimited is eligible for membership in the Chapter. Any member of the chapter shall be an active member of Trout Unlimited. The Chapter is organized on a nonstock, membership basis.

SECTION 2. Dues. Payment of annual dues to Trout Unlimited shall automatically make one eligible to become a member of the Chapter provided that individual resides in the Chapter's geographical area. However, nothing shall restrict an individual from a different chapter's geographic area from becoming a member of the Chapter so long as his/her Trout Unlimited membership shall not have expired or otherwise terminated.

SECTION 3. Suspension. The following causes shall be considered grounds for suspension from membership in the Chapter:

- a. Default in payment of annual dues for more than sixty (60) days.
- b. Conviction of a willful violation of any of the fish and game laws of any state or of the United States.
- c. A member may be suspended from membership by the Board of Directors for cause. The action of the Board of Directors shall be reviewed by the membership at the next regular meeting at which time the member shall either be reinstated or expelled by a majority vote of the members present. Such member, suspended for cause by the Board of Directors, shall receive written notice of such suspension at least twenty (20) days prior to the membership meeting at which his/her case for expulsion or reinstatement is to be considered.

So long as a member is suspended from membership, he/she shall forfeit all of his/her rights and privileges as a member.

SECTION 4. Annual Membership Meeting. The annual meeting of the Chapter shall be held at a place and at a time in the Spring of each year determined by the Board of Directors. It shall be the duty of the Secretary to cause a written notice of each annual meeting to be mailed to each of the members of record directed to his/her last known post office address, at least twenty (20) days immediately preceding said meeting; provided, however, that a failure to mail such notice, or any irregularity in the same, shall not affect the validity of any such annual meeting, or any proceedings at such meeting.

SECTION 5. Special Meeting of Members. Special meetings of the members may be called upon the request of a majority of the Board of Directors; or upon demand in writing signed by not less than twenty-five (25) members. The Secretary shall mail written notice of such meeting to each member of record in good standing, indicating briefly the object or objects thereof at least twenty (20) days prior to the date of such meeting. However, if all members, in writing, waive notice of such meeting, no notice of such meeting shall be required, and when all the members shall meet in person or by proxy, such meeting shall be valid for all purposes without call or notice and at such meetings any proper action may be taken.

SECTION 6. Regular Meetings of Members. Regular membership meetings shall be held with such frequency and at such time and place as established by the Board of Directors or upon petition of twenty-five (25) members.