

Non-Discrimination Clause

Beer Barons of Milwaukee Cooperative, its Directors, Officers and Membership is prohibited to discriminate on the basis of race, sex, color, national origin, disability, religion, creed, ancestry, veteran status, marital or parental status, or sexual orientation as a prerequisite for membership. The Cooperative will comply with appropriate State laws governing minimum age to serve and consume alcohol.

CONSTITUTION

ARTICLE I

NAME AND OBJECTIVES

Section 1 The name of the association shall be the Beer Barons of Milwaukee Inc. For reference purposes it may be abbreviated by the initials BBM.

Section 2 Its objective shall be to aid and encourage members in the legal production and use of fermented malt beverages.

ARTICLE II

MEMBERSHIP

Section 1 REGULAR MEMBERS Persons eligible for regular membership shall consist of those persons engaged on the legal production and/or use of beer in the home and in addition so not own or operate businesses which sell or produce beer, alcoholic beverages, beer making supplies and/or equipment.

Section 2 ASSOCIATE MEMBERS Persons who own or operate businesses which sell or produce beer, alcoholic beverages, beer making supplies and/or equipment but who otherwise meet the requirements of regular membership may become associate members.

Section 3 CHARTER MEMBERS Persons attending any of the association's organizational meetings on or before December 27, 1990 and who have paid their dues within 30 days of the date upon which the club dues were established and have maintained continuous membership shall be designated charter members.

Section 4 HONORARY MEMBERS Persons who are not regular or associate members and who in the opinion of the Board of Directors have made a distinct contribution to the objectives of this association and whose efforts deserve special recognition may be eligible to election as honorary members by the Board of Directors.

Section 5 LIFE MEMBERS Members who have made exceptional contributions to the objectives of this association may be eligible to election as a life member by the Board of Directors.

Section 6 SUBSCRIBING MEMBERS Persons who desire to receive the regular mailings of the association without attaining regular or associative membership may become subscribing members.

ARTICLE III

OFFICERS

Section 1 OFFICERS The officers of the association shall consist of the (1) President, (2) Vice-president, (3) Secretary, and (4) Treasurer

Section 2 SELECTION Annually the officers shall be elected for a term of one year by the voting members in good standing. No person shall be eligible to more than two consecutive terms in the same elective office.

ARTICLE IV

BOARD OF DIRECTORS

Section 1 GOVERNING BODY The governing body of the association shall be the Board of Directors, which shall have the power to pass any resolution it may deem necessary to accomplish the purpose of the association or the by-laws.

Section 2 BOARD OF DIRECTORS The Board of Directors shall consist of the officers, the sergeant at arms and two members-at-large of the association. The Sergeant at Arms and the Members at Large shall be elected to serve a one year term, with their election taking place in the same month as the officers.

Section 3 VACANCY Whenever a vacancy on the Board of Directors occurs, the president may appoint any regular member in good standing to fill said vacancy subject to the approval of the Board of Directors. When a vacancy occurs in the office of President, the Vice-president shall immediately succeed thereto and provide further that in the event of concurrent vacancies in both officers of president and vice president, the Board of Directors shall appoint regular members in good standing to fill said vacancies.

Section 4 ELECTION PROCEDURES Elections will take place at the December regular meeting. Notice of all elections shall be given to the membership at least seven days prior to the election date, stating the name of all nominees with their offices. Voting shall be by secret ballot.

Section 5 REMOVAL FROM OFFICE Officers shall be subject to removal from office by the Board of Directors for malfeasance or conduct detrimental to the purposes of this association. Such action shall take place at a scheduled Board of Directors meeting after the officer or officers shall be given an opportunity to present testimony to the Board of Directors.

ARTICLE V

AMENDMENT

The following procedure will be followed to secure amendments to this constitution:

1. A copy of the proposed amendment must be submitted to the Board of Directors at least seven days prior to a scheduled membership business meeting.
2. A vote for consideration of the proposed amendment will be called for at said business meeting. If the motion for consideration is passed, the proposed amendment will be circulated to the membership before the next scheduled membership business meeting.
3. At the next scheduled membership business meeting the amendment may be adopted by a simple majority vote if the eligible, voting members present.

ARTICLE VI

DISSOLUTION

The association shall use its funds only to accomplish the objectives and purposes specified and no part of said funds shall inure or be distributed to the members of the association. On dissolution, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific or philanthropic organizations to be selected by the Board of Directors.

BY-LAWS

ARTICLE I

MEMBERSHIP

Section 1 REGULAR MEMBERS Such persons shall be entitled to membership privileges including receipt of the monthly association's mailings, use of the associations property subject to controls established by the Board of Directors, attendance at the membership meetings or other scheduled membership activities, and shall be entitled to one vote in the affairs of the association .

a) Family membership – A husband and wife couple living together each of whom shall be entitled to one vote in the affairs of the association shall have all rights of a regular member and to whom mailings of the association will be sent to the "family" under one cover. Dues for the family membership will be discounted as set forth by the Board of Directors.

b) Single membership - A man or woman of legal drinking age who will be Entitled to one vote in the affairs of the organization shall have all rights of a regular member.

Section 2 ASSOCIATE MEMBERS Persons who own or operate businesses which sell or produce beer, alcoholic beverages, beer making supplies and/or equipment but who otherwise meet the requirements of regular membership may become associate members. Associate Members shall have the right to attend meetings and participate in club functions but no voting rights shall be conferred except by other membership status.

Section 3 CHARTER MEMBERS The rights of charter members shall be determined from their membership status as regular members or associate members.

Section 4 HONORARY MEMBERS No payment of dues or fees shall be required and honorary membership shall be conferred for life unless rescinded by the Board of Directors. Such members shall be entitled to receipt of the monthly mailings and attendance at the membership meetings but they shall not have voting status. The number of such memberships awarded shall be limited to two per year.

Section 5 LIFE MEMBERS No payment of dues shall be required of such members and they shall retain the same rights of membership. The number of such memberships awarded shall be limited to two per two year period except if approved by majority vote of the membership. Life Membership is issued at the discretion of the Board of Directors.

Section 6 SUBSCRIPTION MEMBERS No additional rights of membership are granted to subscribing members and they shall not have voting status.

Section 7 TRIAL MEMBERS shall have all rights of a regular member except they shall not have voting status. Trial members can attend only three meetings without becoming a regular member. An individual may only have one trial membership period for life.

Section 8 GUESTS No rights of membership are granted to guest members and they shall not have voting status. Guests must be attending with a Regular Member. Meeting and event fees for Guests may be set at a higher fee than for Regular Members as set forth by the Board of Directors.

Section 9 RULES PERTAINING TO MEMBERSHIP Rules and qualifications governing membership rights not previously specified will be as set forth by the Board of Directors. Election to membership shall require the affirmative vote of the Board. The board shall have the right to refuse or terminate membership at any time.

Section 10 DUES The Board of Directors by resolution shall adopt the membership dues schedule to be imposed for each category of membership. All dues shall be payable in advance. Members may be separated from membership for non-payment of dues.

ARTICLE II

MEETINGS

Section 1 MEMBERSHIP MEETINGS Membership meetings will be held monthly, although during the months of July and August they may be omitted. Time and place of such meetings shall be determined by the Board of Directors.

Section 2 BOARD MEETINGS Regular board meetings may be called by the president. Special board meetings must be called upon request of any three board members.

Section 3 QUORUM For the purpose of transacting official business a quorum shall consist of the majority of members present.

ARTICLE III

OFFICERS AND BOARD MEMBERS

Section 1 ELECTION The election of officers and board members will be done by secret ballot. Tellers will be appointed by the presiding officer to collect and record the votes. Election will be by a simple majority of all members present. If no candidate receives a simple majority, a run-off election will be held immediately between the two top candidates.

Section 2 DUTIES OF THE PRESIDENT The following are the President's duties:

- a) be Chairman of the Board of Directors
- b) Preside at membership meetings and Board meetings
- c) have the power to convene Board and special meetings
- d) appoint all committee chairmen except the Program Committee Chairman to serve during his term in office
- e) be an ex-officio member of all committees
- f) be responsible for the performance of all the officers of the association
- g) be responsible for a yearly audit of the Treasurer's records

Section 3 DUTIES OF THE VICE PRESIDENT The following are the Vice President's duties:

- a) perform the duties and exercise the powers of the President during his absence or disability
- b) be Chairman of the Program Committee and as such, be responsible for the general program of the association

Section 4 DUTIES OF THE SECRETARY The following are the Secretary's duties:

- a) keep complete and accurate minutes of all general membership, Board and special meetings, and shall report the same to the general membership or on request
- b) maintain the official current roll of the membership and provide all officers as well as the Membership Committee with the same
- c) maintain copies of the Constitution and By-Laws
- d) conduct all official membership and Board correspondence, except as otherwise directed by the Board
- e) send out proper notices of all meetings, elections and other official business as directed by the Board
- f) keep an accurate roll of the membership
- g) serve as Chairman of the Secretarial Services Committee
- h) keep an accurate file of all correspondence conducted by all officers and all committee chairmen in the name of the association as well as any correspondence conducted by any other members in the name of the association
- i) publish and distribute the newsletter

Section 5 DUTIES OF THE TREASURER The following are the Treasurer's duties:

- a) be responsible for all receipts and disbursements of the association
- b) deposit all receipts in a checking account or savings accounts in the name of the association
- c) report all receipts and disbursements to the membership at membership meetings
- d) have all disbursements approved by the President or other authorized officers
- e) keep a listing of paid-up members, i.e., of members in good standing
- f) be bonded at the expense of the association

Section 6 DUTIES OF THE MEMBERS AT LARGE The following are the Members-At-Large's duties:

- a) such duties as they may be assigned by the Board

Section 7 DUTIES OF THE SERGEANT AT ARMS The following are the Sergeant At Arm's duties:

- a) keep order at membership and board meetings
- b) safeguard any equipment the club may possess
- c) safeguard club signage and display materials
- d) coordinate the allocation and delivery of equipment, signage and display materials
- e) provide guidance and act a point of contact for members who wish club participation in an external event
- f) monitor the club's potential participation in external events and can decline or withdraw club participation in events if club resources are not adequate

ARTICLE IV

NOMINATING COMMITTEE

Section 1 SELECTION The Nominating Committee shall be appointed by the President from among the eligible voting members at the November membership business meeting.

Section 2 NOMINATION OF CANDIDATES The Nominating Committee shall submit the slate of proposed officers and Board members to the membership at the November membership business meeting. Additional nominations may be received from the floor at the December meeting.

Section 3 ELECTION PROCEDURE AND INSTALLATION The election procedure shall be as described in Article III, Section 1. Installation of new officers and Board members shall take place at the January membership business meeting.

ARTICLE V

COMMITTEES

Section 1 AUTHORIZATION AND POWERS The Board of Directors shall authorize and define the powers and duties of all committees other than the nominating committee.

Section 2 APPOINTMENT The President shall appoint all committees subject to confirmation by the Board of Directors.

Section 3 AUTHORIZATION TO INCUR OR SATISFY DEBTS No committee of this body, or any officer or member thereof shall contract any debts in its behalf, which shall in any manner render the association liable for the payment of same, unless the same shall have been approved by the Board of Directors, provided however, that a previously authorized committee may direct the Treasurer to make such expenditures as may be necessary to meet current expenses.

ARTICLE VI

AMENDMENTS

ARTICLE VII

Finances

Section 1 EXPENDITURE LIMITS In fulfilling its mission, the Board of Directors may, at its discretion, authorize such funds as it deems necessary for any normal, operational costs necessary for a club function. Normal operational costs include beer, food, fees, insurance, newsletter printing, and raffle prizes. In addition, the Board of Directors have the ability to authorize the use of club funds for expenses that are incidental to a club function such as grain for a brewing exhibit, bus reservation fees, and flyer printing. Expenditures that are

nonoperational, as well as capital purchases in excess of \$500.00 will require approval of the club as a whole.

Section 2 EXPENDITURE APPROVAL The general membership has final approval of all expenditures exceeding the limits listed in Section 1 of this article.

Revised March 25, 2009