

BY-LAWS OF GRiST

The name of the club shall be GRAINS RESULT IN SOMETHING TASTY, hereinafter referred to as the “Club,” and may be commonly referred to as GRiST in public forums.

ARTICLE I - PURPOSE

Section 1: The Club is based in Arlington County, Virginia and shall be represented as such on all official documentation. It shall function exclusively as a non-profit entity for the pleasure and recreation of its members within the definition of a non-profit organization.

Section 2: The mission of the Club is to explore and promote the home brewing hobby to its members and other interested parties; to promote awareness and appreciation of the quality and variety of home brewed fermented beverages through science, education and research; to provide a framework and forum for members to share information and experiences; to share homebrewed samples with other members; and to promote the responsible use and enjoyment of alcoholic beverages.

Section 3: The Club shall affiliate with the American Homebrewers Association by becoming a Member of the association, as well as any other home brewing organization as voted upon by its membership.

ARTICLE II - MEMBERSHIP

Section 1: Membership in the Club is open to all individuals who are interested in learning the art and science of home brewing and are of legal drinking age for the consumption of alcoholic beverages in accordance with the laws of the Commonwealth of Virginia.

Section 2: Membership is open to all individuals irrespective of race, ethnicity, religion, gender, gender presentation, sexual orientation, political affiliation, marital status, income, handicap, or age, as stipulated in Section 1 of this Article.

Section 3: A Member in good standing is any Member who has paid their monetary dues (an amount agreed upon annually by the membership), has not been expelled, and is not currently suspended. Only Members in good standing are eligible to vote, to hold an elected office, or be appointed to chair committees.

Section 4: No Member, Officer nor Board of Director shall receive compensation for services rendered to the Club but may be reimbursed for reasonable, necessary, and customary expenses incurred on behalf of the Club, as stipulated in Article VI.

Section 5: Each Member’s participation in the Club is strictly voluntary as is the member’s participation in the consumption of alcoholic beverages. Members are expected to know the Virginia legal limit with regard to consuming alcohol and stay below this limit. Members, also, are expected to remain cognizant of their personal alcohol consumption limitations, in order to avoid impairment of perception, thought process, and reaction time.

Section 6: All persons applying for membership in the Club shall pay their dues and shall sign a “Hold Harmless” agreement that absolves the Club, its Officers/Board of Directors and its

membership of any responsibility for actions taken by themselves or other members during meeting or events sponsored by or promoted by the Club.

Section 7: Suspension, Removal, and Reinstatement of Members

Section 7.1: Each Member is expected to behave responsibly and legally at the Club events. In the event a Member does not behave responsibly and legally, any of the Club Officers or Committee Chairs shall take immediate and appropriate corrective measures, which may include suspension of the Member.

Section 7.2: Club Officers and Committee Chairs shall determine the term of member suspensions and a suspended member shall not participate in any activity of the Club for the term of the suspension. A Member's suspension exceeding one month shall be approved by a majority vote of the membership, by secret ballot, with a quorum representing at least 30% of the Membership.

Section 7.3: A Member may be expelled from the Club only when the Member's continued presence would be detrimental to the entity as a whole. Grounds for possible expulsion include, but are not limited to: Sexual harassment; physical or verbal abuse; insistence on driving to or from the Club activities when visibly intoxicated; misuse of the Club funds or property; physical destruction of a host's facilities; or activities deemed illegal in the jurisdiction in which they take place. Those who do not or cannot maintain personal responsibility shall have their membership terminated by a majority vote of the Membership, with a quorum representing 30% of the Membership.

Section 7.3: A suspended or expelled Member may petition the membership for reinstatement. Such reinstatement may only take place upon unanimous agreement by the membership at a regular meeting, with a quorum representing at least two-thirds of the Membership.

ARTICLE III - OFFICERS AND DIRECTORS

Section 1: All elected Officers of the Club shall be considered the Board of Directors, hereinafter referred to as "the Board", and will be unpaid volunteers. Club Members in good standing shall elect Officers at the December meeting. All elected Officers must be Members in good standing throughout their term of service. If desired, and elected accordingly, a Member may hold concurrently more than one Officer and or Chair position, excepting that of President and Vice President. A Member holding more than one office shall only be allowed one vote on any matter.

Section 2: Officers shall include a President, Vice-President, Secretary, and Treasurer; all Officers shall serve for one-year terms.

Section 3: The duties of Officers shall include the ability to make decisions in the general operations of the Club, except as specifically stated otherwise in these By-Laws. If there is a tie vote on a matter that comes before the Board, Committee Chairs shall be solicited for their votes. Decisions of the Board shall be presented to and ratified by the Membership at the following Membership meeting.

Section 3.1: The President shall preside at all membership and Board meetings; shall represent the Club in matters before or correspondence with the American Homebrewers Association, other homebrew clubs, businesses, organizations and the general public; assist in setting the agenda for all the Club meetings with the Board and Education Chair; be responsible for having

non-members, who attend Club functions, sign a “Hold Harmless Agreement”; and assist with other Officer responsibilities as needed.

Section 3.2: The Vice President shall preside and accept all responsibilities of the President at meetings in the absence of the President; ascend to the office of president for the remainder of an unexpired term in the event a vacancy occurs in the office of the president; moderate the Club’s online correspondence; assist in setting the agenda for all the Club meetings with the Board and Education Chair; and assist with other Officer responsibilities as needed.

Section 3.3: The Treasurer shall receive and disburse all funds of the Club; maintain adequate financial records as required by law and by the instructions the Officers; maintain the official record of the members in good standing; serve as the principal point of contact regarding government tax regulations; and assist with other Officer responsibilities as needed.

Section 3.4: The Secretary shall record and maintain all minutes of Officers and Membership meetings; maintain adequate records as required by law and by the instructions of the Board; be responsible for the recording of all correspondence related to the operations of the Club; ensure that all records are readily available to any Member upon request; retain all “Hold Harmless Agreements” signed by Members and non-members; and assist with other Officer responsibilities as needed.

Section 4: The Officers/Board of Directors and Committee Chairs of the Club shall hold office until their successors are elected and qualified. Any Officer/Board of Director or Committee Chair may be removed at any time by the affirmative vote of 60% of the Membership. Any vacancy occurring in any office of the Club shall be filled by the majority vote of the Membership, except that of President, which shall be filled by the Vice President.

ARTICLE IV – COMMITTEES AND SPECIAL PROJECTS

Section 1: Standing committees of the Club shall be the Competition Committee, Education Committee, Media/Outreach Committee and Social Committee. The Committee Chairs shall be elected by the membership.

Section 1.1: The Competition Chair shall coordinate and facilitate internal Club Competitions and present awards to the winners; keep the membership apprised of other local, regional, and national competitions; be the point of contact for and oversee the organization of public competitions hosted by the Club; and assume all responsibilities contained within the BJCP regulations for that position.

Section 1.2: The Education Chair shall coordinate and schedule educational presentations, guest speakers, and educational activities taking place at regular meetings; be responsible for coordinating educational field trips and other educational events held outside of regular meetings; and maintain the Club library.

Section 1.3: The Media/Outreach Chair shall maintain the Club’s external social media presence, including Facebook and Twitter pages; serve as the principal point of contact and promoter for any Club events open to the general public (excluding competitions); and be the webmaster of the Club’s website.

Section 1.4: The Social Chair shall organize GRiST social events to foster group comradery and further understanding of beer appreciation.

Section 2: The Board may establish and appoint a Chair of special ad hoc committees. The Board may also create special project groups which do not require a chair and will have a finite lifetime based on the requirements of the project, as determined by the Board.

Section 3: Committee membership and meetings will be at the discretion of the appropriate Chair.

ARTICLE V – MEETINGS

Section 1: The Club will conduct monthly meetings for the purpose of discussing of business with its members and provide a social venue for its members to share homebrew and information that enhances knowledge of the home brewing hobby. The meeting date, time, agenda, and location will be determined by the Officers and announced through online correspondence at least one week prior to the event. A quorum of the Membership must be present to vote on any business that comes up at a monthly meeting of the Board (quorum defined as 30% of the members in good standing).

Section 2: The Club may schedule special events or meetings as voted on and approved by the Membership. Announcements will be made to all members through digital correspondence. There may be additional requirements or fees for attending special events or meetings to cover the costs or requirements of the special meeting, as determined by majority vote of the Board and Committee Chairs.

Section 3: Any Board Member of the Club may call a special meeting outside the monthly meeting times to discuss business relating to Club operations. A quorum of the Membership must be present to vote on any business that comes up at a special meeting of the Board (quorum defined as 30% of the members in good standing). All such meetings and agendas shall be announced to the Membership at least 7 days in advance of such meeting unless urgent circumstances prevent compliance with this requirement.

Section 4: All non-members and guests attending the Club meetings and events must sign a “Hold Harmless Agreement” and present it to an Officer or Committee Chair of the Club for recording in the Club’s permanent record.

ARTICLE VI – FINANCES AND DUES

Section 1: The fiscal year shall be January 1 – December 31.

Section 2: Dues amounts are set each year by the Officers and Chairs of the Club and ratified by the membership at its December meeting.

Section 3: Dues for new members that join during the year shall be prorated. Individuals that have previously been members of the Club shall pay the full annual dues upon rejoining.

Section 4: Members shall not create debts or obligations without approval of the Board and membership, as stipulated in Section 5 of this Article.

Section 5: Officers may approve expenditures for expenses \$50 or less; expenses greater than \$50 shall be approved by the majority vote of the Membership. Receipts must be presented for reimbursement requests.

ARTICLE VII – ELECTIONS AND VOTING

Section 1: Each Member in good standing shall be able to cast one vote per issue.

Section 2: All votes for election of Officers and Chairs shall be by secret ballot. Use of the secret ballot on other issues that come before the Club is at the discretion of the Board.

Section 3: Prior to any meeting in which a voting matter will be determined by secret ballot, the Officers shall appoint a temporary “Election Chair,” who is a Member in good standing. The Election Chair may not be running for any position or biased toward any issue for which a vote is taken. The Election Chair shall facilitate the voting process, tally all votes, and report the results to the Members.

Section 3: Proxy votes are allowed on all issues and for election of Officers and Committee Chairs as long as they are submitted, in person or online, to the Election Chair prior to the start of the meeting in which a vote is being taken. The proxy must contain the Member’s name and phone number so that, if needed, the Election Chair may authenticate the vote.

Section 3.1: Proxy votes are considered in the count towards a quorum; election of Officer and Committee Chairs are by majority vote of those Members in attendance and authenticated proxies.

ARTICLE VIII: AMENDMENTS TO BY-LAWS

Section 1: Any Member in good standing may submit an amendment proposal to the Board to change the Bylaws. The amendment proposal will be included on the agenda of the next Membership meeting. At that time, the membership shall have the opportunity to discuss and/or amend the proposal prior to voting on its inclusion to the By-Laws. Continued discussion of the amendment may continue in online forums prior to the final vote of the Membership. Presentation of and voting on the final version of the amendment proposal will occur by secret ballot at the following regular meeting of the Membership.

Section 2: Upon an affirmative vote of the amendment, change(s) shall become effective immediately.

Section 3: A copy of new or amended bylaws shall be posted to the Club website within thirty (30) days of their approval and an e-mail message shall be sent to all members notifying them of the update.

ARTICLE IX: DISSOLUTION

The Club can be dissolved upon unanimous vote of all its Members during the regular December meeting. In the event of dissolution, all monies held in the Club’s name shall be donated to a charitable, non-profit organization, as voted upon the majority of its Members.