



PRESIDENT'S MESSAGE

By Jerry Cartwright

NOTICE OF MEETING TO CONSIDER AMENDMENT OF ARTICLES OF INCORPORATION AND BY LAWS

**GENERAL MEETING
INLAND EMPIRE FLY FISHING CLUB
MUKOGAWA FORT WRIGHT INSTITUTE
COMMONS
December 12, 2006
Wet Fly Hour: 5:30 p.m.
Dinner: 6:30 p.m.**

Greetings from the President of the Inland Empire Fly Fishing Club. A couple of years ago I was tasked by the President and Board of Directors to update the club's Articles of Incorporation and By Laws. I finally got 'round to this and must now put you all through the process. Much like removing a bad tooth, this excruciating process that must be endured. But it will be over before you know it and you'll soon feel much better.

Attached to your Fly Leaf e-mail or included in your monthly letter you will find copies of the existing Articles of Incorporation and By Laws together with copies of proposed amended Articles and By Laws (the changes are underlined in the printed version and in color in the e-mail version). **This right here is formal notice to the membership, pursuant to Article VII of the Articles of Incorporation, that these proposed changes/amendments of the Articles of Incorporation and By Laws will be brought to a vote of the membership at the December 12, 2006 meeting.** I provide short explanation of the proposed changes below. Nothing earthshaking here, mostly putting in writing what we have been practicing for many years. Nevertheless, I urge anyone who cares to review the old versions and new versions carefully so you can be an informed voter on December 12. If you have any questions about anything, feel free to give me a call. Now, for the fascinating summary of the changes.

The Articles of Incorporation. This is the document that creates our club as a "corporation." The articles specify the general purpose and make up of the club and state, generally, how the club is to be governed and operated. The articles are like a Constitution stating which persons or entities have the power to control and operate the club. According to our articles, the real power rests with the Board Of Directors (BOD). Article V. and its various sub sections vests the power to operate the club, determine policy, borrow money, spend money and buy and sell property with the BOD. The BOD has the authority to delegate these powers to officers and to adopt by laws that specify how the club is to be run. The Articles look pretty darn good to me and have held up well for a lot of years. The only problem I found was an ambiguity in how the Articles and By Laws are to be amended. The intent is obviously that the membership is supposed to vote on changes but Article VII says this in one place then talks about a majority vote of the "corporation" in another. I propose changing "corporation" to "membership" to clear this up. I also added language making it clear that the vote of the membership means the vote of a quorum, not the whole membership. That's it on the Articles.

The By Laws. According to the Articles of Incorporation, the "corporation" has the authority, "To adopt By Laws prescribing the duties of the officers and agents of the corporation, the detail of its organization, the time and manner of its meetings, and any and all detail incident to the organization and efficient conduct and management of its affairs." And so we have.

Article I deals with membership and dues, specifying the three types of membership, fees, membership procedure and qualifications. According to paragraph 1, the initiation fee is \$25 and annual dues are \$20. I know this was changed along the way, but the By Laws should be formally amended to make clear the current initiation fee and annual dues and that these change from time to time.

We propose a significant change in the way membership applications are handled. Currently, the president is supposed to appoint a membership chairman and the chairman is to present applications to the board for approval. Membership, and losing

touch with traditional membership has been a big issue with the board and some of our long time members this last year and the board and I recommend a change in structure that we believe will greatly benefit our club. We propose that the Secretary of the BOD becomes membership chairman and will preside over a membership committee that consists of himself and two at large members appointed by the president. The committee will interview applicants and let prospective members know that membership comes with obligations including the expectation that new members will take an active part in the work of the club. In order to do this (and I strongly recommend it) the By Laws (Article I, paragraph 3) must be amended.

Article II deals with officers but contains provision pertaining to entire BOD. The officers are, of course, the president, vice president, treasurer and secretary. All officers are members of the BOD and have one year terms. The remainder of the BOD consists of three at large members, also serving one year terms. Officers and directors are nominated by the nominating committee which is to be appointed by the president in November and nominated at the corporation's annual meeting which is to be held in November. (Article II, paragraph 2). The nominating committee is supposed to include the president and the three most recent and available past presidents. (Article V, paragraph 2 c.) Nominations may also be made by members from the floor. After nomination at the November meeting, officers and directors are to be elected by the membership at the December meeting. (Article II, paragraph 2.)

Since I have been in the club, we haven't really been doing it this way. Officers and directors are nominated and elected at the December meeting. For continuity and efficiency directors should be and in many cases have been serving staggered three year terms. We propose amending the By Laws to be consistent with the way we have been doing this.

Article III provides for an annual meeting of the corporation in November. I don't recall ever seeing this announced. I don't know that there is any significance to an annual meeting other than the nomination process discussed above. We do everything in December and the By Laws need to be amended to reflect this.

Article IV deals with BOD meeting protocol and filling vacancies. No substantive changes are needed.

Article V discusses committees and directs the president to appoint chairmen of standing committees like membership, programs, nominations and publications. We should amend to add the legacy and raffle committees and to provide that the Vice President shall be the chair of the programs committee and the Secretary the chair of the membership committee.

Article VI says we work by Roberts Rules of Order. Okay. We really don't, but okay.

Article VII prescribes the duties of officers and the board. Pretty straight forward and doesn't really modify the powers set forth in the articles. The president appoints the poacher and committee chairs, presides over meetings and attend other functions as the club's representative. No substantive changes are needed here other than the specification that the Poacher's fine shall be a quarter. We need to amend that to a dollar and give the President the power to up the ante once in awhile.

You will see other changes here and there, but they are mostly grammar and structure.

In closing, I have to say that being President in the 50th year was a great privilege and honor for me. No foolin'. I got to know a lot of you I didn't know before and I have to say that, for the most part, I am better for it. There are too many people who helped me out this year for me to be able to thank them all here. but please know that I am so grateful to so many of you. Bring tons of money to the raffle this year. We have a lot more to do!

NEW MEMBERS

Mike Beasley
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Home: 747-4643
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beasley97@comcast.net
Chief Lending Officer

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Outdoor Sales (Debbie)

Travis Foster
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travisandsarah.foster@gmail.com
Civil Engineer (Sarah)

ROSTER CHANGE

Jack Marchant E-mail: jax_on1@comcast.net

INLAND EMPIRE FLY FISHING CLUB – SPOKANE, WASHINGTON

FLY OF THE MONTH

Cascade Sneaker

December, 2006

Dan Hill

This month's fly comes to us via Gary Honeyman and Floyd Holmes. They were having a slow time of it at Dragon Lake in B.C. when a fellow fifth-wheeler shared his favorite pattern with them. Fishing improved and they took some fine trout on the new pattern. Gary was impressed enough with the fly that he got permission to use it as a Fly of the Month. Dan Hill, its creator, says it has been his "go to" fly since 1994. His preferred color is black but it is also effective in claret, olive, and brown. He keeps the body slender and never weights the fly. It is used primarily on a sinking line.

Hook: 2X – 3X 8 - 12

Thread: Black 6/0

Bead head: Glass bead, yellow, gold or clear

Tail and body: Black marabou

Overbody: Small gold or olive Crystal Chenille

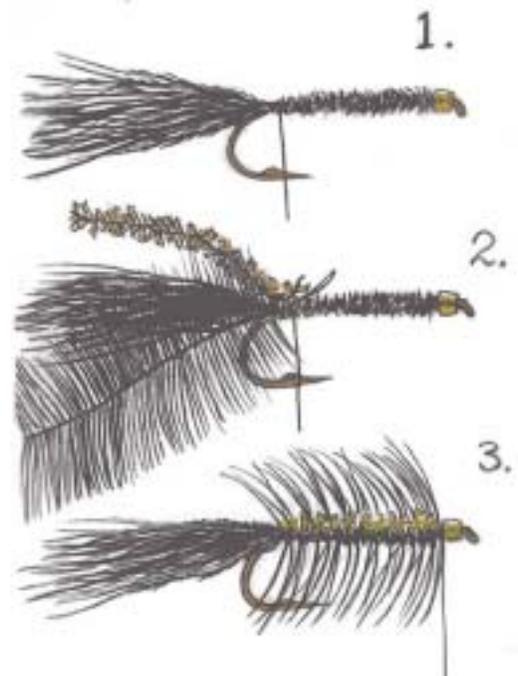
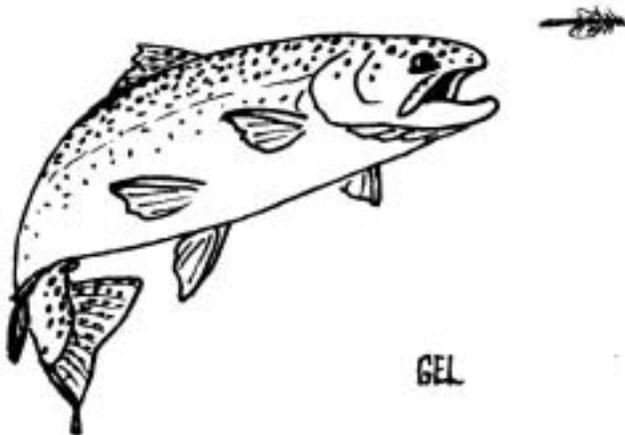
Hackle: Black saddle



1. Pinch the barb and slide the bead up to the eye. Tie in the marabou tail the same length as the hook shank. Tie the marabou all the way up to the bead head. Do not wind it around the hook shank. Run the thread back to the bend.

2. Tie in the saddle hackle by the tip at the hook bend. Tie in a piece of chenille at the bend also.

3. Bring the chenille forward over the body, placing it on top. Do not wind it around the shank. Palmer the saddle hackle forward to the bead, being careful to keep the chenille on top of the body. Trim and tie off. Whip finish behind the bead head. Cement.



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INLAND EMPIRE FLY FISHING CLUB

PO Box 2926,
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FIRST CLASS MAIL



CHARTER MEMBER and McKENZIE PLAQUE WINNER



RAY KRANCHES
Fish Pictures

Last year at the Christmas Raffle Ray Kranches won a two for one deal for fishing the Clearwater River. He took advantage of it on September 25, 2006. Scott's Guide Service has a special drift boat, it is big stable and had a motor so they could run through good drifts several times. They caught and released many A run and B run steelhead. Clint is holding 39- to 40-inch fish weighing about 20 pounds. Ray tried fishing on his own but without luck. The Clearwater is a big river.

Special Note: We will be putting member pictures in the 2007 Roster so somebody will take pictures at the meeting.