

Cañon City Geology Club

Educational Non-Profit Bylaws

Revised 1/13/2020



Affiliated with the
American Federation of Mineralogical Societies, Inc.
and the
Rocky Mountain Federation of Mineralogical Societies

BYLAWS
of the
CAÑON CITY GEOLOGY CLUB

Article I - Name

Section 1 - Name:

The name of this organization shall be the CAÑON CITY GEOLOGY CLUB, (hereinafter "Club").

Article II - Objectives

Section 1 - Objectives:

The objectives of the Club shall be:

- (a) To increase knowledge and appreciation of gems, minerals, fossils and rocks among our members and in the general public.
- (b) To promote interest and fellowship among people who are interested in earth sciences and related fields.
- (c) To conduct business and Club sponsored events to encourage interest in and increase knowledge of earth sciences and related fields.
- (d) To cooperate with other similar organizations in accomplishing the above objectives.

Article III - Policies

Section 1 - Non-Profit:

This Club is NON-PROFIT None of its assets, or the proceeds there from, shall be used for the pecuniary gain or profit of any officer, director, the membership at large, or any individual who is, or may become, a member thereof.

Section 2 - Powers:

All of the assets, properties and funds of the Club shall be devoted to the furtherance of the objectives of the Club.

- (a) The Club may hire individuals and contract services to advance the objectives of the Club.
- (b) The Club may lease such properties, real or intellectual, as it may control, to provide funds to further its objectives.
- (c) The Club may enter into any contract in cooperation with another group or groups for the furtherance of its objectives.

Article IV - Membership

Section 1 - Types of Membership:

Membership in this Club is open to any person interested in earth science or related fields, who will uphold the objectives and policies of this Club. There shall be two types of membership in this Club:

- (a) Individual – Those who have attained their 18th (eighteenth) birthday.
- (b) Family – Family members living at the same address. A family membership may consist of up to two independent adults, any minor dependent(s) (age 17 and under) and any dependent adults (age 18 and older).

Section 2 – Applications:

- (a) Applications for membership shall be in writing on a form provided by the Club.
- (b) Applications must be accompanied by dues for one year.
- (c) All persons to be included in the membership must be named on an application.

Section 3 – Duration:

- (a) Memberships will be from January 1st through December 31st.
- (b) Renewing members shall fill out a new application yearly.
- (c) Any membership application received on or after October 1st shall have membership for the current year and for the following year.
- (d) A member whose dues are in arrears may be kept on the mailing list for a period of time to be determined by the President.

Section 4 – Member in good standing:

Any member who has paid their dues for the current year shall be termed a “member in good standing.”

Section 5 - Voting:

Voting members are members in good standing who are 18 years of age and older and have been members for at least 60 days in the current or previous year.

Section 6 - Dues:

The amount of dues may be amended by a two-thirds vote of voting members present and voting at a regular meeting of the membership, provided a quorum is present.

Section 7 - Removal:

- (a) A member may be removed from the Club by petition from a member in good standing, to the Board of Directors, for conduct detrimental to the welfare and/or objectives of the Club and/or its members.
- (b) A member accused of such conduct shall be notified in writing to appear before the Board of Directors for a hearing.
- (c) Failure to report to the hearing, without a valid reason, will automatically result in termination of the membership.
- (d) The Board of Directors may, with a two-thirds (2/3) vote, terminate the membership permanently or suspend the membership for a duration of their choosing, not to exceed the remainder of the membership year plus the subsequent membership year.
- (e) The removed member shall have the right to appeal their case before a special meeting of the membership, at which, a two-thirds (2/3) vote of the voting membership present will be required to overturn the action of the Board of Directors.

- (f) If the removed member is a member of the Board of Directors, that member may be asked to resign from the Board, following the hearing. Should the Board member not resign, if asked to do so, a special meeting of the membership as described in Article V section 6 will be called to review the issue.
- (g) A permanently removed member will forfeit all rights to future membership in the Club.
- (h) A suspended member will forfeit all rights to future membership in the Club for the duration of the suspension.

Section 8 - Release of Liability:

- (a) Regular meetings of the membership are open to the public, and no Release of Liability is required.
- (b) Prior to attending any other Club sponsored event (such as a class, field trip, picnic, etc.) each attendee must have a membership valid for the year in which the event occurs in and have on file a signed Release of Liability valid for the year in which the event occurs.
- (c) Competent adults (age 18 or over), including dependent adults, must each sign the Release of Liability.
- (d) Minors (age 17 and under) and incapacitated adults must have a parent or guardian sign their Release of Liability.

Section 9 - Conduct:

All members attending Club sponsored events must abide by AMFMS Code of Ethics, CCGC Field Trip Rules, and any written or verbal instructions given by the leader(s) of the event.

Article V – Board

Section 1 - Officers and Directors:

- (a) Officers of this Club shall be PRESIDENT, VICE PRESIDENT, SECRETARY, and TREASURER, in addition there will be four at large DIRECTORS.
- (b) These officers and directors shall constitute the Board of Directors (hereinafter referred to as "Board").
- (c) These officers and directors shall perform the duties prescribed by these Bylaws, by the Club's Policies and Procedures, and by the *Parliamentary Authority* adopted by the Club.

Section 2 - Nominations:

- (a) At the September regular meeting of the membership the President shall appoint a Nominating Committee of at least two members in good standing to present a list of nominees at the October regular meeting of the membership.
- (b) It shall be the duty of the Nominating Committee to nominate candidates for each officer and director whose term will be ending. The Nominating Committee shall select one or more members in good standing as candidates for each position.
- (c) The Nominating Committee will present a report of the candidates to the membership at the October regular meeting of the membership. At the October regular meeting of the membership, the President will ask the members present for any additional nominations.
- (d) NO PERSON MAY BE NOMINATED OR APPOINTED TO THE BOARD WITHOUT HIS OR HER CONSENT.

Section 3 - Elections:

- (a) Elections shall be held annually at the November regular meeting of the membership.
- (b) The election shall be by ballot unless there is only ONE nominee for a position, in which case the vote may be by voice or by show of hands per the discretion of the Presiding officer.
- (c) Prior to the vote, nominees, if present, may introduce themselves and give their interests and/or qualifications.
- (d) The Presiding officer will ask for volunteers from the membership and two or more members in good standing shall count the ballots.
- (e) In the event of a tie, there will be a run-off by second ballot between the top two candidates for that position.

Section 4 - Term of Office:

- (a) Term of office is two years, commencing January 1st.
- (b) Any board member may be reelected to an indefinite number of terms.
- (c) At each election, 2 officers and 2 at large directors will be elected.
- (d) The terms of the newly elected board members shall overlap with the terms of the board members who were elected the previous year.

Section 5 - Vacancies on the Board:

- (a) Should the office of the President be vacated, the Vice President shall fill the remainder of the term as President.
- (b) Should any other Board position become vacant, the President shall appoint an individual to fill the office for the remainder of the term.

Section 6 - Removal of Officers and Directors:

- (a) Officers and Directors may be removed for cause (including excess absences at Board meetings), by a two-thirds (2/3) vote of the voting members attending a special meeting of the membership specifically called to hear each side of the issue.
- (b) Said special meeting must have at least fifteen (15) days notice of the date, time, and location where the matter will be considered.

Section 7 – Action Without a Meeting:

- (a) Any action required by the Board of Directors may be taken without a meeting, if all Board members receive notice of said proposed action in writing or by electronic transmission, and a quorum of Board members consent thereto in writing or by electronic transmission.
- (b) Response to the notice shall constitute a waiver of notice requirements.
- (c) The writing(s) or electronic transmission(s) shall be filed with the minutes of proceedings of the Board and maintained in the official files.

Article VI - Duties of Officers and Directors

Section 1 - President:

- (a) The President shall preside over all meetings of the Club and of the Board.

- (b) The President shall be an ex-officio member of all committees other than the Nominating Committee.
- (c) The President will assure that the Board functions effectively to provide the leadership necessary to accomplish the goals of the Club via its programs, meetings, field trips, committees and other activities.
- (d) The President will make certain that all Board members have a copy of the Bylaws and Policies of the Club.

Section 2 - Vice President:

The Vice President shall be vested with all the powers and shall perform all the duties of the President in the absence or disability of the President.

Section 3 - Secretary:

- (a) The Secretary shall keep the minutes of all meetings of the Club, and of the Board.
- (b) The Secretary shall conduct or oversee the Club's correspondence.
- (c) The Secretary shall maintain the Clubs non-financial records including membership records.
- (d) The Secretary shall perform such duties as are assigned by the President or by the Board.

Section 4 - Treasurer:

- (a) The Treasurer shall pay all Club bills and keep all records of dues and other funds received and/or disbursed.
- (b) The Treasurer shall deposit these monies in a financial institution designated by the Board.
- (c) The Treasurer shall present a written financial report at each regular meeting of the membership and board meeting.
- (d) The Treasurer shall provide financial reports, by e-mail, to any member in good standing within three working days of the member's request.
- (e) The Treasurer shall work with the Finance Committee to create a proposed budget prior to the first Board meeting of each year.
- (f) The Treasurer shall furnish the Audit Committee or Auditor all information needed for their audit by the end of January of the following year.

Section 5 - Directors:

- (a) Directors shall provide over-all supervision of the activities of the Club via its committees.
- (b) Directors shall assist the President in drawing up the programs for the year, making budgetary provisions and determinations, planning and conducting classes, planning and conducting field trips, and carrying out the wishes of the Club.

Article VII - Meetings

Section 1 - Location, Date and Time:

- (a) The Board shall designate the date, time, and location for regular meetings of the membership.

(b) The President will designate the date, time, and location for regular meetings of the Board.

Section 2 - Special Meetings:

(a) Special meetings of the membership may be called by the President, a Quorum of the Board, or by a petition signed by at least ten percent (10%) of the voting members of the Club.

(b) Special meetings of the Board may be called by the President or by three members of the Board, provided a 72 hour notice is given.

Section 3 - Quorum:

(a) Quorum for a regular meeting or special meeting of the membership shall be one half of the voting members present.

(b) Quorum for a Board meeting shall be 4 members of the Board.

Section 4 - Notification:

Meeting notification will be by email.

Section 5 - Cancellation:

Regular meeting(s) of the membership may be canceled due to adverse weather, at the discretion of the President.

Article VIII – Safety

Section 1 - Responsibility:

(a) All adult members (including dependent adults) shall be responsible for their own safety and well-being and for their personal property at all times when attending Club events.

(b) Adults who are parents or guardians of any minors or incapacitated adults shall be fully responsible for the safety and well-being and for the personal property of said minors or incapacitated adults at all times when attending Club events.

Article IX – Liability

Section 1 – Board Liability:

No member of the Board shall be liable for the acts, omissions, defaults, or neglect by themselves or by any other member of the Board, or for any injury or loss sustained by members of the Club or its guests.

Article X - Committees

Section 1 – Nominating Committee:

A Nominating Committee shall be appointed annually, as described in Article V, Section 2.

Section 2 – Audit Committee:

(a) Prior to the November regular meeting of the membership, the Board shall determine by a 2/3 vote whether an audit, accounting review, or general review of the books will be performed for the current year's books.

(b) A review of the books must be done before any records are destroyed or deleted or when a new person is to assume the office of Treasurer.

- (c) If an audit or review is to be performed, the President shall appoint an Audit Committee at the next regular meeting of the membership consisting of two or more members in good standing to audit or review the records of the Treasurer.
- (d) The Audit Committee may not consist of any members of the Board.
- (e) In lieu of an Audit Committee, the Board may hire a licensed CPA or an accounting firm to conduct the audit or review.
- (f) The Audit Committee or auditor shall report findings to the Board no later than four months after the appointment or hire date.

Section 3 – Other Committees:

The President may establish such other committees as are necessary for the operation of the Club.

Article XI - Parliamentary Authority

Section 1 - Rules:

The rules contained in the current edition of ROBERT'S RULES OF ORDER, NEWLY REVISED shall govern this Club in all cases in which they are applicable and in which they are not inconsistent with these Bylaws and any Special Rules of Order the Club may adopt.

Article XII - Amendments

Section 1 – Amendments to Bylaws:

- (a) These Bylaws can be amended at any regular meeting of the membership by a two-thirds vote of the voting members present, provided that the amendments were sent by email no later than 10 days before the meeting, and that a quorum of the membership is present for the vote.
- (b) The vote will be taken by ballot during the business meeting.

Article XIII - Dissolution

Section 1 - Orderly:

- (a) Assets which are free and clear of encumbrance shall be disbursed, at the discretion of the Board, by a two-thirds (2/3) vote of the Board, either to the Royal Gorge Regional Museum and History Center, should that institution be a fully accredited member of the American Association of Museums and have its own curator with an over-seeing Board, or to a nonprofit association or corporation for the continuation of such educational and scientific projects as the Club has commended.
- (b) Assets which are shared or derived with the cooperation of another organization such as the American Federation of Mineralogical Societies, the Colorado State Historical Society, or the Garden Park Paleontology Society shall be offered to those organizations first and if declined shall revert to the discretion of the Board to determine a suitable recipient(s).
- (c) Assets with encumbrance(s) shall be either forfeited, cleared or, where the real interest is substantial, that interest may be conveyed or sold to others of interest so that the proceeds may further the stated objectives of this Club which must continue even into dissolution.

Section 2 - Disorderly:

- (a) A disorderly dissolution of this Club, which shall be said to exist when the Board is either unable or unwilling to discharge its duties in dissolution.
- (b) Assets shall be offered to either the Rocky Mountain Federation of Mineralogical Societies, the American Federation of Mineralogical Societies or to some non-profit organization in the local community with similar objectives with which our Club may have entered into cooperative ventures and which is willing to take on these responsibilities.
- (c) Should the above be less amicable and the dissolution is in some way contested, then the process should be resolved in a court of law and the recorded intent of these bylaw may be represented by a member of the Club or by a representative as may be appointed by the Rocky Mountain Federation of Mineralogical Societies.