

**BYLAWS
OF
PRESCOTT GEM AND MINERAL CLUB, INC.**

ARTICLE I - ORGANIZATION

Section 1.

- a) The name of this organization shall be "**Prescott Gem and Mineral Club, Inc.**"

Section 2.

The purpose of the Club is:

- a) To increase knowledge and understanding of the sciences pertaining to minerals, gems, rocks, fossils and similar objects.
- b) To increase the practical knowledge and art of cutting, grinding, and polishing those materials and their use in the design and creation of jewelry and other useful objects.
- c) To disseminate to the members and the public, knowledge of lapidary work, mineralogy, collecting and classification of minerals, rocks, geology, paleontology, and other related earth sciences.
- d) To organize field trips for the legitimate collection of rocks, fossils and minerals.
- e) To foster the development and education of the aforementioned endeavors among the youth of our community.

ARTICLE II - MEMBERSHIP

Section 1.

- a) Membership shall be open to anyone interested in the objectives of this organization upon completion and acceptance of an application and agreement to abide by the rules and bylaws of this organization and the payment of any dues required. There shall be three classes of Membership: Individual, Family and Life defined as follows:
- 1) Individual members shall be defined as any person 18 years or older. Individual members shall be entitled to all privileges and voting rights of the Club.
- 2) Family members shall be defined as two (2) or more Individuals from the same household and includes children from two (2) years of age to eighteen (18) years of age.
- a) Individual members and family members shall be entitled to all privileges and voting rights of the Club.

- b) Children under the age of 18 shall not be entitled to all privileges and voting rights of the Club.
- 3) Life Membership shall be defined as Individual members who have made extraordinary contributions to the Club. They shall be entitled to all the voting rights and privileges but shall be exempt from payment of dues.
 - a) A person may be nominated for Life Membership by the Executive Board or by any member presenting a petition signed by ten (10) members to the Executive Board who shall study the petition and present a recommendation to the Membership. The members shall vote on the petition at a regular meeting and a simple majority of those in attendance is required for acceptance.
- 4) Members must complete and sign a Membership application and sign a Club liability waiver before being allowed to participate in any Club activities.

Section 2.

- a) A member can be expelled from the Club for the willful misuse of Club resources, willful disregard for the safety of Club members, or for other actions against the best interests of the Club.
- b) A member subject to expulsion will be granted a hearing before the Executive Board. A majority vote of the Executive Board is required to propose that a member be expelled.
- c) An expulsion vote will be taken at a general meeting and a simple majority of votes by those present is required for the member to be expelled.

ARTICLE III - DUES

Section 1.

- a) Annual dues shall be established by the Executive Board and approved by a majority vote of the Membership at the following meeting.
- b) Dues are payable at or before the January regular meeting of members. Members delinquent after the March meeting are automatically suspended as of that date. Reinstatement may occur only after payment of all dues owed.
- c) Dues shall be reduced to one-half (1/2) of the established amount for new members joining the Club in July or later for the remainder of that year.

Section 2.

- a) Life members shall pay no dues.

ARTICLE IV - OFFICERS

SECTION 1.

- a) The elected officers shall be President, Vice President of Programs, Vice President of Field Trips, Secretary, Treasurer, Club Liaison and Independent Director. The offices of President, Vice President of Programs, Vice President of Field Trips, Club Liaison, Secretary, and Treasurer shall also hold the title of Director. The immediate Past President shall also hold the title of Director. They shall exercise the duties assigned to them and all must be members in good standing.
- b) The position of Show Chairman/Co-Chairmen is/are appointed by a majority vote of the Executive Board and has no defined length of term.

Section 2.

- a) Elective officers may serve no more than two (2) consecutive terms of two (2) years each or as otherwise established initially by the Executive Board. They may be re-elected to that office after a one (1) term absence from that office.

Section 3.

- a) The Executive Board shall be comprised of the President, Vice President of Programs, Vice President of Field Trips, Secretary, Treasurer, Immediate Past President, Independent Director, Show Chairman/Co-Chairmen and Club Liaison.
 - 1) Each member shall have one (1) vote except in the case of Co-Chairmen. Each Co-Chairman has one-half ($\frac{1}{2}$) vote, if both are present.

Section 4.

- a) Vacancies occurring among the elected officers and Independent Director shall be filled by election of the Executive Board to serve until the next scheduled election for that position.
- b) Any officer who fails to attend 3 meetings of the Executive Board without excuse shall be considered to have resigned from the Executive Board and current position.

Section 5.

- a) Election of new officers shall take place at the November Membership meeting. In addition to the nominations made by the Nominating Committee, the President shall call for any additional nominations from the floor.
- b) If a position is not contested, the general Membership may approve in a voice vote.
- c) If a position is contested, the general Membership shall vote by written ballot to determine the winner. No absentee or proxy votes are permitted.

- d) Elected officers shall be installed at the December meeting and shall be seated immediately following installation.

ARTICLE V - MEETINGS

Section 1.

- a) All meetings of the Club shall be conducted according to Roberts Rules of Order, Revised; except when inconsistent with any provisions of these Bylaws or accepted procedures of the Club.

Section 2.

- a) Regular Membership meetings shall normally be held monthly.
- b) A quorum shall consist of ten (10) percent of the Membership, each member of which shall be in good standing.
- c) Approval shall be by a simple majority vote of the members in good standing and present, except as otherwise specified.
- d) The President may call for a special meeting of Membership at any time for a specific agenda. At any such meeting, only the agenda item(s) specified may be acted upon.

Section 3.

- a) Regular Executive Board meetings shall normally be held monthly.
- b) A quorum shall consist of five (5) of the nine (9) Executive Board members for the transaction of Club business.
- c) Approval shall be by a simple majority vote of the Executive Board members present, except as otherwise specified.
- d) The President may call for a special meeting of the Executive Board members at any time for a specific agenda. At any such meeting, only the agenda item(s) specified may be acted upon.

Section 4.

- a) Any Club or Executive Board meeting may be held (1) in person, or (2) by any electronic means that allows all attending members to see, hear and speak to each other as if attending in person, and/or (3) by any electronic means that lets each member vote on such items and a total vote thereafter to be counted and tabulated. Such means shall include those involving telephone, email, computer or any other method presently existing or existing in the future which can ensure a fair count of each such vote.

ARTICLE VI - COMMITTEES

Section 1.

- a) The President shall appoint a Nominating Committee in September. This committee shall present a nomination list for Officers for the November election at the October Membership meeting. No candidate shall be nominated without consent of that nominee.

Section 2.

- a) A committee shall be appointed by the Executive Board at the December meeting to perform an annual audit of the Club's financial records as of the end of the year and provide a report on those records at the February general meeting.

Section 3.

- a) The President, with consent of the Executive Board, may appoint other committees, naming the chairman, and/or members thereof, and may dissolve any committees as deemed appropriate. All committee chairmanships shall automatically be terminated in December at the installation of officers for the ensuing year.

ARTICLE VII - AUTHORIZATION FOR EXPENDITURES

Section 1.

- a) The President may approve expenditures up to two hundred dollars (\$200). Expenditures over two hundred dollars (\$200) and up to five hundred dollars (\$500) must be approved by the Executive Board. All expenditures in excess of five hundred dollars (\$500) must be approved by the general Membership.
- b) The Show Chairman shall have authority to approve expenditures related to the show in the amount of the previous year's expenditure plus ten (10) percent. Exceptions for special circumstances may be authorized by the general Membership voting on such matters.
- c) The Workshop Manager shall have the authority to approve expenditures related to the workshop in the amount of the previous year's expenditure plus ten (10) percent. Exceptions for special circumstances may be authorized by the general members voting on such matters.

Section 2.

- a) The Club will accept no donations or contributions which contain a designator condition.

ARTICLE VIII - AMENDMENTS

Section 1.

- a) Proposed amendments to these Bylaws may be presented at any general meeting of the Club by a motion from the floor. Members will have the opportunity to question and discuss the changes.

The Secretary shall record such motion being seconded and passed. It shall be printed in the Club Newsletter prior to the next Membership meeting and state the revision/s to be made and the reason therefore. Notice shall be given that it will be voted upon at the next meeting. A simple majority of members in attendance shall be required for passage.

- b) Any situation not specifically covered in these Bylaws shall be determined by the majority vote of the Executive Board.

ARTICLE IX - DISSOLUTION

Section 1.

- a) In the event of dissolution of this Club, all properties, possessions, and monies controlled by the same shall be irrevocably dedicated to any 501(c)(3) organization recommended by the Executive Board and approved by the Membership.

Adopted June 19, 2004 (Rev. 11-20-04)
(Rev. 01-20-07)
(Rev. 03-16-07)
(Rev. 09-05-09)
(Rev. 07-10-10)
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