

Lake George Gem & Mineral Club, Inc.

Constitution and By-Laws

Article I Name

The name of the organization shall be Lake George Gem & Mineral Club, Inc.

Article II Objectives

The objectives of the club shall be:

1. To promote, increase and disseminate knowledge of and about fossils, minerals and their uses, to adults and children;
2. To conduct business, educational and social meetings for any and all membership and guests in the promotion and increasing of knowledge of earth sciences;
3. To conduct lectures, displays, shows (such as an Annual Gem & Mineral Show when possible), and field trips for the promotion of the earth sciences;
4. To provide educational opportunities for children ages 5 through 17, in two age groups (5-12 and 13-17); to foster exploration of the wonders of rock, mineral and fossil collecting in the Pikes Peak region, with the purpose of training both age groups to become skilled rockhounds;
5. And, when funds are available, from whatever source, to provide scholarship moneys under specified Guidelines developed by the board/officers and approved by the membership. These scholarships are intended for certain residents of Park and Teller Counties, and/or for the children and grandchildren of LGGMC members, to assist recipients to pursue a degree related to the Earth Sciences.
6. Any other lawful purpose.

Article III Membership

1. There shall be two types of membership in this club:

- A. Individual For single members who are age 18 or older.
- B. Family - For members of a Household including children under age 18.

A family membership shall consist of not more than 2 (two) individuals, 18 years of age or older, and their minor dependents having the same mailing address.

2. Voting: All members age 18 and over are voting members. Votes may be by hand or acclamation or by secret ballot, at the board's discretion or upon request of any member. Votes may be taken at any regular or special club meeting, or by electronic means when deemed necessary or feasible by the board/officers.

Dues: Initially, dues shall be \$15.00 per year for Individual memberships and \$25.00 per year for Family membership. Dues may be changed from time to time by vote of at least 2/3 of the members present at any regular meeting, on recommendation of the officers.

3. Applications for membership shall be in writing on a form provided by the club and accompanied by payment of one year's dues in advance. Renewing members must renew by March 31 each year. New members joining after August 15th of any year shall pay dues pro-rated by one-half for that calendar year.
4. Annual membership will be from January 1st through December 31st of each year. Dues must be paid no later than March 31st of each year to remain on the Membership List.
5. Membership in the club will be terminated as follows:
 - A. For nonpayment of dues when more than three months delinquent (ie by March 31st of each year). Reinstatement may be made by payment of delinquent dues.
 - B. For cause as a result of conduct adverse to the welfare of the club. Following an Executive Session of the officers, a member accused of improper conduct shall be notified in writing signed by the president and sent by first class mail to the member's last known address. The member shall have the right to appeal his case to the membership. A two-thirds vote of the membership present at any removal action, following recommendation of the officers, is required for removal.

Article IV Officers and Elections

1. The officers of this club, who shall comprise the board of directors, shall be:
 - A. President
 - B. VicePresident
 - C. Secretary
 - D. Treasurer
 - E. Newsletter Editor

2. Election of officers:

No later than June of each calendar year, the President shall appoint a nominating committee, led by the Vice President, to present a list of officer candidates at the December meeting. The President may ask those present if they would be willing to hold an office. At the October meeting additional nominations may be made from the floor. NO PERSON MAY BE NOMINATED OR APPOINTED TO OFFICE WITHOUT HIS OR HER CONSENT.

Following the nominations and the closing of nominations at the December regular meeting, elections will be held. If more than one member seeks the same office, election will be by secret ballot. If there is only one candidate for an office, election can be by show of hands. If a slate of candidates is put forward, without dissent, election may also be by show of hands for the entire slate.

3. New officers will take office in January following the December election.

4. Replacement of Officers

- A. President: Should the office of president be vacated, the Vice President shall fill the remainder of that term as President.
- B. All other Vacated Offices: Should any office other than President become vacant, the President shall appoint an individual to fill the office for the remainder of the term.

Article V Duties of Officers

1. President: The President shall preside at club meetings and supervise the activities of the club, appointing committees and task coordinators and delegating authority as he/she deems necessary.
2. Vice President: The Vice President shall assume the duties of the President when the president is absent. Should a vacancy occur in the office of the President the Vice President shall assume the duties of the office of President. The Vice President shall have two other responsibilities: (1) he/she shall be the chairperson of the Nominating Committee that year; (2) he/she shall be the coordinator for the Scholarship process and applications that year. These tasks should not overlap and should be time limited to about 90 days each.
3. Secretary: The Secretary shall keep the minutes of all regular and special meetings; receive, read and answer communications, from time to time, as directed by the President; and preserve all records necessary to conduct the future business of the club. The Secretary shall maintain corporate records, pursuant to Colorado nonprofit corporation law.
4. Treasurer: The Treasurer shall receive and safeguard all club funds; maintain accurate records of receipts and expenditures; credit membership dues; pay bills; and reimburse members' expenses as appropriate. The Treasurer will also work with the Membership Coordinator to ensure an accurate and up-to-date current Membership List.
5. Newsletter Editor: The Editor shall be responsible for compilation and distribution of a monthly Club newsletter in addition to assistance as necessary in distribution of other Club communications. All distribution shall be electronic to the degree possible.
6. Board of Directors: The officers, acting collectively as a board of directors, shall address all issues relative to the smooth functioning of the club, and make recommendations to the membership on all matters requiring a vote of the membership. Such recommendations and vote shall be addressed at the next regular or special meeting. Votes may be by hand or acclamation or by secret ballot, at the board's discretion or upon request of any member. The officers, and any chairperson or coordinator appointed by the officers, may make day to day decisions to benefit the club and its members without requiring a members' vote. This includes but is not limited to appointment of committees, coordinators, and chairpersons for tasks required to the ongoing and smooth functioning of the club and its activities.
7. Committees and Coordinators: These should include but not necessarily be limited to Annual Show Committee; Nominating Committee, Membership Coordinator; Field Trip Coordinator/s; Scholarship Coordinator or Committee, Librarian/Historian/Archivist. All committees shall have

a chairperson or co-chairpersons. These committees and coordinators shall have the authorities and duties designated to them by the board of directors. Chairpersons and coordinators may be appointed by the President members of the Board of Directors that year.

Article VI Meetings

1. The regular monthly meeting shall be held on a day determined by the membership, by affirmative vote of at least 2/3 of the members present at the meeting. The same day should be adhered to as much as possible, in order to plan programs and meeting notifications. Initially, the regular meeting shall be held on the second Saturday of each month, beginning at 9:00 a.m. in the summer (May-September), to best accommodate field trips, and at 10:00 a.m. in the winter (October-April).
2. Regular meetings may be suspended at the discretion of the President. A notice needs to be given to the club members. Notice may be given electronically, or by mail or telephone. Meetings will be canceled due to adverse weather. Members will be notified by email or may call any officer when in doubt. Officers will confer as early as possible, by email or telephone, and make a decision on cancellation as early as possible.
3. The Annual Meeting will be held at the regular December meeting. The Annual Meeting will include election of officers for the following calendar year.
4. Special meetings: Special meetings may be called by the president, or in an emergency another officer, as deemed necessary. Special meetings may be held electronically, by conference call, or in person.
5. Board meetings: Meetings of the officers should be held at least quarterly. Such meetings shall be called by the president but may be called by any officer in an emergency such as the president being unavailable. These meetings may be held in person or by email or teleconference.

Article VII Quorum

A quorum at any regular or special meeting, shall consist of a majority of all members present at that meeting, written notice of the meeting having been given. Notice can be given electronically.

Article VIII Club Funds

- 1, The funds of the Club shall be maintained in an accredited bank or credit union.
2. Any disbursement of funds, other than petty cash, shall be by check. The Treasurer will sign all checks. In case of emergency, checks may be signed by the President. In case of checks in an amount of more than \$500.00, checks should be signed by both the Treasurer and the President.
3. The financial records of the Club maintained by the Treasurer will be reviewed annually by a person appointed by the President. The Reviewer may not be an officer of the club. The Reviewer shall receive the club treasurer's records within 10 (ten) days of the ending after the annual term or

other changing of the treasurer. A written statement shall be given to the President on or before the following regular meeting to be read to the club.

4. Club funds may be used to fund one or more annual Scholarships to qualified graduating high school seniors or college-enrolled adults, of Teller or Park Counties, or a child or grandchild of a current LGGMC member, pursuing a career related to the earth sciences. Scholarships, amounts, applications and eligibility, shall be determined according to Guidelines developed by the board of directors and approved by the membership. Approval may be given by email.

Article IX Amendments

This constitution and its bylaws may be amended at any regular meeting of the club by a 2/3 vote of the members present, provided such proposed amendment be submitted in writing at its previous meeting and read to the assembled members.

Article X Matters Not Covered

The then-current Colorado Nonprofit Corporation Act, or other Colorado law as applicable, shall apply to any matters not specifically addressed in this Constitution and By-Laws.

Article XI. Dissolution

Upon dissolution, all liabilities and obligations shall be paid, satisfied, or discharged, or adequate provision made therefore, and the remaining assets shall be liquidated and distributed for exempt purposes within the meaning of Section 501c3 of the Internal Revenue Code (IRC), or corresponding section of any future tax code, to a nonprofit fund, foundation, or corporation organized and operated exclusively for charitable, scientific, or educational purposes, and that has established its tax exempt status under the Internal Revenue Code 501(c)(3), (5), or (6). The first choice for distribution of assets shall be to a Colorado (or other state) nonprofit 501c3 organization with a similar purpose and mission statement. The specific organizations shall be chosen by the board of directors.

Adopted this _____ day of _____, 2015, by an affirmative vote of all members present at the regularly scheduled meeting.

Secretary