

BY-LAWS of the SOUTHERN ARIZONA HIKING CLUB

(As amended September, 1968; August, 1973; August, 1977; August, 1978; March, 1991; June, 1992; March, 1996, and September, 2001.)

ARTICLE I. Name

This organization shall be known as the Southern Arizona Hiking Club.

ARTICLE II. Purpose

The purpose of The Club is to promote hiking and related activities which further the appreciation, understanding, preservation and enjoyment of the land, its plant and wildlife and all natural objects and things.

ARTICLE III. Officers and Directors

SECTION 1. This Club shall be governed by a Board of Officers and Directors consisting of nine members: Four Officers (President, Chief Guide, Secretary, Treasurer) and five Directors elected by the membership in the General Election.

SECTION 2. The Officers and Directors shall begin their term of office on the Thursday in September following their election.

Each Officer and Director will be elected for a term of two years. Each year four or five Officers and Directors will be elected. The number elected will depend on how many full terms come due for election that year. The five Directors may be assigned titles depending on their assignments. In addition to Board members other club members may be recruited and appointed to assignments for tasks necessary for the smooth and successful operation of the Club. Each Officer and Director may serve no more than three consecutive terms.

SECTION 3. The Board shall manage The Club, control all expenditures and property of The Club, and fill vacancies in the Board for their unexpired terms.

ARTICLE IV. President

The President shall preside at all meetings of The Club and the Board; preserve order and decorum and perform all duties consistent with his/her office, and be ex-officio member of all committees.

ARTICLE V. Chief Guide

The Chief Guide shall be responsible for planning all hikes and other outdoor activities of The Club, and in the absence of the President shall assume his/her duties.

ARTICLE VI. Secretary

The Secretary shall keep the minutes of all business transacted at meetings of The Club and of the Board which shall be an accurate and official record of the business transacted; and shall conduct all necessary correspondence of The Club.

ARTICLE VII. Treasurer

The Treasurer shall receive funds and disburse them upon order of the Board; and shall maintain accurate records of all financial transactions and upon request of the Board shall present an audit. An internal audit shall be provided at the end of each fiscal year. The Fiscal year shall be from the first day of October through the last day of September.

ARTICLE VIII.

(Deleted June, 1992)

ARTICLE IX. Committees

The Board may create and appoint committees at any time, specify their duties, and limit their term of service. The vote of a majority of any committee shall be the vote of the committee. A committee quorum shall consist of a majority of the committee unless otherwise specified by the Board. Officers of the Club may also serve as members or chairperson of the committees.

ARTICLE X. Nomination of Officers and Directors

SECTION 1. The Board shall appoint not later than April first, a Nominating Committee of five, no more than three of whom may be members of the Board. A nominee must be eighteen years of age or over, must have been a member in good standing for the entire fiscal year preceding the election, and must have accepted the nomination.

SECTION 2. The first action of the nominating Committee will be to place a notice in the April Bulletin announcing their appointment, names and telephone numbers. The notice will also encourage Club members to contact the Nominating Committee to suggest names of members they believe will serve well as Officers and Directors of the Club. The Nominating Committee will consider all suggested names and determine if that member will be willing and qualified for a position on the Board. The nominating Committee will make every possible effort to nominate more than one candidate for each position for which a person is to be elected.

SECTION 3. The report of the Nominating Committee shall be published in the June and July issues of the Club's Bulletin. Any member that desires to nominate himself/herself to any office or as a Board member may do so by presenting to the Board a written nominating petition including the endorsement of five club members. This petition must be presented to the Board before the regular Board meeting prior to the July Bulletin. Upon their acceptance by the Board the names of such nominees shall be placed on the ballot.

ARTICLE XI. Election of Officers and Directors

SECTION 1. The annual election of the Officers and Directors shall be held on the third Tuesday of September of each year. Ballots shall be mailed to all members eligible to vote not later than four weeks prior to the election.

SECTION 2. The President shall appoint at least three members to serve as election judges. They shall count the ballots, tabulate the results, and report to the Board the number of votes cast for each candidate and the names of those elected to serve as Officers and Directors; whereupon the President shall notify the members elected.

ARTICLE XII. Meetings

SECTION 1. The Club shall meet regularly in Tucson, Arizona on the third Tuesday of each month unless otherwise ordered by the Board.

SECTION 2. Meetings of the Board shall be held at times and places specified by the Board. Special Board meetings may be called by the President, and must be called on request of three members of the Board.

SECTION 3. Special Club meetings may be called by the Board or by request in writing of five percent of members qualified to vote. Notice of such meetings must appear in at least one issue of the Bulletin and the date of such meeting must be at least fifteen days after the subsequent regular Club meeting.

SECTION 4. A board quorum consists of a majority of the Board and shall be required for the transaction of business at Board meetings or meetings of The Club.

ARTICLE XIII. Membership

SECTION 1. Membership in this Club shall be open to persons interested in upholding the purposes of The Club.

SECTION 2. Only those members 18 years of age or over shall be eligible to vote.

SECTION 3. Each application for new membership must be accompanied by an initiation fee and the full amount of the annual dues specified by the Board.

SECTION 4. Upon complaint of conduct on the part of any member, which is contrary to the purposes or to any rule or regulation of The Club, or which is likely to reflect unfavorably on The Club, such member may be expelled by a three-fourths vote of the Board. However, any member complained of shall have the right to be heard at the meeting of the Board considering the expulsion, and shall receive not less than ten days notice thereof. Any member expelled may appeal to the general membership at the next regular meeting of The Club.

ARTICLE XIV. Membership Dues

SECTION 1. The annual dues that members pay shall be set and may be changed by the Board. The membership year begins on the first day of October. Annual dues shall be due and payable on or before the first day of October.

SECTION 2. Members who fail to pay their dues by November 1 shall be declared to be in arrears, and shall not be eligible to vote or to hold office, and shall not receive the monthly Bulletin. All rights of membership shall be restored upon payment of arrears. If not restored within one year membership will be deemed to have lapsed and shall be removed from the roster. They may only rejoin as new members.

SECTION 3. (Deleted June, 1992)

ARTICLE XV. Rules and Regulations

SECTION 1. The Board may establish such rules and regulations as it deems necessary governing the conduct of members in their participation of Club activities.

SECTION 2. At its discretion the Board may submit any question to a vote of the members of The Club. The Board shall upon written request of five percent of the voting members submit such a question as they may propose.

SECTION 3. "Robert's Rules of Order Revised" shall govern in all matters not covered by these By-Laws.

SECTION 4. The Board shall have the power to decide all questions as to the construction or meaning of the By-Laws and rules of The Club.

ARTICLE XVI. Amendments

SECTION 1. Any amendment of these By-Laws may be proposed by the Board or submitted in writing by five percent of the voting members of The Club. Any such proposal and a ballot shall be included with at least one issue of the Bulletin before being voted on. Ballots shall be mailed to all members eligible to vote not later than four weeks prior to the election. The vote shall take place at the regular Club meeting of the subsequent month. A two-thirds majority of the ballots returned shall ratify the amendment.

SECTION 2. The President shall appoint at least three members to serve as election judges. They shall count the ballots, tabulate the results, and report to the Board the number of votes cast for and against the proposed amendments. The results of the election shall be published in the Bulletin.

ARTICLE XVII. Voting Procedures

The Board shall have the authority to set all election and voting procedures.