

INDIAN MOUNDS ROCK & MINERAL CLUB

BYLAWS

The Indian Mounds Rock & Mineral Club is a nonprofit organization incorporated under the laws of the State of Michigan. Its objective is to develop and encourage interest in, and to further the study of minerals, gems, fossils, rocks, the lapidary arts, and earth science. The Club will provide specimens and speakers to those interested.

ARTICLE I – MEMBERSHIP

Section 1. Any person of good character who is interested in the objectives of this club is eligible for membership, and may become a regular member on payment of the dues as determined in the Bylaws.

Section 2. Any person of acknowledged standing as a mineralogist, geologist, craftsman, or collector who has rendered outstanding service to the Club may be elected to honorary membership by a majority vote of the regular members present at a scheduled meeting.

Section 3. A Life Member is a member who through his service and commitment to the Club has been selected by the membership to be a Life Member. A Life Member has all the privileges and responsibilities of membership with the exception of paying dues. An Inactive Life Member is a Life Member who due to age, infirmity, or relocation is unable to participate in Club activities, yet wishes to continue to be part of the Club.

Section 4. Any person between 5 and 17 years of age inclusive may be a junior member, provided an adult member sponsors them. Sponsors are expected to participate in club meetings and activities to support their junior.

Section 5. A parent, or other adult selected by the parent, must accompany all minors on any field trip.

Section 6. No member or officer shall receive compensation for his or her services.

ARTICLE II – MEETINGS

Section 1. The annual meeting shall be held the third Tuesday of November, or as determined by the Executive Committee.

Section 2. The regular meetings of this club shall be held the third Tuesday of each month, September through May. Dates can be changed by the board for special circumstances provided adequate notice is given as per special meetings below.

Section 3. Field Trips shall be scheduled at such times and places as the Club members may determine.

Section 4. Special meetings may be called during the summer or at other times at the discretion of the Executive Committee.

Section 5. Written, email, or oral notice of regular meetings shall be given to the members at least ten days in advance. All members shall be notified by mail or email sent at least 15 days prior to the date of a special meeting stating the purpose and time of the meeting.

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Section 6. Board Meetings:

A The board meetings of this club shall normally be held on either the third Tuesday of each month, in conjunction with the regular club meeting, August through April, or the fourth Tuesday of each month, August through April, but the Board may vote to change this for their next meeting, or by electronic vote, under special circumstances.

B Electronic Board meetings: When the president deems it appropriate and necessary for the club, he/she may initiate and preside over an e-mail meeting for the board to vote on a club issue. The following extra rules will apply.

- 1) The proposal shall be sent by the president in a group email to all board members in one transmission.
- 2) A default of five days (120 hours) shall be allowed for responses if not otherwise stated in the email.
- 3) Board members shall email a reply “to all” when commenting or voting.
- 4) Forwarding of board emails is prohibited. Emails from non board members are also prohibited from the business of this meeting.
- 5) A quorum shall be a simple majority of the board members. If a member chooses to abstain from voting, that member must give that decision as an email reply for the purpose of counting a quorum for the meeting.
- 6) The president may postpone a motion, if he/she concludes that confusion or complexity develops, or because it seems to be in the best interest of the club.
- 7) The secretary shall record the business and decisions of the meeting and shall report the minutes in the next club newsletter.
- 8) If a board member fails to receive the meeting emails or cannot reply due to his/her internet service problems, or because he/she has not provided a correct email address, then the business and votes of the other members will still be valid as long as the president receives a quorum of vote replies.

ARTICLE III – DUES

Section 1. The Board shall set dues as it deems necessary. The dues structure shall be printed in the club bulletin as part of the club information page.

Section 2. All membership dues for the following calendar year are payable by the third Tuesday of December. Members who have not paid their dues by the end of the calendar year shall be dropped from the membership roll in February, after a final reminder in January. They may be reinstated upon receipt of the dues.

Section 3. Any new member joining at the annual show, or anytime through October, shall pay one-half of the yearly dues. New members joining in November and December will pay full price for the next calendar year, and be considered as members for the remainder of the current year.

Section 4. The Club’s fiscal year is from January 1 to December 31.

ARTICLE IV – OFFICERS

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Section 1. Board: The Board shall be comprised of the following officers elected by the regular members of the Club present at the annual meeting: President, Vice President, Secretary, Treasurer, Field Trip Chairperson, Librarian, and three Board members. The President, Vice President, Secretary, and Treasurer shall comprise the Executive Committee. The Executive Committee shall have exclusive voting rights on corporate matters. Corporate matters are defined as having the nature or acting by means of a corporation.

The President may appoint to the Board, with the Board's approval, persons serving in the following capacities: Liaison Officer, Bulletin Editor, Sunshine, Historian, Kitchen, Greeter, Membership, Publicity Chair, Show Committee Chairperson, and Junior Club Chairperson. The Immediate Past President shall also be a Board member. These board members along with the elected Board members shall have voting rights on all club matters brought before the Board. The Show Committee Chairperson shall have the right to vote on corporate matters that relate to the annual show. Formal meetings of these board members shall be called Board Meetings.

A simple majority of the board members present at a Board Meeting, meeting the requirement of Article IV, Section 1, shall decide any issue before the Board, with the exception of financial matters, where a two-thirds majority of those present shall be required.

Section 2. Officers: Officers shall be elected by the regular members present at the annual meeting for a one-year term. The nominees for President must have served at least one term on the Board, or showed other leadership capabilities at the Club level.

Section 3. Club Members: Club members may, at any meeting called for that purpose, remove any officer from office by a two-thirds majority of the members present.

Section 4. Vacancy: Any vacancy occurring among the officers shall be filled for the remainder of the term by appointment made by the Executive Committee.

Section 5. President: The President shall:

- A) Be the chief executive officer of the Club.
- B) Be subject to the direction of, and under the supervision of the club members.
- C) Have general charge of the business affairs and property of the Club and the control over its officers, agents, and employees.
- D) Preside at all meetings of the membership at which he or she is present.
- E) Perform such other duties and may exercise such other powers as from time to time may be assigned to him or her by these bylaws.
- F) Be an ex officio member of all standing committees, and at the expiration of his or her term of office shall serve on the Board as Immediate Past President until replaced by his or her successor.

Section 6. Vice President: At the request of the President, or in the event of his or her absence or disability, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions placed upon the President. The Vice President shall also serve as Program Chairperson.

Section 7. Secretary: The Secretary shall:

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- A) Record all the proceedings of the Club in the minutes book, to be kept for that purpose, and have charge and possession of such book in which the minutes are recorded. The book shall be kept in order and available to the Club officers and members.
- B) See that all books, reports, statements, certificates, other documents and records as required by law or these bylaws are kept or filed.
- C) Carry on club correspondence.
- D) When convenient, make records available to Board members electronically.

Section 8. Treasurer: The Treasurer shall:

- A) Have supervision over the funds, securities, receipts, and disbursements of the Club and collect all dues.
- B) Cause all moneys and other valuable effects of the Club to be deposited in its name in such depository as shall be selected by the officers or pursuant to authority conferred by the officers, as shall be convenient to the Treasurer.
- C) Cause the funds of the Club to be disbursed by check or draft upon the authorized depositories of the Club when such have been duly authorized by the Board members.
- D) Take and preserve proper vouchers for all the money disbursed.
- E) Keep correct books of account of all business and transactions.
- F) Render to the President or officers, whenever requested, an account of the financial condition of the Club and his or her transactions as Treasurer, and prepare a financial statement to be presented at the Board meeting and for publication to the membership.
- G) The Treasurer shall, with Board approval at the December Board meeting have the financial records of the Club checked by a CPA, and a report submitted at the February Board meeting. At a minimum the procedures should include:
 - a. Review the year-end bank reconciliation by
 1. Vouching the bank statement balance to the reconciliation
 2. Vouching items reported as deposits in transit to the register
 3. Vouching items reported as outstanding checks to the register
 4. Vouching reconciled balance to the register
 5. Vouching items reported as deposits in transit to January bank statement
 6. Vouching items reported as outstanding checks to the January bank statement
 - b. Review support for twenty expense items to verify the correctness of the payees and amounts and evidence of authorization of the expenditure by the appropriate board officer.
 - c. Review support for twelve deposits, including the Annual show proceeds, silent auction proceeds (reviewing 85/15 calculation), any contributions that may have been received, with the remainder items consisting of member fees.
- H) Any non-budgeted expenditure of more than \$150 must have Board approval.

Section 9. Field Trip Chairperson: The Field Trip Chairperson shall arrange and conduct all field trips, serve as Safety Chairperson, report to all members any safety suggestions from the Midwest Federation as well as from other sources, and perform other duties as the Board may request.

Section 10. Historian: The Historian shall record an official history of the activities of the Club in a book kept for that purpose. Special occasions, speakers, field trips, pictures, fines levied against or for the Club, etc. shall be included in the history.

Section 11. Liaison Officer: The Liaison Officer shall be appointed by the President with the approval of the Board. The Liaison Officer shall:

- A) Maintain a permanent mailing address for the Club.

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- B) Receive all communications from the Midwest and American Federations of Mineral Societies and their member societies.
- C) Forward such communications to the proper officer or individual.

Section 12. Bulletin Editor: The President, with the approval of the Board shall appoint the Bulletin Editor. The Bulletin Editor shall see that the Club Bulletin is edited, printed, and distributed to the members prior to the regular meetings at least 10 days in advance. The Bulletin Editor is expected to coordinate with the Publicity Chair on the format, look, and feel of the bulletin to provide a consistent and positive image of the club.

Section 13. Librarian: The Librarian shall have custody of such books, magazines, and videos as the Club may own, and record their circulation among club members.

Section 14. Board Members At Large: Three Board Members At Large shall serve in various capacities as determined by the Board, which shall be responsible for conducting the business of the Club, with the best interest of the Club and the will of its members in mind.

ARTICLE V – ELECTIONS

Section 1. Duties of the Nominating Committee are outlined in Article VI, Section 3. A).

Section 2. Persons accepting nomination to an office shall not be allowed to withdraw their names from the ballot on the night of the election or for one week prior to the election, nor shall they give any indication at the election of their reluctance to serve.

Section 3. Nominations may be made from the floor, providing the nominee gives consent.

Section 4. A simple majority of those present shall constitute an election.

ARTICLE VI - COMMITTEES

Section 1. The President shall appoint standing committees as soon as possible after taking office, if the current members are no longer willing to serve.

Section 2. Standing committees and their duties:

- A) **Finance:** The Finance Committee shall consist of the executive officers of the Club. The duties of the Finance Committee shall be to prepare a budget prior to the Annual Meeting for the 'Clubs regular and special activities,' and to devise and carry out plans for raising money to finance special activities authorized by the Club.
- B) **Membership:** The duties of the Membership Chairperson will be to promote and sustain membership in the Indian Mounds Rock & Mineral Club and to act as the Club's Good Will Ambassador and maintain contact with club members who cannot attend meetings on a regular basis. The Membership chairperson shall:
 - 1) Be a member of the board.
 - 2) Maintain, with the help of the Club Treasurer, a copy of the Treasurer's official roster of all Club members, their addresses, phone numbers, and email addresses, their hobby interests, and other necessary directory information, which the Bulletin Editor shall use to prepare the Club Directory.
 - 3) Remind club members through articles in the Arrowhead News that they are to pay their dues before the December 31 deadline, and tactfully contact the delinquent

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members to ask them if they wish to be included in the directory and maintain their membership.

- C) **Publicity:** The duty of the Publicity Committee shall be to distribute the Club's news regularly to the appropriate newspapers, radio and television stations, and periodicals, and to manage the Electronic media. The Publicity Chair is expected to coordinate with the Bulletin Editor on the format, look, and feel of the bulletin to provide a consistent and positive image of the club.
- D) **Greeter:** The Greeter shall greet the visitors, supply them with a nametag, and have them write their name and address in the registration sheet, and introduce them to the Club. The Greeter shall have the Club members sign the registration sheet which shall be shared with the Membership Chair, the Historian, and the Treasurer. The Greeter shall try to connect guests or new members to a club member.
- E) **Show:** The Show Committee shall consist of a Chairperson, Dealer Chairperson, Display Chairperson, Demonstration Chairperson, General Sales Chairperson, and Children's Sales Area Chairperson. The committee will report to the Club and its officers on a regular basis.
- F) **Kitchen:** The Kitchen Chairperson is responsible for purchasing paper and food supplies needed to serve refreshments at regular meetings, and shall maintain a calendar listing volunteers to bring the refreshments and will assist in serving them.
- G) **Sunshine:** The Sunshine Chairperson is responsible for sending greeting cards to shut-in or sick members, and is authorized to send or bring flowers or a fruit basket to hospitalized members. Sympathy cards and/or flowers may be sent when a member passes away, or when requested, a donation to charity may be made.
- H) **Raffle:** The Raffle Chairperson is responsible for finding items to raffle at club meetings, selling tickets, conducting the raffle, and turning proceeds over to the Treasurer.

Section 3. Special Committees:

- A) **Nominating Committee:** The Nominating Committee shall be appointed at least four weeks in advance of the annual meeting and shall inform the candidates of Article V, section 2. Its duties shall be to select the names of the candidates ascertained to be available for each of the elective offices and to inform the candidates of their responsibilities
- B) **Special Activities Committee:** The duties of this committee shall be to make arrangements for special activities such as exhibits or other club activities of a public nature.

Other standing or special committees may be appointed at the discretion of the President or by vote of the Board.

ARTICLE VII – EXECUTION OF INSTRUMENTS

Section 1. General Execution of Instruments: All documents, instruments, and writings of any nature shall be signed, executed, verified, acknowledged, and delivered by such officer or such agent of the Club in such a manner as the officers from time to time may determine.

Section 2. Checks, Drafts, etc.: All notes, drafts, acceptances, checks, endorsements, and all evidence of indebtedness of the Club whatsoever, shall be signed by such officer(s) or such agent(s) of the Club on and in such manner as the officers from time to time may determine. Endorsement for deposit to the credit of the Club in any of its duly authorized depositories shall be made in such manner as the officers from time to time may determine.

Section 3. Dissolution: Upon dissolution of the Indian Mounds Rock & Mineral Club all assets shall be distributed to an organization that qualifies within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

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ARTICLE VIII – CHANGE OF BYLAWS

Section 1. These Bylaws may be amended at any regular or special meeting of the Club by a two-thirds majority vote of regular members present, and after the preliminary steps outlined in Section 2 of this article have been taken.

Section 2. No amendment shall be acted upon unless the proposed amendment has been read at a previous meeting and copies have been sent to all members at least ten days prior to the meeting (15 days if it is a special meeting) at which the amendment is to be acted upon.

ARTICLE IX – RULES OF PROCEDURE

Simplified parliamentary procedure based upon the 11th addition of the Roberts Rules of Order Newly Revised, © League of Women Voters of the U.S., shall be the prevailing authority for all questions of procedure at any meeting. The Board may use ‘Simplified Procedures’ and ‘Electronic meetings’ if necessary.

ARTICLE X – CLUB EMBLEM

The Club emblem is basically a circle within a circle. In the outer circle, the Club’s name, Indian Mounds Rock & Mineral Club, is printed in black letters on a white background. The inner circle shows the upper and lower peninsulas with a blue lake and a mountain background, and a rock hammer is suspended over all. Both peninsulas are in the pattern of a Petoskey Stone.

Revisions

Revised 2/21/2006 – Changed Article IV, Section 1. ...and two Board members. to state ...and **three** Board members.

Revised 1/9/2007 – Changed Article 11, Section 6 to read...The board meetings of this club shall normally be held on either *the third Tuesday of each month, in conjunction with the regular club meeting, August through April, or the fourth Tuesday of each month, August through April.*

Revised 11/20/2013—Changed Article II Meetings, by adding to Section 6 *B/ Electronic Board meetings: When the president deems it appropriate and necessary for the club, he/she may initiate and preside over an e-mail meeting for the board to vote on a club issue. The following extra rules will apply.*

- 1) *The proposal shall be sent by the president in a group email to all board members in one transmission.*
- 2) *A default of five days (120 hours) shall be allowed for responses if not otherwise stated in the email.*
- 3) *Board members shall email a reply “to all” when commenting or voting.*
- 4) *Forwarding of board emails is prohibited. Emails from non board members are also prohibited from the business of this meeting.*
- 5) *A quorum shall be a simple majority of the board members. If a member chooses*

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to abstain from voting, that member must give that decision as an email reply for the purpose of counting a quorum for the meeting.

- 6) *The president may postpone a motion, if he/she concludes that confusion or complexity develops, or because it seems to be in the best interest of the club.*
- 7) *The secretary shall record the business and decisions of the meeting and shall report the minutes in the next club newsletter.*
- 8) *If a board member fails to receive the meeting emails or cannot reply due to his/her internet service problems, or because he/she has not provided a correct email address, then the business and votes of the other members will still be valid as long as the president receives a quorum of vote replies.*

-Article III Dues; add...*end of the calendar year.*

-Article IV—Officers; Section 1. Board, paragraph 2; remove Show Dealer Chairperson and Show Publicity Chairperson; and add *Junior Club Chairperson*. Section 2. Officers: Added-- *or showed other leadership capabilities at the Club level*. Section 7: Secretary: Remove D) *Be in charge of the safe deposit box, or assign to another member upon approval of the Executive Committee*. Section 8 Treasurer: Add G) *The treasurer shall with Board approval at the December Board meeting have the financial records of the club audited, and a report submitted at the February Board meeting.*

Section 8 H) *Any non budgeted expenditure of more than \$150 must have Board approval*

-Article VI Committees: A) Finance: add *prior to the annual meeting*. C) Publicity: add and to manage the electronic media. D) Auditing: Remove all of paragraph D. E: Show: remove: *Publicity Chairperson, Club Sales Chairperson (donated items)*

-Article IX, revise to read: *Simplified parliamentary procedure based upon the 11th addition of the Roberts Rules of Order Newly Revised, © League of Women Voters of the U.S., shall be the prevailing authority for all questions of procedure at any meeting. The Board may use 'Simplified Procedures' and 'Electronic meetings' if necessary.*

Revised 2017/2018 (Draft)

ARTICLE I – MEMBERSHIP

Changed **Section 4**. From “between 10 and” to “between 5 and”. Added “Sponsors are expected to participate in club meetings and activities to support their junior”.

ARTICLE II – MEETINGS

Changed **Section 2**. To add “Dates can be changed by the board for special circumstances provided adequate notice is given as per special meetings below.”

Changed **Section 5**. From “Written or oral” to “Written, email, or oral”, from “members a reasonable time in advance” to “members at least ten days in advance”, and from “at least 10 days” to “at least 15 days”.

Changed **Section 6. Board Meetings:**

Changed the “A/” and “B/” sections to “A:” and “B:”, and made separate paragraphs. Added “but the Board may vote to change this for their next meeting, or by electronic vote, under special circumstances.” To section A.

ARTICLE III – DUES

Changed **Section 2**. Changed “membership dues are payable” to “membership dues for the following calendar year are payable”, changed “Tuesday of September” to “Tuesday of December”, and changed “dropped from the membership.” To “dropped from the membership roll in February, after a final reminder in January”.

Changed **Section 3**. From “anytime later in the year” to “anytime through October”. Added “New members joining in November and December will pay full price for the next calendar year, and be considered as members for the remainder of the current year.”.

ARTICLE IV – OFFICERS

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Changed **Section 1. Board:** From “Field Trip Chairperson, Librarian, and three Board members” to “Field Trip Chairperson, Librarian, and three Board members”, and from “Kitchen Hostess (Courtesy), Membership” to “Kitchen, Greeter, Membership”. Added “Chair” to Publicity in next paragraph.

Changed **Section 7. Secretary:** Added “D) When convenient, make records available to Board members electronically.

Changed **Section 8. Treasurer:** From “G) The Treasurer shall, with Board approval at the December Board meeting have the financial records of the Club audited, and a report submitted at the February Board meeting.” to “G) The Treasurer shall, with Board approval at the December Board meeting have the financial records of the Club checked by a CPA, and a report submitted at the February Board meeting. At a minimum the procedures should include:

- a. Review the year-end bank reconciliation by
 1. Vouching the bank statement balance to the reconciliation
 2. Vouching items reported as deposits in transit to the register
 3. Vouching items reported as outstanding checks to the register
 4. Vouching reconciled balance to the register
 5. Vouching items reported as deposits in transit to January bank statement
 6. Vouching items reported as outstanding checks to the January bank statement
- b. Review support for twenty expense items to verify the correctness of the payees and amounts and evidence of authorization of the expenditure by the appropriate board officer.
- c. Review support for twelve deposits, including the Annual show proceeds, silent auction proceeds (reviewing 85/15 calculation), any contributions that may have been received, with the remainder items consisting of member fees.”.

Changed **Section 12. Bulletin Editor:** From “prior to the regular meetings.” To “prior to the regular meetings at least 10 days in advance. The Bulletin Editor is expected to coordinate with the Publicity Chair on the format. look, and feel of the bulletin to provide a consistent and positive image of the club.”.

Changed **Section 14.** From “**Board Members:** Board members shall serve” to “**Board Members At Large:** Three Board Members At Large shall serve”

ARTICLE VI - COMMITTEES

Changed **Section 1.** From “after taking office.” to “after taking office, if the current members are no longer willing to serve.”.

Changed **Section 2.** From “The Finance Committee shall consist of the officers of the Club” to “The Finance Committee shall consist of the executive officers of the Club”. Added “The Publicity Chair is expected to coordinate with the Bulletin Editor on the format. look, and feel of the bulletin to provide a consistent and positive image of the club.” to Publicity. From “**Hostess/Courtesy:** The Hostess shall greet the visitors, supply them with a nametag, and have them write their name and address in the registration book, and introduce them to the Club. The Hostess shall have the Club members sign the registration book beside a number, which will be used to distribute door prizes.” to “**Greeter:** The Greeter shall greet the visitors, supply them with a nametag, and have them write their name and address in the registration sheet, and introduce them to the Club. The Greeter shall have the Club members sign the registration sheet which shall be shared with the Membership Chair, the Historian, and the Treasurer. The Greeter shall try to connect guests or new members to a club member.” Added “H) **Raffle:** The Raffle Chairperson is responsible for finding items to raffle at club meetings, selling tickets, conducting the raffle, and turning proceeds over to the Treasurer.”.

Changed **Section 3:** From “discretion of the President.” to “discretion of the President or by vote of the Board.”.

ARTICLE VIII – CHANGE OF BYLAWS

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Changed **Section 2.** From “at least seven days” to “at least ten days” and added “(15 days if it is a special meeting) “.