

Approved 11/16/2009

Amended 06/19/2023

MOUNT BAKER ROCK AND GEM CLUB
CONSTITUTION AND BY-LAWS

CONSTITUTION

Article 1

Section 1: The name of this organization shall be **MOUNT BAKER ROCK AND GEM CLUB**.

Section 2: The object of this organization, herein after called the Club, is to promote education and interest in the earth sciences, lapidary and related arts, and the joining together of people who share these interests.

Article II

Section 1: The Officers of the Club shall consist of President, Vice President, Secretary, Treasurer, one (1) Federation Director, two (2) Directors-At-Large, one (1) Chairman, Lapidary & Gem Craft and one (1) Wagonmaster. All shall be elected for one (1) year during the annual reorganization meeting in November. Each shall assume office at the first regular meeting in December.

Article III

Section 1: The Club shall meet monthly at a time, date and place designated by the President.

Article IV

Section 1: This Constitution may be repealed or amended or new sections or articles adopted by a two-thirds (2/3) majority of members present and voting. No change in this Constitution may be made unless the amendment was submitted at the previous regular meeting and with written notice at least 10 days prior to voting.

Article V

Section 1: Roberts' Rules of Order, revised, shall be the parliamentary authority for all meetings of this Club.

BY-LAWS OF THE MOUNT BAKER ROCK AND GEM CLUB

Article 1

Section 1: Officers

Officers of the Mt. Baker Rock and Gem Club, hereinafter called the Club, shall consist of President, Vice President, Secretary, Treasurer, one (1) Federation Director, two (2) Directors-At-Large, one (1) Chairman, Lapidary & Gem Craft and one (1) Wagonmaster. All of whom shall be elected annually at the November reorganization meeting. Each shall assume office at the following regular December meeting.

Section 2: Nominations

A Nominating Committee of three (3) members shall be appointed by the President at the August regular meeting. The Nominating Committee shall present a slate of nominees to the Club at the regular September meeting. Each nominee shall be a member in good standing. Nominations shall be open, up to and including the regular October meeting, when they shall be closed at the adjournment of the regular October meeting.

Section 3:

Annual elections shall be held at the regular November meeting.

Section 4: President

The President shall call and preside over all meetings of the Club. The President shall be the Chairman of the Board of Directors and an ex-officio member of all committees. The President shall appoint such standing committees as the Club may deem necessary. The President shall exercise the usual authority pertaining to this office and shall perform such other duties as the Club may direct.

Section 5: Vice President

In the event of the absence or disability of the President, the Vice President shall hold, exercise and perform the authority and duties of the President. The Vice President shall perform the usual duties pertaining to this office as well as other such duties as the Club may direct.

Section 6: Secretary

The secretary shall issue notice of the meetings and keep minutes of all meetings. The Secretary shall perform the usual duties pertaining to this office, as well as other duties as the Club may direct.

Section 7: Treasurer

The treasurer shall have the care and custody of all funds of the Club. The Treasurer shall deposit all funds in the name of the Club in such bank or banks as may be designated by the Board of Directors. The Treasurer shall keep books of account of the Club and shall present a financial status report to the Club at each regular meeting. The Treasurer shall perform the usual duties pertaining to this office, as well as other duties that the Club may direct.

Section 8: Federation Director

The Federation Director is the Club delegate to the Northwest Federation of Mineralogical Societies. The Federation Director shall exercise liaison between the Club and the Northwest Federation of Mineralogical Societies. The Federation Director shall perform the usual duties pertaining to this office as well as such other duties that the Club may direct.

Should the Club leave the Federation, this section will be void and there will be a vacancy on the Board of Directors.

Section 9: Directors-At-Large

The Directors-At-Large represent the membership as a whole. They shall perform the usual duties to this office and such other duties as the Club may direct.

Section 10: Chairman, Lapidary & Gem Craft

The Chairman, Lapidary & Gem Craft shall conduct or arrange for lapidary and gem craft instruction and be in charge of the Club's lapidary shop, equipment and supplies. The Chairman, Lapidary & Gem Craft shall perform the usual duties pertaining to this office and other such duties as the Club may direct.

Section 11: Wagonmaster

The Wagonmaster shall research geological sites and organize field trips. The Wagonmaster shall perform the usual duties pertaining to this office and any other such duties as the Club may direct.

Article II

Section I: Board of Directors

The Board of Directors of the Club shall consist of: President, Vice President, Secretary, Treasurer, Federation Director, two Directors-At-Large, Chairman, Lapidary & Gem Craft, Wagonmaster, and the most recent Past President. No member of the Board of Directors shall hold more than one (1) position on the Board. In the event that any member occupies two (2) or more positions on the Board, all but one (1) position shall be declared vacant. The Board of Directors shall meet at the call of the President.

The Board of Directors shall have the following powers:

- a. to carry on the work of the Club between regular meetings, provided that they vote with a quorum of five (5) members of the Board of Directors.
- b. To fill any vacancies on the Board of Directors that may arise.
- c. To perform such other duties that the Club may direct.

Article III

Section 1: Club Representatives

The following Club Representatives shall be appointed by the President:

Washington State Mineral Council Delegate

This individual shall maintain liaison with the Washington State Mineral Council and shall report to the Board of Directors.

Article IV

Section 1: Non-Profit Corporation Report

The Treasurer shall file a State of Washington Non-Profit Corporation report each year as required.

Section 2: Fees

The Board of Directors shall set the fees for the following:

- Annual dues for voting members, with the majority approval of the Club.
- All classes offered through the Club.
- Dealer spaces at the Annual Show
- Sale of the Club's appreciable assets, i. e. having values of several hundred dollars or more.

Section 3: Financial Audit

The books of account shall be audited by a Committee of three (3) members appointed by the President-elect. The report of the Auditing Committee shall be submitted to the Club by the February regular meeting.

Section 4. Mileage Allowance

The following may be paid mileage allowance upon approval by the Board of Directors:

- a. Wagonmaster for scouting and selecting sites for the Club's field trips.
- b. Federation Director to attend regular meetings of the Northwest Federation of Mineralogical Societies.
- c. Director or Delegate of the Washington State Mineral Council to attend regular meetings.
- d. Other individuals performing Club related activities or business. Section 5:

Financial Obligations

No debt or obligation shall be incurred by the Club beyond current cash on deposit. However the Board may approve ongoing obligations for leases, insurance policies, maintenance, etc. where needed to support lapidary equipment, retail space, meeting space or information technology assets.

Section 6: Expenditures

The Board of Directors shall approve all regular bills presented to the Treasurer for payment, provided that written itemized statement has been presented, not to exceed fifty (50) percent of cash on deposit. Any monies spent over the 50 percent of cash on deposit shall require a majority vote of the Club, present and voting at a regular meeting. A ledger account record of transactions shall be made by the Treasurer.

Article V

Section 1: Member in Good Standing

A Member in Good Standing is one whose dues have been paid for the current membership year.

Section 2: The membership year shall begin on November 1 each year. Annual dues are to be paid during October each year. Any member who has not paid dues by October 31 shall be considered to be delinquent.

Section 3: Life Membership

The Club, by a majority vote at a regular meeting, may confer life membership to any member who is seventy (70) years of age, or older, and meets the following requirements. The recipient shall have been a member in good standing for the preceding ten (10) years or more, and who has substantially served the club during that time. Life Members shall have all the privileges of members in good standing. Life members are exempt from having to pay dues. Nominations will be submitted in writing to the Board of Directors for consideration. The Board of Directors will review the nominations and provide recommendations to the membership for a final vote at the next regular club meeting.

Article VI

Section 1: Quorum

Twenty-five (25) members shall constitute a quorum at any regular meeting of the Club. Once a quorum has been established, it will remain in effect until adjournment. Any motion made must be approved by a simple majority of those members present, to pass.

Article VII

Section 1: Standing Committees

The President shall appoint all Standing committees, as well as other committees deemed necessary for the good of the Club.

Section 2: Committee Chairman

A Committee Chairman shall have the same powers, within the committee, as the President, under Article 1 Section 4, within the Club, and has the right to vote on all matters before the Committee. A Committee Chairman shall have the authority to appoint such sub-committees as the Committee Chairman may deem necessary, or as directed to appoint by the President.

Article VIII

Section 1: Show

A Show Chairman shall be appointed annually by the President.

Section 2: Dealers

The Board of Directors, with the recommendation of the Show Chairman, shall grant dealers permission to purchase floor space for the purpose of selling their merchandise.

Section 3: Expenditure Authority

The Show Chairman shall submit a budget to the Board of Directors for approval.

After Board of Directors approval of the Show budget, the Show Chairman shall have the authority to make expenditures deemed necessary for the Show, provided that such expenditures are within the approved budget.

Article IX

Section 1: Rules of Order and Procedure

Whenever necessary to insure order to the conduct of the meetings, a presiding officer may invoke and apply Roberts' Rules of Order.

Section 2: Elections

All elections shall be by secret ballot, except in the case of a single nominee for an office. The election may then be by voice vote. Officers shall be elected by Parliamentary Law.

Section 3: Voter Eligibility

Only those members in good standing, eighteen (18) years of age or older, shall be eligible to vote. Family unit votes shall be limited to not more than two adult members.

Section 4: Proxy Vote

Proxy vote shall be allowed. No proxy shall be valid unless the person giving the proxy writes in the name of the substitute.

Section 5: Mailed Ballots

Ballots mailed shall be valid, provided ballots arrive before election occurs.

Section 6: Decisions

All decisions shall be a simple majority of those present and eligible to vote, unless otherwise provided for in these rules.

Article X

Section 1: Removal of Officers

Any officer may be removed for cause by a two-thirds (2/3) vote of those present and voting at a special meeting called for such purpose. Such officer shall not be given less than ten (10) days mailed written notice of such a meeting. Such notice shall specify charges and the officer shall be afforded an opportunity to present a defense.

Article XI

Section 1: Dissolution of the Club

In the event that the Club membership diminishes to the point that the Club is no longer viable, and with a simple majority of those present, vote to disband. All funds in any banks, along with residue

from the sale of Club properties and/or assets, shall be donated to the Geology Department of Western Washington University, Bellingham, Washington, for the purpose of scholarship to a geology student. The fund may be administered by the Chairman of the Geology Department of this University.

Article XII

Section 1: Amendments

These By-Laws may be repealed, amended or new sections or articles adopted by a two-thirds (2/3) majority of members present and voting. No change in these By-Laws may be made unless the amendment was submitted at the previous regular meeting and with written notice of amendment voting in the Club Bulletin at least ten (10) days prior to voting.

Article XIII

Section 1: Field Trips

At Club scheduled field trips, guests and members of other clubs shall be considered temporary members of the Mt. Baker Rock and Gem Club upon signing the roster which the Wagonmaster shall provide. This temporary membership shall be for the duration of the field trip. There shall be no charge for this temporary membership.

Article XIV

Section 1: Cancellation Clause

On the adoption of these articles, all previous Constitution, By-Laws and amendments of this Club are automatically canceled.