



APACHE JUNCTION ROCK and GEM CLUB, INC. CONSTITUTION and BY-LAWS

Revised April 5, 2010

Approved by members November 11, 2010

ARTICLE I - Name

Section 1: The name of this corporation shall be Apache Junction Rock and Gem Club, Inc.

Section 2: Its principal office shall be located at PO Box 712, Apache Junction, AZ 85117.

Section 3: Other locations for the transaction of business, if any, shall be located at such places as the Board of Directors deems necessary.

ARTICLE II - Object

Section 1: The object of this Club shall be to promote and further interest in archeology, paleontology, mineralogy, geology, and lapidary arts.

Section 2: This Corporation is not formed for profit, and none of its assets shall be used for the monetary gain or profit of any individual who is or may become a member thereof.

Section 3: All assets, properties, and funds of the Corporation shall be devoted to the furtherance of the primary objects and purposes of the Corporation. Its works, purposes, and objects are purely scientific and educational, social and recreational, and are solely in the interest of the advancement of its member societies, of their members, and of the public.

ARTICLE III - Membership

Section 1: Effective with this revision, the Corporation shall have only one class of members. Those members previously recognized and approved as honorary or Lifetime members will continue to be so recognized.

Section 2: Applicants for membership will fill out and sign the official application form. Family applicants under the age of 16 are free.

Section 3: The signed application is then presented to the Membership Chairperson with the current annual dues payment. The membership application forms will be presented at the next regular Board of Directors meeting. After due consideration, the Board of Directors may either reject, for good cause or accept the application. If accepted, a badge will be made out and be available for pickup at the next regular general meeting. Dues are payable on a fiscal basis and will be accepted at any regular general meeting.

Section 4: A member can, for just cause, be expelled from membership by a majority vote of the Club. The vote can be taken at any regular general meeting.

Section 5: Each member shall be entitled to one vote on each matter that is submitted to a vote of the general membership.

Section 6: Any member who desires to resign shall notify, in writing, the Secretary, who shall then promptly notify the Membership Chairperson to remove the member's name from the Club's roster. No member resigning shall be entitled to a refund of dues.

Section 7: Dues of a new member shall be prorated for the first day of the month in which such new member is elected to membership, for the remainder of the fiscal year of the corporation.

Section 8: When any member is in default in the payment of dues for a period of two (2) months from the beginning of the fiscal period or period of which such dues become payable, the membership may thereupon be terminated by the Membership Chairman.

ARTICLE IV – Officers and Elections

Section 1: The officers of this Club shall be: President, Vice-President, Secretary, Treasurer and three (3) Trustees elected from the membership at large. These officers constitute the Board of Directors.

Section 2: The term of office for all Board of Director positions shall be one year, except that the Trustees shall be elected to three (3) year terms with one Trustee elected each year.

Section 3: Members must be in the Club for at least six (6) months before holding elected office.

Section 4: Nominations of officers shall be made at the November general meeting, elections shall be at the December general meeting, and installation shall be at the January general meeting.

Section 5: Nominations for officers shall be made by a nominating committee appointed in October by the President. Additional nominations from the floor can be made by the members at large at the November general meeting. Any active member in good standing may nominate any other member in good standing for any office. Nominations shall remain open until the December general meeting

Section 6: Elections of officers shall be at the December general meeting and all voting shall be by secret ballot, unless there is only one nominee for an office, in which case a floor vote will be taken by a raise of hands. A majority of votes cast shall constitute an election.

Section 7: A vacancy in any office due to death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

ARTICLE V – Duties of Officers

Section 1: President: The duties of this office shall be to administer the work of the Club, to preside at all meetings, to be Chairperson of the Executive Board, and to appoint all standing committee Chairpersons, and other such committees as deemed necessary to conduct the business of the Club, subject to approval by the Board of Directors.

Section 2: Vice-president: The duties of the Vice-president shall be to act as Program Chair, to assist the President in all duties assigned, and to assume all Presidential duties during the absence of the President.

Section 3: Secretary: The duties of the Secretary shall be to keep an accurate record of all regular Board and special meetings, conduct the correspondence of the Club by means of e-mail and USPS, keep duplicate copies of all correspondence, and to provide the Newsletter Editor with a copy of the general meeting minutes in a timely fashion. The Secretary will also create and maintain an action item list for the Executive Board.

Section 4: Treasurer: The duties of the Treasurer shall be to maintain an accurate accounting of all receipts and expenditures and other financial activities of the Club; to serve as Club bank liaison, making all deposits, and paying all bills authorized by the Board of Directors or associated with approved budgets; to present a report monthly to the Executive Board and at the general

meeting of all receipts, disbursements, and balance on hand; to participate in an annual audit review of Club accounts; and to file applicable tax forms and reports.

Section 5: Trustee: The duties of the Trustees, as members of the Board of Directors, is to conduct an annual audit of Club accounts of the Treasurer after the January general meeting and present the audit findings at the February general meeting. The Trustees shall also review and recommend updates to the Club By-Laws at a minimum of every two (2) years from the last revision date. The Trustees shall also perform such other duties as deemed necessary by the Board of Directors or President.

Section 6: If any officer is absent three (3) consecutive Board of Directors or general meetings, unless the absence is considered unavoidable, the Board of Directors may consider the office vacant and fill it in accordance with Section 7 of Article IV.

ARTICLE VI - Board of Directors / Executive Board

Section 1: The Board of Directors shall consist of the elected officers. Their duties are to approve all decisions necessary to conduct the business of the Club.

Section 2: The Executive Board shall consist of the Board of Directors, the immediate past President, and the Chairpersons of the following standing committees: Lapidary Shop Manager, Publicity, Membership, Field Trips, Hospitality, Show, Jewelry and Arts, Newsletter, Web Site, Sunshine, and any others that may be deemed necessary. All standing committee Chairpersons are responsible for the maintenance and condition of all Club property and assets under their control.

ARTICLE VII - Meetings

Section 1: The regular meeting (general) shall be held once each month at the time and place as mutually agreed upon by the membership, except that meetings will be suspended during the summer months of May, June, July, August, and September.

The Board of Directors and/or Executive Board shall meet prior to the next scheduled general meeting and at any other time they deem necessary to conduct the business of the Club. All meetings must have a quorum participating, whether electronically or in person.

Section 2: Special meetings of the members of the Club may be called at any time by the President or upon resolution of the Board of Directors, or upon written petition signed by ten percent (10%) of the members of the Club. The purpose of every special meeting shall be stated in the notice thereof, and no other business shall be transacted except such as is specified in the notice.

Section 3: The members and officers present at any scheduled general meeting shall constitute a quorum of the Club for the transaction of Club business. The voting powers of the members of this Club shall be equal, with each member having one vote only for all purposes.

Section 4: The order of business at all meetings will be established by the Executive Board and will follow the approximate general format:

1. Call to order and the Pledge of Allegiance
2. Approval of the prior general meeting minutes as published in the newsletter
3. Treasurers report
4. Report of committees
5. Election of directors (Annual meeting)
6. Old business
7. Action item report
8. New business

ARTICLE VIII – Finances

Section 1: The fiscal year shall be the same as the calendar year.

Section 2: Each Committee shall prepare an annual budget for the Treasurer to submit to the Board of Directors for approval at the December Executive Board meeting. Final budget will be presented to the general membership for approval at the January general meeting.

Section 3: The Treasurer shall have a \$100 petty cash fund, and will provide an accounting to Club officers of all funds prior to replenishment of the petty cash fund.

Section 4: The finances of the Club shall be derived from dues, income from the Annual Rock Show, sale of property, gains from investments, and other such means as may be approved by the Board of Directors.

Section 5: Membership dues (per member) shall be reviewed yearly by the Board of Directors and any necessary changes must be presented to the membership for their approval.

ARTICLE IX – Standing Committees

Section 1: Show Chairperson: Responsible for establishing fees, selecting dealers, and structuring regulations for conduct of the show. All major decisions, not including dealer selection, will be presented to the Board of Directors for approval.

Section 2: Field Trip Chairperson: Is responsible for planning field trips, appointing assistant field trip leaders and guides, assuring compliance with the Field Trip Rules, and reporting to the Executive Board.

Section 3: Membership Chairperson: Receives and processes new member applications and dues. This Chairperson also reports names of paid members to the Treasurer, Newsletter Editor,

Shop Manager, Field Trip Chairman, and Board of Directors.

Section 4: Publicity Chairperson: Publicizes Club activities through the news media, radio, TV stations, and periodicals. Works with the Show Committee to assist them in publicizing the Annual Rock Show.

Section 5: Hospitality Chairperson: Greets all members and guests who attend meetings. Coordinates with the Executive Board on any social activities the Club may engage in during the year. Supervises the serving of refreshments after Club meetings.

Section 6: Lapidary Shop Manager: Maintains the Club lapidary tools and equipment in functioning order for the use of the Club members who have paid to use the shop. Sets up a sign-in sheet with usage fees and collects the fees, which are given to the Treasurer. Collects and maintains annual signed Releases of Liability forms from Club members who use the shop. Establishes shop hours, trains, appoints, and supervises monitors that are responsible for training Club members. Provides a monthly report to the Executive Board and the general membership on the condition and state of the shop and equipment. Makes recommendations for shop usage and fees, as well as replacement and upgrade of equipment. Provides an annual written report with serial numbers of shop equipment and inventory photos by December 31 to the Board of Directors. Offers educational classes and projects requested by the general membership as qualified to do so.

Section 7: Jewelry and Arts Chairperson: Is responsible for the silversmith, wire wrapping, beading, and other lapidary arts classes. Maintains all equipment owned by the Club that is used in these classes.

Section 8: Newsletter Editor Chairperson: Writes, publishes, and distributes the monthly Club newsletter, including meeting minutes, field trip information, new members, and other subjects of Club interest

Section 9: Web Site Chairperson: Updates the Club web site monthly to include all relevant Club status and events.

Section 10: Sunshine Chairperson: Sends Club goodwill messages to members on occasions deemed necessary by this Chairperson. Obtains and maintains door prizes and passes out door prize tickets at the regular general meetings.

ARTICLE X - Authority

Section 1: The rules contained in the current edition of Roberts Rules of Order, Newly Revised shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order that the Club might adopt.

ARTICLE XI - Amendment of By-Laws

These By-Laws may be altered or amended and may be adopted by a majority of the members present at any regular general meeting of the Club, or at any special meeting of the Club called for that purpose, except that the members shall not have the power to change the purposes of the Club so as to decrease its rights and powers under the laws of the State of Arizona, or to waive any requirements of bond or other provisions for the safety and security of the property and funds of the association or its members, or to deprive any member of rights and privileges then existing, or so to amend the By-Laws as to affect a fundamental change in the policies of the Club. Notice of any amendment to be made at a special meeting of the members must be given at least ten (10) days before such meeting and must set forth the amendments to be considered.

Section 1: The By-Laws may be amended at any regular meeting of the Club by a majority vote of the members present. All proposed amendments must be submitted in writing and voted upon at the next regular meeting. Notification to members may be by newsletter, email, and/or USPS or a combination thereof.

Section 2: All By-Laws amendments shall be determined to be in agreement with the Articles of Incorporation in the State of Arizona and within the regulations of the Internal Revenue Service.

Section 3: All future amendments and revisions shall be incorporated and published in the Club newsletter and the new revision date added to the By-Laws heading.