

BYLAWS OF THE ADIRONDACK MOUNTAIN CLUB LAURENTIAN CHAPTER

Article I - NAME

1. This organization shall be named THE ADIRONDACK MOUNTAIN CLUB, LAURENTIAN CHAPTER, hereinafter, the "Chapter".

Article II - ORGANIZATION

1. This Chapter shall be regulated by the Articles of Incorporation and Bylaws of the ADIRONDACK MOUNTAIN CLUB, INC., hereinafter, the "Club".

Article III - OBJECTIVES

1. The objectives of the Chapter shall be to further wilderness and conservation values through recreation, advocacy, and education concerning the Adirondacks and related areas, specifically:

- A. To advocate and to broaden popular support of Article XIV, Section 1, of the New York State Constitution, which provides that the "...lands of the state constituting the Forest Preserve shall be forever kept as wild forest lands";
- B. To recognize the importance of extensive tracts of well managed private forest land in maintaining the historic character of the Adirondacks;
- C. To support efforts to acquire additional public lands and conservation easements within the Adirondack Park in order to ensure preservation of and public access to ecologically or recreationally significant areas, consistent with the access provisions in the State Land Master Plan;
- D. To organize and conduct outings and to encourage outdoor recreation in the Adirondack Park and environs in a manner which shall minimize the environmental impact on the wild forest character of the region; and,
- E. To encourage public interest in, and knowledge and appreciation of all natural, historic, economic and human resources of the Adirondacks, and the relationships among them.

Article IV- MEMBERSHIP

1. Membership. Membership of the Chapter shall consist of all members of the Club who designate the Laurentian Chapter as their chapter. All such members who are over the age of eighteen shall have full voting rights within the chapter. Members of other chapters who affiliate with Laurentian Chapter shall not have the privilege of voting rights within the chapter.
2. Dues. Dues shall be paid to the Club offices. Dues of affiliate members shall be as set from time to time by the Chapter.
3. Expiration. If a member has not remitted his or her dues within 4 months following the expiration of his or her membership, he or she shall be dropped from the Chapter's membership rolls.

Article V- OFFICERS AND APPOINTIVE POSITIONS

1. Officers. The officers of this Chapter shall be: Chair; Vice-Chair, Outings; Vice-Chair, Education; Vice-Chair, Conservation; Vice-Chair, Membership, Secretary; Treasurer; and Director (s). All officers shall be voting members of the Chapter. These officers shall constitute the Executive Committee. The membership shall also elect Alternate Directors(s). An Alternate Director may hold another office within the Chapter .
2. Appointive Positions. Members holding appointive positions shall be responsible for managing certain important functions, not of a policy making nature, under the direction of the Executive Committee. Persons shall be appointed to these positions by the Chapter Chair in consultation with the Executive Committee to aid in the everyday running of the Chapter. The appointive positions of this Chapter may include Archivist, Hospitality Coordinator, Newsletter Editor, Publicity Coordinator, Sales Coordinator, Trails Coordinator(s), and Webmaster.
3. Terms All officers and the Alternate Director(s) as well, shall serve two year terms. No officer shall serve more than two full terms consecutively in the same office except the Director who may serve no more than three consecutive terms. The terms of the Chair, Vice-Chair Education, Secretary , Director and Alternate Directors shall commence in even numbered years, while the terms of the Vice-chair Outings, Vice-Chair Conservation, Vice-Chair Membership, Treasurer and Director (if there is more than one) shall commence in odd numbered years. The terms of office for appointive positions shall commence upon appointment and shall expire at the pleasure of the Executive Committee or with the end of the term of the Chair. There shall be no limit to the number of terms served in appointive positions.
4. Vacancies. In the event an office becomes vacant, the Executive Committee shall have authority to appoint a temporary replacement. The membership shall elect a member to serve the remaining portion of the unexpired term at the next annual meeting.
5. Duties of Officers. The officers shall further the Chapter's objectives as follows:

Chair: The Chair shall be the chief elected official and spokesperson for the Chapter. The Chair shall:

call and preside at meetings of the Chapter and Executive Committee, create all ad hoc committees with the advice and consent of the Executive Committee, propose a budget for the next fiscal year for approval by the Executive Committee, and perform all other duties ordinarily devolving upon the office of Chair.

Vice-Chair, Outings: The Vice-Chair, Outings, shall: chair the Outings Committee, be responsible for preparing a schedule of outings throughout the year, serve as liaison between the Chapter and the Club Outings Committee and perform the duties of the Chair in the absence of the Chair.

Vice-Chair, Education: The Vice-Chair, Education, shall: chair the Education Committee, perform the duties of the Chair in the absence of the Chair and of the Vice-Chair, Outings, coordinate Chapter presentations, discussions and workshops, facilitate educational programs and organized experiences appropriate to youth, serve as liaison between the Chapter and Club Education Committee, and otherwise provide for those who may seek information, instruction, and guidance for safe enjoyment of the Adirondacks.

Vice-Chair, Conservation: The Vice-Chair, Conservation shall: chair the Conservation Committee and, consistent with policies of the Chapter and Executive Committee, advocate environmental quality in the Adirondack region, undertake conservation activities, serve as liaison between the Chapter and the Club Conservation Committee, and cooperate with the Trails Coordinator(s) in the development and maintenance of trails and recreation areas sponsored by the chapter.

Vice-Chair, Membership: The Vice-Chair, Membership shall: coordinate the recruitment of new members to the Chapter and the retention of members, serve as liaison between the chapter and the Club for membership issues, and keep membership records.

Secretary: The Secretary shall take and distribute the minutes of meetings of the Chapter and of the Executive Committee, and perform other duties ordinarily associated with the office of Secretary. The Secretary shall work with the Chapter Archivist to maintain the documentary history of the Chapter.

Treasurer: The Treasurer shall: receive that portion of the annual membership fees granted to the chapter by the Club and such other monies as may be donated, granted, earned, or collected by the Chapter, pay Chapter expenditures as approved by the Executive Committee, keep the financial records of the Chapter, assist the Chair in preparing a proposed annual budget, and submit an annual financial report to the Executive Committee at the end of the Chapter fiscal year, to be published to the membership in the newsletter.

Director: The Director(s) shall represent the Chapter at meetings of the Board of Directors of the Club and shall report to the Executive Committee on Board of Directors discussions and decisions.

Alternate Director: The Alternate Director(s) shall perform the duties of the Director for those Board meetings that the Director does not attend.

6. Duties of Appointive Positions. Those serving in appointive positions shall report to the Executive Committee, attend Executive Committee meetings as necessary, may recruit the help needed to carry out the objectives of their positions, and further the Chapter's objectives as follows:

Archivist: The Archivist shall preserve the records of the Chapter.

Hospitality Coordinator: The Hospitality Coordinator shall be responsible for coordinating social functions such as potlucks.

Newsletter Editor. The Newsletter Editor shall be responsible for the preparation and distribution of the Chapter newsletter on a schedule to be approved by the Executive Committee.

Publicity Coordinator: The Publicity Coordinator shall be responsible for the public release of information, including announcements of events and outings.

Sales Coordinator: The Sales Coordinator shall: be responsible for coordinating the sales of Chapter and Club merchandise at all outlets and at Chapter events, keep records of orders and sales, and deposit receipts with the Treasurer.

Trails Coordinator: The Trails Coordinator(s) shall be responsible for overseeing the development and maintenance of trails and recreation areas sponsored by the Chapter.

Webmaster: The Webmaster shall be responsible for maintaining the Chapter Website.

Article VI - COMMITTEES.

The Chapter's committees shall include standing committees and ad hoc committees. Committees shall be created as the need arises. The Chapter Chair shall be an ex-officio member of all committees except the Nominating Committee. Members of committees shall be appointed by the committee chair, except for the Nominating Committee which shall be appointed by the Chapter Chair with the advice and consent of the Executive Committee. Members of ad hoc committees shall be voting members or affiliate members of the Chapter. Meetings of committees shall be called by the committee chairperson, or by a majority of the membership of the committee.

1. **Standing Committees:** The Chapter's standing committees shall be the Executive Committee, Outings

Committee, Education Committee, Conservation Committee, and Nominating Committee. The committees shall coordinate their respective activities in furthering the objectives of the Chapter.

Executive Committee: The Executive Committee shall: function as the Chapter's coordinating committee, have the power to set policy consistent with these Bylaws and other policy established by the full membership, conduct the day to day business of the chapter, fill vacant offices and create committees, oversee the expenditures of the Chapter, hold one or more general meetings and one annual meeting each year, approve the schedule of outings, approve editorial comment in the Chapter newsletter, and speak for the membership on issues related to the Chapter's objectives. The Committee shall report to the membership as to its activities. Voting members of the Executive Committee shall be the Chair, all Vice-Chairs, Director(s), Secretary and Treasurer. No actions may be taken in the absence of a quorum. Members with special oversights are encouraged to attend Executive Committee meetings. Members of the Chapter may also attend. A tentative schedule of regular meeting dates for the Executive Committee shall be announced in the newsletter, and special meetings shall be announced to the extent practical.

Nominating Committee: The Nominating Committee shall consist of at least three members of the Chapter who shall present a slate of officers to the Annual Meeting and who may recommend candidates to the Executive Committee for the purpose of filling vacancies occurring between Annual Meetings. Members of the Nominating Committee shall broadly represent the geographical distribution of Chapter members, to the extent practical.

Education Committee, Conservation Committee, Outings Committee: These committees shall assist the respective Vice-Chairs in carrying out their responsibilities.

2. **Ad Hoc Committees.** Ad hoc committees may be established and discharged by the Executive Committee to address specific challenges, problems and opportunities. The chairpersons of ad hoc committees shall be appointed by the Chapter Chair in consultation with the Executive Committee and thereafter may name the members and shall report for the Committee to the Executive Committee. The Chapter's quorum and majority rules shall apply to ad hoc committees.
3. **Subcommittees.** All committees may establish subcommittees from within their membership without restriction as to composition. Subcommittees may take no final action, shall report to the originating committee, and shall have no authority to speak for the Chapter. Quorum and majority rules do not apply to subcommittees.

Article VII - CHAPTER FISCAL YEAR.

For accounting purposes, the Chapter fiscal year shall be January 1 to December 31.

Article VIII - MEETINGS

1. **General Membership Meetings.** The Chapter shall hold at least two (2) meetings of the general membership each year for the transaction of such business as shall come before it. One of these meetings shall be held in November and be designated the Annual Meeting.
2. **Conduct of Meetings.** Meetings may be conducted informally. In the event consensus is not reached through discussion, the chair shall conduct the meeting according to *Roberts Rules of Order, Revised*.

Article IX- QUORUM AND MAJORITY

1. **Quorum for General Meetings.** A quorum for the transaction of business at general meetings shall be constituted by the presence of ten percent (10%) of the voting membership of the Chapter.
2. **Quorum for Committee Meetings.** A quorum shall be present in order for a committee to act. A majority of the committee members who are Chapter voting members shall constitute the quorum for the conduct of committee meetings.
3. **Majority.** For committees other than the Executive Committee, a majority of the members present shall have the authority to act. Actions of the Executive Committee shall be taken only by a majority of the full committee membership.

Article X - ELECTIONS

Election of officers shall take place at the Annual Meeting. Additional nominations from the floor may be made at the Annual Meeting provided the nominee has agreed to serve. The new officers shall take office at the beginning of the Chapter's next fiscal year as defined in Article VII of the Bylaws.

Article XI - AMENDMENTS

The Bylaws shall be amended only by majority vote of the voting members of the Chapter present at a Chapter meeting provided a quorum is present and a written notice of the meeting and proposed amendment(s) has been submitted to all full members at least four weeks in advance of the meeting. Mail ballots may be used in lieu of a meeting, with a return of 20% of the ballots mailed constituting the equivalent of a quorum. Any voting member or committee may propose amendments to the Bylaws to the membership providing the above procedures are followed.

Article XII - Every five years the Chapter Chair shall appoint a committee to review the Bylaws.
Last revised November, 2005.