

# **MOHAWK HUDSON CHAPTER APPALACHIAN MOUNTAIN CLUB BY-LAWS**

## **Article I - Name of Organization**

This organization shall be called the Mohawk Hudson Chapter (Chapter) of the Appalachian Mountain Club (Club).

## **Article II - Purpose**

The purpose of the Chapter is to provide a regional body to support the purposes and mission of the Appalachian Mountain Club. The AMC promotes outdoor recreation, conservation, and education.

## **Article III - Membership**

The Chapter members are those assigned by the AMC.

## **Article IV - Administration**

Section 1. The administration of the Chapter shall be vested in a Chapter Executive Committee, consisting of four elected officers: Chair, Vice-chair, Secretary, and Treasurer, as well as the appointed chairs of Standing Committees. Each Executive Committee member shall have one vote in matters set before the committee for discussion. The AMC Regional Director assigned to the Chapter shall be an ex-officio member, without voting rights. A simple majority of Executive Committee members shall constitute a quorum for the conduct of business. Any Chapter member is invited to attend meetings of the Executive Committee, but shall not have voting rights in that setting.

Section 2. Job descriptions of each of the Committee Chairs will be available for reference on the Chapter website.

Section 3. The officers of the Executive Committee shall be elected annually by a majority vote of the Chapter membership voting at the Chapter Annual Meeting. They shall hold office from the end of that meeting until the end of the next Annual Meeting. Should the Chapter Chair become vacant, the vice-chair shall fill the vacancy. Should any other officer vacancy occur on the Executive Committee, the Committee shall appoint a Chapter member to fill the vacancy until the next election of Chapter officers. Officers and Committee Chairs shall be members of the Chapter.

Section 4. Any Chapter member may recommend the appropriation of a sum of money for a worthy purpose related to chapter and club mission at any Chapter or Executive Committee Meeting, or via mail or e-mail, and said recommendation shall be referred to the Executive Committee for approval or rejection. Chapter funds may be appropriated only by the approval of the Executive Committee.

Section 5. No expenditure shall be made, or financial obligation incurred, for which the Club will be responsible, by any officer or committee of the Chapter without previous authorization by the Club .

Section 6. No pronouncement in the name of the AMC involving opinion or policy in matters of public interest, shall be made by the Chapter or any member thereof, without the expressed consent of the Club.

## **Article V - Officers**

Section 1. The Chapter Chair shall preside at all quarterly, annual and special meetings of the Chapter, and at meetings of the Executive Committee, and shall perform such other duties customary to the office, such as appointing committee chairs, making up agendas, attending the AMC Annual Meeting and Chapter Chair meetings, and communicating with the Chapter through periodic messages in the chapter media. The term of office is one year, and the Chair may serve a maximum of three consecutive terms.

Section 2. The Chapter Vice-Chair shall serve as Chapter Chair in the absence or disability of the Chapter Chair, and shall assume other responsibilities as may be delegated by the Chapter Chair and/or the Executive Committee. Should the position of Chapter Chair be vacated prior to the end of the one-year term, the Vice-Chair shall automatically succeed to that office. The term of office is one year, and the Vice-Chair may serve a maximum of three consecutive terms.

Section 3. The Secretary shall record and distribute in a timely manner minutes of all Chapter and Executive Committee meetings. The Secretary shall also be responsible for correspondence of the Chapter, and perform other duties as designated by the Chapter Chair and/or the Executive Committee. The term of office is one year, with a maximum of three consecutive terms.

Section 4. The Treasurer shall receive all funds paid to the Chapter, shall administer the budget approved by the Executive Committee, shall make periodic reports of receipts and disbursements to the Executive Committee, and shall make an annual report to the Chapter and to the Club as part of its audit procedure. In conjunction with the Executive Committee, the treasurer shall prepare, by November 15, a budget for the coming year beginning January 1. The Treasurer shall be one of the signers of Chapter checks, and there shall also be at least one other Chapter member who is authorized to sign in the Treasurer's absence. The term of office is one year, with a maximum of five consecutive terms.

Section 5. An Executive Committee member may be removed from office at a Chapter Executive Committee meeting by a vote of a super majority (a majority of those eligible to vote) of Committee members, provided that notice of the proposed removal with written reasons for this action has been sent to all Executive Committee members and the member under discussion at least seven days prior to such vote.

## **Article VI - Committees**

Section 1. Chairs of the Standing Committees are appointed by the Chapter Chair with the consent of the Executive Committee. They shall serve until the time of the next election of officers takes place. At that time the succeeding Chapter Chair may either re-appoint them or appoint new committee chairs, with the consent of the Executive Committee.

Section 2. The Executive Committee may establish and dissolve temporary or ad hoc committees as are necessary for the work of the Chapter. The Chapter Chair, with the consent of the Executive Committee, shall appoint the chairpersons of such committees. Such appointments do not entail voting privileges on matters set before the Executive Committee.

Section 3. The Standing Committees have the responsibility of:

1. Planning and conducting programs and activities of interest to members of the Chapter
2. Performing services for the Chapter and the Club.
3. Carrying out obligations to the public that have been assumed by the Chapter.
4. Participating in Club-wide programs as a liaison from the Chapter.

Section 4. The Nominating Committee serves till a new committee is appointed each year during the Chapter's organizational Executive Committee meeting following the Annual Meeting. There shall be at least three members of the Nominating Committee. The Nominating Committee shall present a slate of nominees to the Executive Committee not less than 90 days before the Annual Meeting. The membership shall be notified of the proposed slate, and of the date, time, and place of the Annual Meeting, through Chapter media.

Section 5. Any five Chapter members desiring to place an additional candidate in nomination may do so by sending to the Chapter Secretary, in writing or by email, a notice stating the office to be filled, the proposed candidate, as well as verification of consent from the nominee to serve if elected. This must take place no later than 10 days prior to the Annual Meeting.

## **Article VII - Meetings**

Section 1. The Chapter Annual Meeting shall be held by the third Thursday in November of each year. The actual date is chosen by the Executive Committee, and the date announced to all members of the Chapter through Chapter media at least thirty days prior to the date thereof.

Section 2. The Executive Committee may call special meetings of the Chapter at any time. The Executive Committee shall notify the membership of the time, place, and purpose of a special meeting at least two weeks in advance, through Chapter media.

Section 3. Fifteen members of the Chapter present at any Chapter Annual or other meeting shall constitute a quorum for the conduct of business.

Section 4. The Chapter Executive Committee shall meet a minimum of four times a year.

### **Article VIII - By-Laws Changes**

Section 1. These By-Laws may be amended at any Annual or Special meeting by a two-thirds vote of those present and voting, provided notice of such amendment is sent to all members of the Chapter at least two weeks previously, and provided a quorum is present. If a mail-in or electronic vote is deemed necessary by the Executive Committee, the same quorum, as for a Chapter Annual or Special meeting would apply.

Section 2. Changes to the By-Laws shall become effective immediately upon approval by the membership.

Section 3. The most recent Chapter By-Laws will be publicly available through the Chapter website.

### **Article IX - Non-Discrimination Policy**

In administering its affairs, the Chapter shall not discriminate against any person on the basis of race, creed, color, national origin, gender, sexual orientation, marital status, age (trip leaders must be 18 or older) , or physical disability.

NOTE: This is the By-Laws revision adopted at the meeting of April 8, 2013. Previous By-Laws revisions were made in 2000, and on November 17, 2005, and November 18, 2010.