

TOLEDO GEM AND ROCKHOUND CLUB BY-LAWS
(as recommended and approved by the 1997 board
and amended in August and September 1999)

ARTICLE I - MEETINGS

Section 1 - The regular meeting of the Club shall be held on the third Wednesday of each month.

Section 2 - Special Club meetings may be called for at other times, at the discretion of the Executive Board. The purpose, or purposes, for which the meeting is called, shall be delivered (either personally or by mail) to all members of the Club not less than ten days before the date of the meeting.

Section 3 - Any problem must be presented in writing and in person at a meeting of the Executive Board for study and recommendation, and is to be presented to the membership of the Club at the next general meeting after being published in the Rocky Reader.

Section 4 - The annual meeting of the Club for the purposes of resolving corporate business shall be the regular meeting held in November when elections are held.

ARTICLE II - OFFICERS

Section 1 - This club shall have a President, Vice-President, Secretary, Treasurer and a Sergeant-At-Arms. The officers, along with one member of the Executive Board for a three-year term, shall be elected by the members at the November meeting of the Club.

Section 2 - Any vacancy occurring among the officers shall be filled for the remainder of the term by appointment of the Executive Board at any meeting held during the existence of such vacancy.

Section 3 - It shall be the duty of the President to preside at all meetings of the Executive Board and of the Club. The president shall appoint a Field Trip Chairman, Refreshment Committee Chairman, Editor, Membership Secretary, Club Photographer, Club Historian, Show Chairman, Nominating Chairman, and a Committee which will propose a ballot of officers at the October meeting and such representatives and delegates as may be needed or any special Chairman as needed. The president shall also be responsible for making sure that the Statement Of Continued Existence required by Ohio Revised Code 1702.59, is timely filed when it comes due. The President shall also be responsible to make sure that all club activities are within the Articles of Incorporation and By-Laws of the club.

Section 4 - It shall be the duty of the Vice-President to perform the duties of the President in the absence of the President. The Vice President shall, when so acting, have all the powers of the President and be subject to all the restrictions on the President in these By-Laws. The Vice President shall be the Program Chairman and shall be responsible for the arrangement of speakers, films, displays, and etc. for the night of the Club meeting.

Section 5 - The Secretary shall keep the minutes of the Executive Board meetings and of the Club meetings and publish them in the Club bulletin for membership correction and/or approval. The Secretary shall carry on official Club correspondence. The Secretary shall retain in their possession one full year of secretarial reports, after which time the Secretary shall turn them over to the Historian for permanent record.

Section 6 - The Treasurer shall collect all monies due the Club and pay all bills presented. All unbudgeted bills over \$100.00 will be paid with approval of the Executive Board. The Treasurer shall maintain the Club monies in the safest and most advantageous manner, with the approval of the Executive Board. The Treasurer shall

report credits and debits and the financial balances at regular meetings. The books of the Treasurer shall be open to any member upon demand at the annual meeting or upon written request of any three members. The books shall be audited by the Auditor appointed each December by the President. The Auditor then will report on the Club status in writing before the February meeting. The Club Savings Account shall require two of four signatures for any transaction, namely that of the President and/or the Vice-President and/or Treasurer and/or Secretary. The Treasurer shall also keep a membership book containing the name and address of each member, the date of admission and the class of membership to which they belong, as required by Ohio Revised Code 1702.13. The Treasurer shall also keep a record of any member being terminated for cause; the reason therefore and the date such membership was terminated.

Section 7 - The Sergeant-At-Arms is to help maintain order at each meeting.

Section 8 - The Executive Board, by a simple majority vote, may accept the resignation of any officer of the Club.

ARTICLE III - EXECUTIVE BOARD

Section 1 - The affairs of the Club shall be managed by an Executive Board consisting of three elected members, the retiring President (until he/she is replaced by the next retiring President and if his/her membership is in good standing). President, Vice-President, Secretary, Treasurer and Sergeant-At-Arms. In addition, the appointed Show Chairman and the Club Editor shall be members of the Executive Board with full voting privileges.

Section 2 - The Executive Board members, who are not elected officers, shall be elected for a term of three years, one to be retired or be reelected each year.

Section 3 - The Executive Board must have four (4) regular scheduled meetings each year called and conducted by the President, plus any special meetings necessary to handle emergency measures that come to the attention of the President. Such a special meeting may be called for by any member of the Executive Board only if proper officers are not available or cannot be reached. All members of the Executive Board are to be notified in the Club Bulletin of regular Board meetings and/or by letter, or phone three days in advance of Special Board meetings. A simple majority of the Executive Board must be present for discussion and enactment.

Section 4 - A yearly proposed budget must be drawn up by the Executive Board for approval of the membership at the February Club meeting or earlier.

ARTICLE IV - MEMBERSHIP AND DUES

Section 1 - Any person who is interested in the objectives of the Club is eligible for membership, providing they: 1) are willing to abide by the By-Laws; 2) submit the required application at a Club activity; and 3) pay their yearly dues.

Section 2 - Annual dues are to be as follows: \$10 for a single membership and \$15.00 for a family membership; annual dues shall be reviewed by the Board every two years depending on the financial needs of the Club and, upon Board proposal, changed by a membership vote for a two (2) year period. Thereupon, an additional review, proposal and vote may be in order depending on the financial needs of the Club.

Section 3 - Dues are payable at the September meeting. A member is dropped if dues are not paid by September 30th.

Section 4 - Family membership may include father, mother and all unmarried children between ages of six and

eighteen living at home. The parent(s) will decide which, if any, of their children will join the juniors.

Section 5 - Any person between the ages of six and eighteen may become a Junior member if an adult member of his/her family, other than a parent, is a member of the Club and the Junior pays the single membership fee.

Section 6 - A parent or family member, 21 or older, must be present and participate in all functions which a Junior attends. Juniors shall not hold office or vote.

ARTICLE V - NOMINATING COMMITTEE

Section 1 - The Nominating Committee shall consist of not less than three members of the club. The committee appointed by the President shall consist of a chairman and at least two others, one of which shall be a member of the Executive Board.

Section 2 - This Committee shall be selected not later than September 1 of each year.

Section 3 - This Committee, after due consideration and consent of nominees, will present a slate of one or more names for each office vacant to the Club at the October Meeting and provide a complete list of candidates to be printed in the final issue of the Club Bulletin before the November election.

Section 4 - Nominations from the floor may be presented with the consent of the nominee at the election meeting.

ARTICLE VI - ELECTION OF OFFICERS

Section 1 - The Nominating Committee will hold the election at the November meeting, by secret ballot, on any contested office and report the results at the meeting.

Section 2 - A simple majority of those voting shall be considered sufficient to elect.

Section 3 - The term of officers shall be for one fiscal year from January 1 through December 31. Elected Board Member's term of office is three (3) years as stated and affected in Article III.

Section 4 - The Nominating Committee Chairman will conduct the installation of officers at the December meeting and will include in his 'swearing in' the remark, "The Officers assume duties as of January 1 of the next year".

Section 5 - No elected officer may serve more than two (2) consecutive times in the same office.

ARTICLE VII - COMMITTEES AND APPOINTMENTS

The President shall appoint the following Committee Chairmen:

FIELD TRIPS

Section 1 - The Field Trip Chairman will make arrangements for Club sponsored field trips. The Field Trip Chairman shall secure the permission from the location (quarry) and have members sign the Club "consent forms". The Field Trip Chairman shall advise all of safety rules at the quarry. All members shall abide by those rules.

Section 2 - All field trips must be under sanction of the Field Trip Chairman.

Section 3 - No person under eighteen years of age will be allowed on field trips unless authorized by quarry management.

Section 4 - No members shall enter these quarries ahead of the scheduled time arranged by the Field Trip Chairman.

Section 5 - The Junior Advisor(s) may arrange Club sponsored field trips for the Juniors. Parents must sign the Club's "consent forms & a current medical consent form". The Juniors and parents must abide by the directives of Section 1, above.

REFRESHMENTS

Section 1 - The Refreshment Committee Chairman will be responsible for refreshments during social hour at each meeting.

Section 2 - At the regular meetings, a kitty will be provided to help defray expenses.

Section 3 - No alcoholic beverages will be consumed at any Club functions.

Section 4 - These activities should be budgeted by the Executive Board and the Club will pick up the expenses; the various chairmen and committee members should have the option to be reimbursed for Club expenses.

HISTORIAN AND ARCHIVES

Section 1 - The Historian's duties are to perpetuate the Club's history in an album with pictures, newspaper articles, notices of marriage, death and etc.

Section 2 - The Historian will keep Club Secretarial minutes, Regular and Board meetings and Treasurer's Reports permanently in the Historical File. These minutes and reports shall be presented by the Secretary and Treasurer in January each year. Complete Club Bulletins, The ROCKY READER, shall be kept in storage for future reference, not necessarily at the Historian's residence. The Historian will bring the historical album as needed or requested by the Executive Board or President.

Section 3 - A budget will be provided in the annual budget by the Executive Board and all expenses will be paid by the Club.

PHOTOGRAPHER

Section 1 - The Club Photographer shall make an effort to record all Club activities and display the photos at Club meetings and in the historical album.

Section 2 - A budget will be provided in the annual budget by the Executive Board and all expenses will be paid by the Club.

AUDITOR

Section 1 - The Auditor's duties will be to audit the books of the Treasurer upon the request of the Executive Board or President.

Section 2 - The audit will include a check on the accuracy of the books and the financial status of and possible financial needs of the Club. The Executive Board will rely on this report in making up the next year's budget.

Section 3 - The Auditor will report the results of the audit to the Executive Board before the February Club meeting.

EDITOR

Section 1 - The Editor will publish THE ROCKY READER and it shall be published monthly.

Section 2 - The Editor may enlist the aid of assistants and reports as needed.

Section 3 - This publication shall be distributed to all members and exchanged with other clubs and organizations.

Section 4 - The Club will pay all expenses for the printing and distribution of the monthly bulletin.

MEMBERSHIP SECRETARY

Section 1 - The Membership Secretary will issue all application forms to prospective members, collect dues, issue membership cards and keep an up-to-date record of the membership which will include members names, addresses and telephone numbers. The Membership Secretary shall provide the Treasurer with current membership list before the M.W.F. report is due and comply with the State Law.

Section 2 - The Membership Secretary will keep a record of Club meeting attendance and shall welcome and introduce new members and guests to the membership at Club meetings.

SHOW CHAIRMAN

Section 1 - The Show Chairman becomes a member of the Executive Board as soon as appointed and remains a Board member until the final Show report is given to the Club.

Section 2 - The Show Chairman shall report directly to the President on the status of the show.

Section 3 - The Show Chairman shall appoint a Show Committee and meet with them regularly to plan the Show. The Show Committee members answer to the Show Chairman.

Section 4 - The Show Chairman shall feel at liberty to call on all members for assistance. The Show is a Club effort and all are expected to make a contribution.

Section 5 - The Show Chairman shall present a copy of Dealer Contracts and other contracts for Show operations and a Show Budget to the Board for approval.

Section 6 - At the (conclusion) final wrap-up of the show, the Show Chairman will report on the show by the second Club meeting following the Show. The Show Chairman shall present a written financial report of the Show to the Board and subsequently to the Club members; this report will include a list of expenses and income.

Section 7 - All expenses shall be accounted for prior to final report and/or income is distributed.

TOLEDO BOTANICAL GARDEN FUNCTION CHAIRMAN (OPEN HOUSE)

Section 1 - The Club is responsible for holding two (2) functions per calendar year at Toledo Botanical Garden to which the public is to be invited.

ARTICLE VIII - OFFICIAL PUBLICATION

Section 1 - The official publication of the Club shall be THE ROCKY READER.

Section 2 - A Membership Directory shall be published annually in April.

ARTICLE IX - DELEGATES AND REPRESENTATIVES

Section 1 - Delegates and representatives needed for special occasions may be appointed by the President and shall report directly to the President.

Section 2 - The President shall maintain the permanent mailing address for the Club.

Section 3 - The President shall appoint a Statutory Agent for the State of Ohio, who is in good standing in the Club.

ARTICLE X - PURPOSES AND ACTIVITIES

Section 1 - The fundamental purpose of the club is as stated in our Articles Of Incorporation. In furtherance of that purpose, the following activities by members are encouraged.

- 1- To display and give talks at schools, libraries and other groups when requested.
- 2 -To display and demonstrate at the Club Show, Toledo Botanical Garden functions and other shows at other locations when asked.
- 3 - To contribute individually to the Club Geology Scholarships at the University of Toledo and Bowling Green State University.
- 4 - The Club will give a memorial contribution to alternate Scholarships or the charity of the family choice upon the death of a current Club member.

ARTICLE XI - STUDY GROUPS AND COMMITTEES

Section 1 - All study groups that are formed by the members of the Club for study of mineralogy, geology, paleontology, lapidary, and other related subjects shall be governed by the By-Laws of the Club and have the interest of the Club as their main objective.

Section 2 - Each group shall have an advisor who will concur with the Executive Board of the Club on any extracurricular activities planned by the group.

Section 3 - Any money accumulated by a study group of the TOLEDO GEM AND ROCKHOUND CLUB for the purpose of buying equipment, books, supplies, tools or whatever is needed to further its studies shall be the property of the Club, but reserved primarily for the use of that specific group.

Section 4 - In the event that any study group of the club disbands, all assets, equipment, supplies, monies shall be turned over to the Club, which may dispose of said items as it deems appropriate.

ARTICLE XII - AMENDMENTS

Section 1 - No procedure to amend these By-Laws shall be acted upon unless a member wishing the amendment first submits it in writing to the Executive Board for review and recommendations.

Section 2 - The Executive Board shall inquire on its review of any proposed By-Law as to (1) whether the By-Law will adversely relate to the club's Articles of Incorporation and (2) if the By-Law changed will endanger any legal status of the Club.

Section 3 - The proposed amendment is then read and discussed at a monthly Club meeting, printed in the Club publication for all members to review, and then submitted to the membership for a possible vote at the next regular or special meeting, where a motion from the floor must be made to proceed with a vote. Only then can a majority vote of the members present at that meeting bring about an amendment to these By-Laws.

ARTICLE XIII - NON PROFIT CORPORATE STATUS

Section 1 - In accordance with the Articles of Incorporation, no properties or service of the Club shall inure to the benefit of any member.

Section 2 - Section 1 shall not limit the club in any way from paying for any reasonable service delivered and authorized by the Executive Board.

Section 3 - The Club shall endeavor to comply with all laws of the U. S. Internal Revenue Service as it is and may become in the area of its non-profit status.

Section 4 - Upon dissolution of the club, its property will be distributed as required in the Articles of Incorporation for one or more exempt purposes within the meaning of Section 501(c)(7) of the Internal Revenue Code or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or the state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is located, exclusively for such purpose or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

Section 5 - No substantial part of the activities of the Club shall be the carrying of propaganda, or otherwise attempting to influence legislation, and the Club shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

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NOTE: The change in the dues (Article IV, Section 2) to \$15 family or \$10 individual is for a two year period ending Sept 2001. The wording of the motion to pass this amendment requires that the increased dues be re-ratified at that time or it will revert back to the old fees (\$10 family or \$6 individual) or be changed to some new value. New Dues effective 1 Sept 2001: \$15 individual and \$20 family (club voted this in Feb 2001)

NOTE: Based on a ruling by the Ohio Department of Taxation (dated 26 May 1999), the dues of the Club are a taxable sales item. Henceforth, individuals paying their dues must also pay the appropriate sales tax on that value (currently the sales tax is 94 cents on \$15 or \$1.25 cents on \$20).