

OZARKS GEM & MINERAL SOCIETY

BYLAWS

August 22, 2022

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ARTICLE I. NAME

The corporation's name shall be Ozarks Gem & Mineral Society, Inc., sometimes referred to in these bylaws as the corporation or society.

ARTICLE II. PURPOSE

This corporation is organized exclusively for the objectives outlined in the Certificate of Incorporation, from time to time amended. Namely, to study and promote an interest in earth science, geology, paleontology, and mineralogy; study lapidary and jewelry-making art; conduct education, support youth activities, and encourage interest in earth science.

ARTICLE III. MEMBERSHIP

1. Active members shall be interested in at least one phase of the corporation's objectives.
2. Junior membership shall be available to any individual under eighteen (18) years of age and sponsored by an active member. Junior members are not eligible to hold positions on the board or vote.
3. Persons desiring affiliation with the society shall present a completed application in person or online.
4. Annual dues and membership categories are subject to yearly reappraisal and adjustment by the board of directors ("the board"). Dues shall be payable by December 31st of each year for the forthcoming year and become delinquent on January 31st.
5. Anyone who has not paid their dues by March 31st shall be dropped automatically from the membership list.
6. If a new (not a member within the last two (2) years) applicant applies for membership after October 1st, the dues paid shall apply for the rest of the year and the following year.

ARTICLE IV. TERMINATION OF MEMBERSHIP

1. A member charged with conduct unbecoming or with an act prejudicial to the best interests of the society may appear before the board of directors in their defense. If the board sustains the charges, it has the discretion to expel the member from the society. The secretary will notify the member in writing of the expulsion without providing any additional explanation.
2. Terminated members shall forfeit all interest in funds or property of the society and rights to use the corporation name or emblem.

3. The board must approve any further membership applications from the expelled former member.

ARTICLE V. OFFICERS

1. Officers of the corporation shall be a president, vice president, secretary, and treasurer and shall serve for a two-(2) year term. Officers may serve two (2) consecutive terms in the same office. After a break of one (1) two-(2) year term, they may serve in that office again.
2. No person shall serve as an officer until they have been a member in good standing for twelve (12) months.
3. If a vacancy occurs in an office, the board of directors shall fill the vacancy. The board will fill a vacancy of the president's office with the vice president unless they decline.
4. The president shall preside at all meetings of the society and board of directors, be an ex-officio member of all committees, exercise supervision over affairs of the society, coordinate the work of the officers and committees, and perform other such duties as may be incumbent upon a president.
5. The vice president shall act as an aide to the president, perform the president's duties in their absence or inability to serve, and perform other such duties as may be assigned by the president or board of directors.
6. The secretary shall keep and maintain all records of membership, membership cards, attendance, and minutes of all membership and director's meetings and shall conduct such correspondence as may be required by the president or board of directors and generally perform other such duties as are ordinarily incumbent upon a secretary.
7. The treasurer shall have custody of the corporation's funds, keep a complete and accurate account of receipts and expenditures, and make disbursements as authorized and approved by the board of directors. The treasurer shall be able to make disbursements up to \$250.00 without prior approval from the board. The treasurer will appoint, with board approval, a second check signer in case the treasurer is unavailable to sign checks. The treasurer shall prepare a monthly financial statement or, when requested, by the board of directors. The treasurer shall maintain such books of account and records as conforming to these bylaws.
8. The treasurer's accounts shall be examined annually by an auditing committee composed of the other three officers who, when satisfied that

the treasurer's records are correct, shall sign a statement of that fact at the end of the report, which is due no later than March 31st.

ARTICLE VI. BOARD OF DIRECTORS

1. The board of directors shall consist of the officers of the corporation and one (1) at-large director for every twenty (20) members, with a minimum of two (2) and a maximum of four (4) directors. Elected directors will serve a two-(2) year term and remain on the board until the election and qualification of their successors. A member may serve as a director for up to two (2) consecutive terms. After a break of one (1) two-(2) year term, they may serve as a director again. The board will have a maximum of eight (8) members. In the case of a tie vote, the president will break the tie.
2. No person shall serve as a board member until they have been a member in good standing for twelve (12) months.
3. The board of directors shall meet monthly at a time designated by the president before the regular monthly meeting of the general membership to conduct the corporation's ordinary business. The president will announce anything that affects the society or its normal operation at the next regular meeting and ensure the distribution of a board meeting report to the membership.
4. The president or two board members may call a special board meeting of the board of directors.
5. The board of directors shall have the power to dismiss a board member or officer who has not attended three (3) board meetings in any calendar year. In addition, in the best interests of the corporation, the board of directors may remove any board member by a vote of three-quarters (3/4) of the board. A quorum of the remaining board members will choose someone to fill the remaining office term.
6. Sixty percent (60%) of the board of directors shall constitute a quorum.
7. Members of the board of directors shall not receive compensation for their services as directors. However, the treasurer may reimburse them for out-of-pocket expenses due to their duties.

ARTICLE VII. METHOD OF ELECTION

1. At the regular meeting in August each year, the president shall appoint a nominating committee of two (2) members. The nominating committee shall select at least one (1) nominee for each expiring office and

directorship. Such nomination in writing shall be in the hands of the secretary at the September board meeting.

2. At the October meeting, the president will ensure the distribution of ballots with the nominating committee's nominations.
3. A simple majority of the members present who are eligible to vote are required to elect. In the case of directors, if the number of nominees exceeds the number of vacancies, the candidates receiving the most votes shall be declared elected.
4. Nothing in this article precludes nominations from the floor.
5. Voting shall be by individual, and no person may cast more than one vote. Proxies will not be recognized.
6. All officers and directors shall assume responsibility for their respective offices on January 1st, immediately following the election.

ARTICLE VIII. MEETINGS

1. Regular meetings shall be held on the fourth (4th) Monday of each month unless the membership decides by vote to have it on a different date.
2. Twenty percent (20%) of the voting membership shall constitute a quorum.
3. The president will prepare and present a meeting agenda.
4. The presiding officer will conduct meetings in a formal or informal democratic manner; however, upon request by any member, formal parliamentary procedure as defined in *Robert's Rules of Order* will be invoked to resolve questions or disputes.

ARTICLE IX. COMMITTEES

1. The board of directors may appoint committees necessary to handle the society's activities. The board will have the power to terminate a committee or remove a committee member at any time.
2. Committee chairpersons shall have the right to enlist additional committee members and call meetings as needed.
3. The following will be standing committees: Show, Field Trips, and Education.
4. The Show Committee will be responsible for producing the show and fair.
5. The Field Trip Committee will be responsible for planning and overseeing trips for the members and may include collecting specimens, visiting museums, or other such trips of interest to the club.

6. The Education Committee is responsible for the programs at the monthly meetings and shows.

ARTICLE X. FISCAL OBLIGATIONS

The board and general membership must approve the expenditure of funds in excess of the treasury.

ARTICLE XI. AMENDMENTS TO THE BYLAWS

Members may propose amendments to these bylaws in writing at any meeting. The president shall ensure the distribution of the proposed amendment to the membership before the meeting in which the vote will take place. Adopting the amendment requires approval from two-thirds (2/3s) of the members present.

ARTICLE XII. DISSOLUTION

No funds of the corporation shall inure to the benefit of any member of members. If the corporation is dissolved, the membership will direct the distribution of funds to a recognized non-profit, such as a charitable, religious, civic, or educational organization.

ARTICLE XIII. MISCELLANEOUS

All members are assumed to have accepted these bylaws and shall be bound by them in all respects as if they were members at the time of their adoption.