

**BYLAWS  
GREEN VALLEY HIKING CLUB  
GREEN VALLEY RECREATION, INC.**

Approved on March 11, 2008

**ARTICLE I. NAME**

The name of the club shall be *The Green Valley Recreation Hiking Club*, a non-profit organization.

**ARTICLE II. PURPOSE**

The purpose of the club shall be to provide safe and enjoyable group hiking for members of Green Valley Recreation Hiking Club and their guests, as defined in the Bylaws of Green Valley Recreation, Inc., (hereafter known as GVR).

**ARTICLE III. MEMBERSHIP**

- A. Prospective members must attend an orientation session sponsored by the Club. All members shall pay annual club dues and shall be members in good standing of GVR.
- B. Members shall be eligible to participate in hiking and other club functions and to sponsor guests subject to the following rules:
  - 1. All hikers must register for each hike on a log sheet sanctioned by GVR.
  - 2. The Hikemaster, Assistant Hikemaster or Hike Leader may deny participation in a specific hike to anyone deemed not suitably prepared or equipped to hike or who has not adhered to established rules and procedures.
  - 3. Guests must meet the guidelines of GVR. The sponsoring member must accompany his/her guests on the hike. Should the guests be unable to complete the hike, the sponsoring member shall accompany the guests in whatever alternative action is chosen by the hike leader.
- C. Members who have participated in four (4) or more regularly scheduled hikes during the twelve (12) months immediately preceding the annual meeting or special meeting shall be eligible to vote and to hold elective or appointive office.

**ARTICLE IV. MEETINGS**

- A. The annual meeting of the membership shall take place during the month of March or April at a time and place to be determined by the Board of Directors (BOD). Members shall be notified at least two (2) weeks in advance of the time and place of the Annual Meeting. BOD nominees shall be announced at least two (2) weeks prior to the Annual Meeting. Announcements shall be made utilizing appropriate means.
- B. Meetings of the BOD may be called by the President, the Vice-president or any three (3) members of the BOD. A quorum of two-thirds (2/3) of the BOD shall be present in order to conduct business, and a simple majority of the quorum is required in order to pass any motions. All Board members shall receive at least one (1) week advance notice of all Board meetings. Meetings are open to all Club members.

- C. Special meetings of the membership may be called by the Executive Committee or a majority of the BOD for any purpose they deem necessary. These meetings shall be announced at least two (2) weeks in advance through appropriate means.

#### **ARTICLE V. BOARD OF DIRECTORS**

- A. The Board of Directors shall oversee all functions of the Club, including, but not limited to
  - 1. Adopting and or modifying the frequency, grades and types of hikes.
  - 2. Establishing and enforcing standards for hiking safety and good conduct.
  - 3. Sponsoring and supporting other Club activities.
  - 4. Adopting fees, authorizing expenditures and providing for an audit of Club finances as appropriate.
- B. The BOD shall be comprised of nine (9) directors elected by the general membership and not more than four (4) additional directors selected annually by the BOD from among the membership.
- C. Directors elected by the members shall serve for three (3) years. The expiration of terms of office shall be staggered so that three (3) directors are elected each year at the annual meeting. The terms of newly elected Directors shall begin on the first day of May following election and the terms of the directors whom they succeed shall then end. No director shall serve more than six (6) consecutive years and directors appointed by the Board shall serve for one year unless appointed for another term by the BOD.
- D. Any vacancy on the BOD shall be filled by a candidate receiving at least two thirds (2/3) vote of the remaining directors. The members so selected shall serve the remaining term of the director being replaced.
- E. The BOD shall determine and assess membership fees as required to operate the Club. Funds shall be disbursed as ordered by the BOD and in accordance with GVR Bylaws or other GVR rules and regulations.
- F. The President shall appoint a Chairman of a Nominating Committee who then chooses two other club members to select candidates for election to the Board. Nominations also may be made by other club members provided that
  - 1. The nominee agrees to serve,
  - 2. At least five (5) other club members have endorsed the nomination, and
  - 3. The nomination, with endorsements, is received by the Secretary a minimum of seven (7) days prior to the Annual Meeting.Those members present at the Annual Meeting shall constitute a quorum and the Directors shall be elected by a plurality of the votes cast by those in attendance. Proxy voting is not permitted.

#### **ARTICLE VI. OFFICERS**

- A. Within the first seven (7) days of May, the elected directors, by majority vote, shall elect from among them the President, Vice-president, Secretary, and Treasurer. The President and Vice-president shall not serve in those offices for more than two (2) consecutive years.

Officer duties and responsibilities include

1. The **President** shall preside at all meetings of the BOD and of the membership and shall carry out such other responsibilities as set forth in these Bylaws.
  2. The **Vice-president** shall preside at meetings in the absence of the President and shall carry out such other tasks as assigned by the President or the BOD.
  3. The **Secretary** shall record and preserve the minutes of all meetings of the BOD and of the membership. He/she shall conduct such internal and external correspondence as may be directed by the BOD.
  4. The **Treasurer** shall receive, record, and deposit in a checking account bearing the club's name all monies of the club at a Green Valley bank or savings institution. All payments shall be made by check. The Treasurer, President, Vice-president and Secretary shall be authorized to sign club checks, and the signature of any one of them is sufficient on any check. The Treasurer shall deliver the fiscal year report to GVR at the end of the calendar year and make interim reports as required by the BOD.
- B. The Executive Committee shall consist of the President, Vice-president, Secretary, Treasurer, and Hikemaster. The committee shall meet as required to review the affairs of the organization, exercising all of the duties and powers of the BOD. This shall include administration, financial matters, withdrawal of funds, and any other appropriate activities. The committee shall be authorized to expend club funds up to a maximum of \$500.00 for any emergencies which might arise. A report of any and all meetings and expenditures shall be submitted to and ratified by the BOD.

## ARTICLE VII. MEMBER SERVICES

- A. Each year a **Hikemaster** shall be approved by the BOD. This person usually has served the prior year as Assistant Hikemaster. The Hikemaster shall serve as a voting member of the BOD.
1. The Hikemaster shall chair a hike planning committee which shall consist of the Hikemaster, Assistant Hikemaster and two (2) leaders selected by the Hikemaster.
  2. With the advice and consent of this committee the Hikemaster shall select and schedule all club hikes and select all leaders.
  3. He/she shall oversee the training of all leaders and assistant leaders.
  4. The Hikemaster shall publish all hike bulletins each hiking month and shall ensure that club rules and procedures are enforced by the Hike Leaders.
  5. The Hikemaster shall select an Assistant Hikemaster subject to the approval of the BOD.
- B. An **Assistant Hikemaster** shall assist the Hikemaster in all of his/her duties and shall perform all duties of the Hikemaster in his/her absence. The Assistant Hikemaster shall serve as a voting member of the BOD.
- C. **Hike Leaders** shall have full authority to modify or abort any hike they may be leading as required to ensure safety or the enjoyment of the hikes. They are authorized to enforce club rules and regulations.
- D. The following services may be met by Board Directors, other than the officers, or a club member in good standing. But no more than two (2) non-elected persons providing any of these services shall be voting members of the BOD.

1. **Awards:** The member in charge of awards shall maintain a stock of awards and arrange for their distribution when earned.
  2. **Social Activities:** The member shall be responsible for all pot-luck suppers and any other social activities of the club including arranging an annual leader recognition event and arranging for refreshments at member meetings.
  3. **Orientation:** The member in charge of orientation shall chair a committee which is responsible for instructing new candidates for club membership with basic information of club rules, procedures, equipment and preparation required for participation on club hikes.
  4. **Membership:** The member in charge of membership shall be responsible for notification and collection of dues. In concert with the Computer Committee, he/she shall maintain a current list of hikers whose dues are paid and shall identify hikers whose dues are delinquent.
  5. **Volunteer Services:** The member in charge of volunteer services shall record and facilitate the volunteer activities of the membership. He/she also shall coordinate the trail maintenance and cleanup activities.
- E. The President with the consent of the Board shall appoint persons to the following positions, each of whom shall report at least annually to the Board. These persons shall not serve as voting members of the BOD.
1. A **Computer Committee Chair** shall coordinate all of the computer-related activities of the club including lists of hiker names, GVR numbers, and hikes taken by each hiker. He/she also shall prepare lists of awards to be granted and prepare the list of eligible voters for the Annual Meeting
  2. A **Trail Tales Editor** shall coordinate the activities of a committee to prepare and distribute the official club newsletter. The committee shall also be responsible for providing articles for inclusion in local media as appropriate.
  3. A **Directory Editor** shall maintain the directory of all club members as well as membership files.
  4. A **Web Master** shall maintain and update as needed the official club web sites.
  5. A **Librarian** shall maintain the Hiking Club Library, which serves as a repository for the club's topographical maps as well as other hike information, and provide materials to the Hike Leaders on request. Materials shall be converted to electronic format for incorporation into the club web site if appropriate.
  6. A **Club Historian** shall maintain and store all appropriate historical materials of the club.

## ARTICLE VIII. OPERATING PROCEDURES

BOD and membership meetings shall be conducted according to Roberts Rules of Order.

## ARTICLE IX. BYLAWS

- A. Copies of bylaws shall be available at all membership meetings for reference and given to each director. Copies are to be provided to any club member upon request
- B. Amendments to these Bylaws must be approved by a two-thirds (2/3) vote of members in attendance at an Annual or Special Meeting, and shall be submitted within thirty (30) days to GVR for ratification prior to being implemented.
- C. The club may be dissolved by a two-thirds (2/3) affirmative vote of the members present at an Annual or Special meeting called for that purpose. Upon dissolution all assets of the club shall be turned over to GVR, its successor or assignee.

As amended March 11, 2008

Previous amendment March 17, 2004