

BYLAWS OF THE TACONIC HIKING CLUB

As amended in 1981, 1985, 2001, 2004, 2011, 2015, 2018, 2020

ARTICLE I NAME

The name of this organization shall be THE TACONIC HIKING CLUB.

ARTICLE II PURPOSE

The purpose of the Club shall be to bring together people who care about and enjoy the forests, rivers, streams, and mountains of the Cross-Taconics region. This is accomplished by establishing and maintaining hiking trails with special emphasis on the Taconic Crest Trail and organizing a regular series of outings for members and guests

ARTICLE III MEMBERSHIP

Section 1. - Members Any person eighteen years or older who is in agreement with the purpose of this Club is eligible for active membership in the Club.

Section 2. - Honorary Members Any person eighteen years or older who is in agreement with the purpose of the Club, may be elected to honorary membership in recognition of some outstanding accomplishment or contribution toward the furtherance of the aims of this organization.

Five active members may elect any eligible person to honorary membership upon recommendation in writing, approval by the Board of Governors, and an affirmative vote of the members present at the Annual Meeting. Honorary members are not entitled to vote in any meeting of the Club.

Section 3. - Charter Members All persons qualified for membership who attended the meeting of this organization at which the Constitution was first submitted shall be known as Charter Members.

Section 4. - Junior Members Any person 10 to 18 years old is eligible for junior membership. Junior members may wear the club patch and participate in Club outings when accompanied by a responsible active member.

Section 5. - Life Members Any charter member of this Club, or any member of this Club for a period of 35 years, or any other member otherwise decided by the Board of Governors to be deserving may be voted by them to be a Life Member. Life Members shall be allowed to vote in

any meeting of the Club. Life Members pay no dues. The Membership Chairperson shall send official notice of the Life Member status to the membership.

ARTICLE IV OFFICERS

Section 1. - Election The officers of the Club shall be a President, a Vice-President, a Recording Secretary, and a Treasurer.

These officers shall be elected at the Annual Meeting in November or late October and assume office at the close of the meeting for a term of two years. Nomination of candidates for each office shall be made by the Nominating Committee in accordance with Article VI. Members may also make nominations from the floor at the Annual Meeting. If the annual meeting is not held in November or late October officers may be elected by electronic vote of the membership with the option of including write in candidates. Such electronic vote shall take place in November and the officers will assume office for a term of two years after the votes are tallied.

If a vacancy occurs in the office of the President, the Vice-President shall assume the duties of the President for the remainder of the term. If a vacancy occurs in any office other than that of the President, the Board of Governors shall designate a successor to complete the unexpired term.

All officers may serve consecutive terms, if re-elected.

Section 2. - Duties

The President shall be the presiding officer at meetings of the Club and shall chair meetings of the Board of Governors. The President shall be, ex-officio, a member of all committees, excepting the Nominating Committee.

The Vice-President shall serve as chair of the Membership Committee and shall assume the duties of the President in the absence of the President.

The Recording Secretary shall take records of all meetings of the Club and of the Board of Governors and other events, as necessary. The Recording Secretary will coordinate the archival of Club records.

The Treasurer shall have charge of all finances of the Club and shall deposit funds of the Club in banks designated by the Board of Governors. At each meeting of the Board of Governors, the Treasurer shall make a statement of the financial condition of the Club.

The Treasurer shall, with the aid of the Membership Committee, identify all members who are delinquent in the payment of dues for removal from the active member roster.

ARTICLE V BOARD OF GOVERNORS

Section 1. - The Board of Governors shall consist of the elected officers and the chairperson of each standing committee.

Section 2. - The Board of Governors shall be responsible for the general conduct of the business of the Club. It shall convene four times a year. Special meetings may be called as needed. Such meetings may be held in person or electronically.

In addition to its general duties, the Board of Governors shall approve major bills and expenditures of the Club and shall act upon cases of delinquent members upon recommendation from the Treasurer.

Section 3. - A quorum of the Board of Governors shall consist of a majority of its members. Matters shall be decided by a majority vote of those present.

Section 4. - The Board of Governors may also act on urgent matters, which in the judgment of the President should be acted on before the next meeting, by a vote conducted by e-mail or other such electronic means. The President shall initiate such a vote by sending to all members of the Board of Governors an e-mail or other such electronic message which contains the proposed resolution. The resolution will be deemed approved if a majority of all the members of the Board of Governors respond affirmatively. The results of the vote shall be set forth in the minutes of the next meeting.

ARTICLE VI COMMITTEES

Section 1. - Standing Committees The standing committees of the Club shall be an Outings Committee, a Publicity Committee, a Social Committee, a Trails Committee and a Membership Committee.

Ad Hoc Committees The Ad Hoc Committees include the Auditing Committee and Nominating Committee.

Section 2. - Auditing Committee An Auditing Committee of at least 3 members shall be appointed by the President prior to the end of the fiscal year in order to audit the Club's financial records after the end of the fiscal year and report at the next meeting of the membership. At the time of the audit the Chair of the Auditing Committee shall meet with the outgoing and incoming Treasurer.

Section 3. - Outings Committee The Outings Committee shall arrange a program of outings, distribute the outings schedules and maintain a record of participants (copy of Hold Harmless forms) for each outing. The Outings Committee shall give the names of prospective members to the Membership Committee and distribute membership application forms to eligible persons when the Club has a table at an event.

Section 4. - Publicity Committee The Publicity Committee shall publicize, through print and electronic media, Club interests and activities so as to increase participation and membership in the Club. The committee shall also obtain and create content for Club publications and electronic media.

Section 5. - Social Committee The Social Committee shall be in charge of arrangements for major meetings of the Club (Annual Picnic and Fall Banquet) and other events as necessary.

Section 6. - Trails Committee The Trails Committee shall be responsible for the maintenance and extension of the Taconic Crest Trail system and any other trails which the Club may wish to develop or oversee.

Section 7. - Membership Committee The Membership Committee shall be responsible for contacting prospective Club members and maintaining the membership database, including term of payment information.

Section 8. - Nominating Committee The Nominating Committee shall be responsible for submitting a slate of officers prior to the election. No elected officer may be a member of the Nominating Committee.

ARTICLE VII MEETINGS

Section 1. - Regular Meetings There shall be at least two regular meetings each year: one in the fall and the other at the discretion of the Board of Governors. The fall meeting shall be the Annual Meeting.

Section 2. - Special Meetings Special meetings of the Club shall be called by the President as the occasion requires and must be called by the President on the demand of any three members of the Board of Governors, or on the demand of any ten active members of the Club by signed petition, giving the reason for the meeting, and fixing the time and place thereof.

Section 3. - Quorum 15 of the members in good standing, as defined in Article III, shall constitute a quorum for the transaction of any business at a meeting of the Club. All matters shall be decided by a majority vote of those present.

Section 4. - Voting Only active members in good standing may vote. To be in good standing a member must have paid dues for the current year.

Section 5. - Notices Notices of all meetings of the Club shall be sent to all members by first-class mail, e-mail, or other electronic means.

ARTICLE VIII DUES AND FEES

Section 1. - Dues Each prospective active or junior member must submit a properly completed application for membership and one year's dues. Each new member will receive a Club emblem.

Dues of active members shall be ten dollars per year. Dues for junior members shall be five dollars per year.

Section 2. - Credit for Dues The annual dues are payable in November. Persons received into membership after October 1 will be considered paid-in-full members through the subsequent year.

Section 3. - Honorary Member and Life Members Honorary Members and Life Members shall be exempt from the payment of dues.

Section 4. - Non-Payment of Dues Non-payment of dues shall be sufficient cause for removal of a member's name from the rolls under conditions which follow:

Any member whose dues are not paid as stated in Article VII shall receive one notice of nonpayment. If the member does not pay the delinquent dues by June 1, the Membership Chair shall remove them from the roll of active membership. A member may be reinstated by payment of dues.

ARTICLE IX AMENDMENTS

These Bylaws may be amended at any Club meeting where a quorum is present or by electronic vote, provided that the proposed amendment has been presented no less than 10 days before the vote.

Approved October 2020

