

Constitution & By-laws

Constitution and By-laws current as of October 22, 2014

Constitution

ARTICLE I - NAME

This nonprofit organization, organized on April 21, 1990 by Stephanie M. Williams and Allen B. Beverstock, will be known as The Northern Virginia Hiking Club and will hereafter be referred to as the Club.

ARTICLE II - PURPOSE

The purpose of the Club is to promote the enjoyment of hiking and other recreational activities and to join together people who are interested in such activities.

ARTICLE III - MEMBERSHIP

Section 1. Any person interested in group hiking or other Club activities and who is willing to adhere to Club regulations may apply for membership and, upon compliance with the membership requirements prescribed by the Executive Committee or in the By- Laws, will be deemed a member.

Section 2. A member may be suspended or expelled for just cause only after a majority vote by the Executive Committee. Dues paid by any expelled or suspended member may be refunded on a prorated basis.

ARTICLE IV - OFFICERS

Section 1. The Club officers will be as follows: President, Vice President, Executive Secretary, Treasurer, Director of Trails, Director of

Entertainment, and Director of Public Relations. Any two positions may be combined for the benefit of the Club.

Section 2. These officers will make up the Executive Committee, which will act as the governing body for the Club in all matters not requiring a vote of the Club's members. Any meeting of the Executive Committee will require a quorum made up of a majority of its members. Decisions made by the Executive Committee will be binding on all Club members. Past Presidents may attend Executive Committee meetings on a non-voting basis.

Section 3. In the event of the resignation of the President, he or she will be succeeded by the Vice President for the unexpired term of the President. Upon the resignation of any other officer, the President may appoint an acting successor who will serve until the next general election.

Section 4. Election of all officers will be by majority vote of the membership annually. Officers will hold office until their successors are elected and qualified.

Section 5. No person will be deemed qualified for elective post in the Club unless membership is current.

Section 6. The Club's founders, Stephanie M. Williams and Allen B. Beverstock, are honorary members of the Executive Committee, and will serve on the Committee but have no vote, (unless one or both are serving as officers.)

ARTICLE V - ELECTIONS

Officers will be elected for a term of one year. They will be elected from among the Club's membership by a majority of the members participating in the election. Voting may take place using electronic means prior to the annual meeting. Candidates will be proposed by the Nominating Committee as well as the general membership, in

accordance with Robert's Rules of Order. They will assume office on the date of their election and will serve until succeeded.

ARTICLE VI - MEETINGS

Section 1. The Club will hold an annual meeting in April. Special meetings may be called by the President or a majority of the Executive Committee. The President will call a special meeting upon receipt of a petition for a meeting signed by ten members, or twenty percent of the Club total membership, whichever is lower. A notice of the time and place of such meetings will be communicated to each member.

Section 2. At all Club membership meetings, ten members, or twenty percent of total membership, whichever is lower, shall constitute a quorum.

Section 3. Meetings of the Executive Committee will be scheduled by the Committee itself or by the President.

ARTICLE VII - FINANCES

Section 1. The Club Treasurer will be responsible for the preparation of a simple statement of the Club's financial condition to be presented to the Executive Committee upon request and to the membership at large at the time of the annual meeting.

Section 2. Authorization by a majority of the Executive Committee will be required for all out of the ordinary expenditures.

Section 3. The President or his/her designee will appoint a committee of not less than two members of the Club to conduct an audit from time to time of the Club's accounts, or, by a majority vote of the Executive Committee, the Executive Committee will arrange for an audit of the books and accounts of the Club. The reports of all audits will be presented to the membership at the annual meeting.

ARTICLE VIII - AMENDMENTS

Section 1. Amendments to this Constitution or its By-Laws may be proposed by the Executive Committee or by a petition signed by twenty members of the Club. Such proposed amendments will be communicated to all Club members at least two weeks prior to the time at which such amendment will be put to a vote.

Section 2. Of the members voting, two-thirds of the votes will be necessary to amend the Constitution, but only a simple majority of votes will be necessary to change the By-Laws. An amendment once rejected may not be put to vote again for a period of six months. Voting may take place using electronic means.

B Y - L A W S

ARTICLE I - DUES

Section 1. Annual membership dues are \$5 per person. The funds collected from dues will be deposited in the Club treasury and will be withdrawn only for such expenses authorized by the Executive Committee. The Executive Committee will prescribe the amounts and the manner in which all dues, contributions, or assessments shall be levied and collected.

Section 2. No person will be considered to be a member until he or she has paid the annual dues, except that the Executive Committee may excuse certain members from the requirement to pay dues, such as active hike leaders. Members are entitled to vote in annual and other elections, as well as attend special functions reserved for members only.

Section 3. Membership expires one year from the date dues are paid.

ARTICLE II - NON-MEMBER PARTICIPATION

Non-members (or guests) are permitted to attend Club events not marked "for members only." Non-members participating in a Club event will be encouraged to join the Club. The Executive Committee may establish a guest fee.

ARTICLE III - LIABILITY DISCLAIMER

Any person participating in any Club activity, whether a member or non-member of the Club, is responsible for his or her own safety, health and welfare, and must assume, and agrees to assume all risks and liabilities related to, or resulting from, any and all Club activities. The Club, its leaders, officers and representatives are not liable for any injuries, losses, or damage to persons, children, pets, and/or other

property, arising directly or consequentially out of any trips and/or activities of the Club.

ARTICLE IV - DUTIES OF OFFICERS

Section 1. The duties of President, Vice President, Executive Secretary, and Treasurer will be the duties usually prescribed for such officers in Robert's Rules of Order, together with such other duties as may be prescribed by the Executive Committee.

Section 2. The duties of the Director of Trails, Director of Entertainment, and Director of Public Relations will be prescribed by the Executive Committee.

ARTICLE V - COMMITTEES

Section 1. The President or Temporary Presiding Officer will appoint a Nominating Committee of at least two members with the advice and consent of the Executive Committee. The Nominating Committee will prepare a slate of officer candidates including at least one candidate for each office. The Nominating Committee will not nominate any of its own members. No member of the Executive Committee will be a member of the Nominating Committee.

Section 2. The President may appoint such volunteers or committees as may be found advisable to aid in the conduct of the affairs of the Club, but no such volunteer or committee may authorize the expenditures of Club funds except upon express authorization of the Executive Committee.

ARTICLE VI - ANNUAL MEETING

The annual meeting of the Club membership will take place after due notification of all Club members. The annual meeting may take place using electronic means.

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