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**BY-LAWS
APPALACHIAN MOUNTAIN CLUB
SOUTHEASTERN MASSACHUSETTS CHAPTER**

First writing 18 March 1976, Revision 19 January 1978, Revision November 1986, Revision November 1988, Revision November 1994, Revision November 1998 (Proposed revision December 2000)

Article One. This organization shall be called the Southeastern Massachusetts Chapter of the Appalachian Mountain Club. The term Club used herein is to be construed to mean the Corporation, the Appalachian Mountain Club.

Article Two. The purposes of the Chapter are to cooperate with and to further the objectives of the Appalachian Mountain Club in general, and in particular, as they encompass Southeastern Massachusetts and adjacent regions.

Article Three. Any member of the Appalachian Mountain Club residing in the following counties: Bristol, Dukes, Nantucket, Barnstable and Plymouth shall be a member of the Chapter unless that person notifies the Recording Secretary of the Club in writing to the contrary. Club members residing elsewhere shall be enrolled as members of this Chapter upon receipt by the Recording Secretary of the Club of written request to that effect by such a member.

Article Four

1. The following officers and Standing Committee Chairpersons constitute the voting members of the Chapter Executive Board. They shall be elected at each Annual Meeting and shall hold office until the next Annual Meeting:

Chairperson
Vice-Chairperson
Secretary
Treasurer
Bicycle Committee Chairperson
Canoe/Kayak Committee Chairperson
Conservation Committee Chairperson
Hiking Committee Chairperson
Cape Hiking Committee Chairperson
Ski Committee Chairperson
Trails Committee Chairperson
Communication Committee Chairperson
Education Committee Chairperson
Membership Committee Chairperson

2. The duties of the officers are generally described as follows:

A. Chairperson - The Chapter Chairperson shall be the executive and administrative officer of the Chapter and of the Executive Board, and shall be the representative of the Chapter to the Appalachian Mountain Club. The Chapter Chairperson conducts all Executive Board meetings but may ONLY vote when necessary to break a tie vote among the voting Board members. The Chapter Chairperson shall serve no more than two full consecutive terms. Four months before the Annual Meeting, the Chapter

Chairperson shall appoint a Nominating Committee of five (5) members. Two months before the Annual Meeting, the Chapter Chairperson shall appoint two auditors to audit the Chapter books and the Committee books.

B. Vice-Chairperson - The Vice-Chairperson shall serve as the Chairperson in the absence or disability of the Chapter Chairperson, and shall assume other responsibilities as may be delegated to the Vice-Chairperson by the Chapter Chairperson and/or Executive Board.

C. Secretary - The Secretary shall give notice of all Executive Board and Chapter meetings, shall keep the minutes of all the meetings and the records of the Chapter, and shall conduct all correspondence of the Chapter. The Secretary shall file with Club headquarters, copies of all Chapter Publications.

D. Treasurer - The Treasurer shall receive all funds paid to or belonging to the Chapter, and shall disburse the same under the direction of the Executive Board. The Treasurer shall keep proper accounts and make a report of receipts and disbursements at each meeting of the Executive Board, and submit a final audited report, as of the preceding June 30th at the Annual Meeting. In addition, the Treasurer shall review all Committee budgets and all Committee funds. No expenditures shall be made and no financial obligation shall be incurred, for which the Club may be responsible, by any officer or Committee of the Chapter without previous authorization by the Board of Directors of the Club.

3. Standing Committees - with the exception of the Executive Board, the Chairperson of each Standing Committee with the approval of the Executive Board will appoint the members of the Standing Committee with DUE REGARD TO GEOGRAPHIC DISTRIBUTION. Each Committee shall be responsible for sending trip notices to the designated member of the Communication Committee in time to appear in advance of the date set. The Chairperson of each Standing Committee shall serve no more than three (3) consecutive terms. Each Standing Committee is responsible to the Executive Board.

A. Executive Board - the Executive Board is the governing body of this Chapter and is composed of the Officers and Standing Committee Chairpersons. The Executive Board shall meet at least quarterly or at the call of the Chairperson or five (5) members of the Executive Board. The Executive Board may fill any vacancy that occurs in this Committee by a majority vote, a quorum being present. Such appointment shall terminate at the date of the next Annual Meeting. The Regional Director is an ex-officio member of the Board. The Executive Board is responsible to, and reports to the general membership of the Chapter, and to the Club.

B. Bicycle Committee - The Bicycle Committee shall provide a schedule of bicycle trips and educational events. It shall also promote safe cycling practices and represent the Chapter to other organizations, the State, cities or towns with respect to the development of new bicycle paths and facilities in the Southeastern Massachusetts area.

C. Canoe/Kayak Committee - The Canoe/Kayak Committee shall promote canoeing, kayaking and related activities in our area's water bodies, shall arrange canoe trips and other water sports to be sponsored by the Chapter, shall have charge of the Chapter's boats (if any) and shall offer instruction in the art of canoeing and kayaking. The Chairperson will represent the Chapter to the Club Inter-Chapter Canoe Paddlers Committee.

D. Conservation Committee - The Conservation Committee shall plan and carry out a program of information and education on timely matters in the field of Conservation and may work with other organizations with similar conservation objectives. It shall make position statements to the Executive Board, and when authorized to do so by the Executive Board, may publicize the position of the Chapter. No statements will be made in the name of the Appalachian Mountain Club, without the

approval of the Board of Directors or Programs Committee of the Club. The Chairperson will represent the Chapter to the Club Programs Committee.

E. Hiking Committee - The Hiking Committee shall provide a program of day and weekend hikes, backpacking trips, local walks and other on-foot activities, including winter activities such as snowshoeing. The Committee shall offer instruction where appropriate and provide educational programs promoting the safe and responsible use of the outdoors in regards to its activities.

F. Cape Hiking Committee - The Cape Hiking Committee shall provide a program of day hikes and local walks on Cape Cod. The Committee shall offer instruction where appropriate for its leaders and provide educational programs promoting the safe and responsible use of the outdoors as related to its activities.

G. Ski Committee - The Ski Committee shall provide a program of day and weekend ski trips and offer instruction where appropriate. It shall also promote safe skiing practices and represent the Chapter to the Club and other organizations, the State, and cities and towns regarding, but not limited to development of new ski trails and facilities in Southeastern Massachusetts.

H. Trails Committee - The Trails Committee shall participate in the research, development and maintenance of trails in the Southeastern Massachusetts area, and serve as liaison to local, state, regional and other trails organizations. The Committee shall organize and promote Chapter participation in Club programs for trail maintenance. The Chairperson will represent the Chapter to the Club Trails Committee.

I. Communications Committee - The Communications Committee will manage the publication and distribution of the Chapter newsletter, and coordinate the submission of notices to the Chapter's section of the Club publications. The Chairperson will enlist the aid of other Committee members and assistants as necessary to ensure the timely receipt of the Newsletter by Chapter members. In addition, the Chairperson is empowered, in consultation with the Chapter Chairperson, to contract for printing, mailing and other services as needed and funded. The Committee shall also assist in making available to the media, information about the Chapter in general and such activities as the Committee wish to publicize.

J. Education Committee - The Educational Committee will organize educational workshops for the Chapter membership and the general public in conjunction with the other Standing Committees. The Committee will maintain contact with the AMC Board of Education and make known to the members educational programs of interest. The Chairperson will enlist the aid of other Education Committees members, as well as individuals from the other Committees for assistance on specific projects.

K. Membership Committee - The Membership Committee shall develop programs to recruit new members and encourage participation in Chapter activities by all members. Particular emphasis will be placed on welcoming and retaining new members. The Committee will maintain records of all paid members of the Southeastern Mass. Chapter, and make an annual report to the Executive Board on the status and growth of the membership. It will furnish membership roster information to other Chapter Committees. The Chairperson will represent the Chapter to the Club Board of Membership and coordinate membership services with the Headquarters Operating personnel.

4. Ad-Hoc Committees - The Chapter Chairperson may appoint such other Committees, and their Chairperson, as may be necessary and proper for the working activities of the Chapter. All such Committees shall have such powers and duties as may be assigned to them by the Executive Board. The Chapter

Chairperson shall have the prerogative to terminate such Committees. Any such Committees shall not be considered Standing Committees.

5. Nominating Committee - A Nominating Committee of five (5) members of the Chapter shall be appointed annually by the Chapter Chairperson with the advice and consent of the Executive Board not later than May 1st. No member of the Executive board may serve on this Committee. The names of the Nominating Committee, so appointed, together with a list of nominees for the offices to be filled shall be made know to all members of the Chapter not later than 45 days prior to the date of the Annual Meeting. Additional nominations may be then made in writing by any ten members, who shall specify their candidate and the office for which they nominate. Such nomination shall be placed in the hands of the Nominating Committee or the Chapter Secretary or be addressed to either bearing a postmark not later than 21 days prior to the date of the Annual Meeting. No person shall be eligible for office unless nominated in accordance with one of the foregoing provisions, except that in the case of death, incapacity or withdrawal of the nominee, nomination may be made from the floor. The notice of the Annual Meeting shall contain a complete list of elective offices and the names of all candidates for each office.

Article Five. Meetings

1. The *Annual Meeting* of the Chapter to conduct all necessary business and to elect officers shall be held on such evening during the months of October or November at such hour and place as shall be designated by the Executive Board. The Chapter Chairperson, Vice-Chairperson, Treasurer, Secretary, and Standing Committee Chairpersons, after nominations as per Article Four, Section 5, shall be chosen by ballot, provided however, that should there be but one nominee for an office, election may be voice vote.

2. *Special meetings* may be called by the Chapter Chairperson or the Executive Board on 21 days written notice to the members stating the purpose of the call, and shall be called whenever 25 members in writing, stating the purpose, shall request the Executive Board to call a special meeting.

3. Twenty-five members shall constitute *a quorum* for a transaction of business any at Chapter meeting. Fifty-one percent of the Executive Board or any other committee shall constitute a quorum. Meetings shall be conducted according to Robert's Rules of Order.

Article Six. By-Laws Amendments

These by-laws may be amended by the Chapter members at the Annual Meeting or at a special meeting called for that purpose, by a two-thirds vote, a quorum being present; provided that notice of the proposed amendment shall have been sent to all members of the Chapter at least 21 days prior to the meeting.

Article Seven. Standing Rules

Standing Rules may be made and amended by the Executive Board with a majority vote, a quorum being present. They become effective when posted in a pertinent location or distributed to the membership.

Article Eight. Adoption

These By-Laws shall replace any previous By-Laws and may be adopted at an Annual Meeting of the Chapter or at a special meeting called for the purpose. They shall become effective when approved by the Board of Directors of the Club. They shall, when adopted and approved, be equally binding on the Chapter and the Club.