

**CONSTITUTION AND BYLAWS
OF THE FORT COLLINS GROUP
OF THE COLORADO MOUNTAIN CLUB**

(Adopted by the Fort Collins Group, 11/ 11/1995,

Further amended 11/ 16/1996, 11/14/1998, 11/4/2000, 2/16/2005, 11/13/2010

ARTICLE I. NAME AND PURPOSE

SECTION 1. The name of this organization shall be “The Fort Collins Group” of “The Colorado Mountain Club” and as such has been organized as a subdivision of The Colorado Mountain Club and approved by the State Board of Directors in accordance with the provisions of Article III, Section 1 of the Constitution of The Colorado Mountain Club.

SECTION 2. The purpose of the organization shall be to unite the energy, interest, and knowledge of the students and lovers of the mountains of Colorado; to collect and disseminate information regarding the Rocky Mountains in behalf of science, literature, art, and recreation; to stimulate public interest in our mountain area; to encourage the preservation of forests, flowers, fauna, and natural scenery; and to render readily accessible the alpine attractions of the region.

SECTION 3. The terms “Group” and “Group Council” herein shall refer to The Fort Collins Group of The Colorado Mountain Club. The terms “State,” “Club,” “State Council” and “Board” herein shall refer to the state organization of The Colorado Mountain Club.

SECTION 4. This organization may be dissolved by the Group in accordance with the procedure for dissolution of an unincorporated society as covered in the current edition of *Robert’s Rules of Order Newly Revised* or by the State Board as provided in Article III, Section 4 of the Constitution of The Colorado Mountain Club.

ARTICLE II. MEMBERSHIP

SECTION 1. Membership shall be open to any reputable person interested in the objects of the Group and desirous of taking part in, or assisting in, its work.

SECTION 2. Each membership application must be on a signed application form as may be authorized from time to time by the State Board of Directors. As a condition of membership, each member must sign a release of liability upon application and thereafter as required by the CMC. Neither the Group nor the Club discriminates in accepting individuals or families for membership based upon sex, race, religion, age, creed, sexual orientation, or national origin.

SECTION 3. The classification of memberships shall be as follows:

- (a) Regular Members or Young Adult. Individuals not included in the classifications listed below. Voting privileges are included.
- (b) Family Memberships. Persons residing at the same address and receiving only a single mailing of the Group newsletter. Individual voting privileges are included for those persons of age 18 or older.
- (c) Forty-year Members. Any member who has paid dues for a total of forty (40) years, whether consecutive or not, whether to only one Group or more, shall automatically be relieved of the obligation of paying further dues. Voting privileges are included.
- (d) Life Members. Any member of the Group, having received the unanimous approval of the Group Council, will be recommended for life membership in the Club, subject to the approval of the State Board of Directors and the payment of the prescribed fees. Voting privileges are included.
- (e) Honorary Members. Individuals, upon the unanimous approval of the Group Council, may be considered for honorary membership in accordance with the provisions of Article II, Section 3 of the Constitution of The Colorado Mountain Club. Voting privileges are not included.
- (f) Courtesy Members. Individuals, upon the unanimous approval of the Group Council, may be considered for courtesy membership in accordance with the provisions of Article II, Section 4 of the

Constitution of The Colorado Mountain Club. Voting privileges are not included.

SECTION 4. All members shall have the right to vote on Group matters as specified under Section 3 of this Article; shall be eligible to serve as directors, officers and committee members; and shall be entitled to enjoy the privileges of any Group, subject to any safety classification provided.

SECTION 5. The Group Council reserves the right to refer to the State Board any Group member for expulsion for such causes as the Group Council may deem sufficient.

ARTICLE III. DUES AND FEES

SECTION 1. Annual dues are assessed on the anniversary of each member's admission to the Group. In addition to such dues and fees as may be provided for by action of the State, the Group dues and fees shall be as follows:

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| (a) | Admission Fee | \$0.00 |
| (b) | Regular or Young Adult Member - Annual Dues | zero for the first year and \$8 for each subsequent year. The first year reduction will only apply to someone who has to pay the CMC State Admission fee. |
| (c) | Family Membership - Annual Dues | zero for the first year and \$12 for each subsequent year. The first year reduction will only apply to someone who has to pay the CMC State Admission fee. |
| (d) | Life Membership | As provided by the State |
| (e) | Honorary Member - Dues | None |
| (f) | Courtesy Member - Dues | None |

SECTION 2. All dues and fees shall be payable in advance. Reinstatement of any member dropped for nonpayment shall be by such action as provided by the State.

ARTICLE IV. GROUP COUNCIL, OFFICERS AND COMMITTEES

SECTION 1. The governing board of the Fort Collins Group of The Colorado Mountain Club shall be known as the Group Council and shall consist of eight (8) elected officers and, when applicable, the immediate past Chair. The elected officers of the Group Council shall be: a Chair, a Program Director, a Secretary, a Treasurer, an Activities Director, a Communications Director, a Membership/Public Relations Director, and a Leadership/Safety Director. Each term, the Group Council shall select a Vice Chair from one of the officers of the Group Council other than the Chair. The role of Vice Chair will be in addition to the other duties of the officer selected.

SECTION 2. The officers of the Group Council shall be elected by and shall serve according to the following procedure:

- (a) Prior to sixty (60) days before the annual meeting the Chair shall appoint a nominating committee, subject to the approval of the Group Council, which shall canvass the Group membership for those members willing to accept a nomination at the annual meeting for specific officer positions.
- (b) At the annual meeting the chair of the nominating committee shall report the nominations for officers. Additional nominations may be made by any member, provided the nominee gives consent. All nominees must be Group members in good standing.
- (c) At this annual meeting the officers shall then be elected by a majority vote of the Group membership there present.
- (d) The term of each officer shall run from January 1 until December 31 of the year following the annual meeting or until a term ends and a successor is selected by other means as allowed in the bylaws.

- (e) Any elected officer is eligible for election to a specific office for a maximum of three consecutive terms. The immediate past Chair shall only serve for the term immediately following his or her term of office, and only if the immediate past Chair is not otherwise elected to a position on the Group Council.
- (f) Any officer may be removed by a two-thirds (2/3) vote of the Group Council.
- (g) At any time, in case of the lack of a nominee for any office or the inability of any officer of the Group Council to continue to serve, the Chair shall select a substitute, subject to the approval of the Group Council, who then shall serve until the next annual meeting.
- (h) Any officer may resign at any time. The resignation shall be effective immediately upon written notice to the Chair or Secretary unless said resignation provides for a later effective date. The Group Council may also accept a verbal resignation given to a member of the Group Council, or declare a position vacant by a two-thirds (2/3) vote.

SECTION 3. As soon as practicable following each annual meeting of the Group, the newly elected officers shall: 1) meet with the outgoing officers to receive any necessary materials and orientation to perform the duties of their offices, and 2) take action to elect—or set a timetable for electing—any representatives or committee members that the Fort Collins Group is entitled to send to the CMC State Council, CMC committees, or other CMC governing bodies.

SECTION 4. The duties of the officers shall be:

CHAIR:

- 1. Serve as chief executive officer of the Group.
- 2. Preside at annual and special meetings of the Group.
- 3. Preside at Group Council meetings.
- 4. Appoint a nominating committee, subject to the approval of the Group Council, as provided in Article 4, Section 2(a).
- 5. Appoint other committees, subject to the approval of the Group Council. The Chair shall be a member ex officio of all committees other than the nominating committee.
- 6. Call meetings as needed.
- 7. See that actions of the Group Council and the Group are implemented.

VICE CHAIR:

- 1. Assume the duties of the Chair in the event of the Chair's absence.

PROGRAM DIRECTOR:

- 1. Set up periodic educational programs, slide shows, the annual dinner, the annual picnic, etc.

SECRETARY:

- 1. Keep minutes of each meeting of the Group Council and the Group.
- 2. Be responsible for acting on all Group correspondence not normally accomplished by the other officers as a part of their duties.
- 3. Maintain Group Council and Group records; i.e., Constitution/Bylaws, minutes, etc.
- 4. Provide a copy of the Constitution/Bylaws, when revised, to the State for inclusion into the State archives.

TREASURER:

- 1. Receive and collect all fees, Group dues from the State, and other monies.
- 2. Pay all Group bills.
- 3. Keep a record of all receipts and disbursements.
- 4. Provide financial reports on an interim basis to the Group Council and for the fiscal year to the Group at the annual meeting.
- 5. Submit records to the Group Council for an annual audit.
- 6. Provide any financial reports or other records to the State, as requested.

ACTIVITIES DIRECTOR:

- 1. Provide leadership for the development of a schedule of activities.

2. Encourage qualified leaders to schedule activities.
3. Ensures activity reports are completed in a timely manner.

COMMUNICATIONS DIRECTOR:

1. Ensure effective communications within the Group.
2. Coordinate publishing of the Group newsletter.
3. Receive and publish advertising for the newsletter.
4. Coordinate publishing of the group web presence and electronic communications.

MEMBERSHIP/PUBLIC RELATIONS DIRECTOR:

1. Provide information to prospective members.
2. Provide information to the media.
3. Provide leadership and coordination for activities which promote the Club and its mission before the community.

SAFETY/LEADERSHIP DIRECTOR:

1. Set up leadership and first aid training for new and continuing outings leaders.
2. Provide recommendations to the Group Council to maintain adequate safety standards for the Group and its outings.
3. Ensure the Group is represented on the CMC Leadership and Safety Committee.

IMMEDIATE PAST CHAIR:

1. Serve as a resource to the Chair and the Group Council.

SECTION 5. Such committees and/or schools as deemed necessary to carry on the work of the Fort Collins Group shall be established by the action of the Group Council. The Group Council has the responsibility 1) to maintain liaison with any committees or schools set up by the Group Council, 2) to review at least annually each committee or school to see if changes are needed, and 3) to provide for the documentation of guidelines, authority, and mission for any such committees or schools. The committee chair or school director may be appointed by the Group Chair—subject to the approval of the Group Council—or by action of the Group Council. Members of committees or staffs of schools may be appointed by action of the Group Council; appointed by the Group Chair, subject to approval of the Group Council; or appointed by committee chairs or school directors if that responsibility has been approved by the Group Council. The Group Chair shall be ex officio a member of all committees and schools of the Fort Collins Group with the exception of the nominating committee.

ARTICLE V. MEETINGS

SECTION 1. The annual meeting of the Group shall be held in the fall of the year, prior to the Thanksgiving holiday if possible. Reports shall be given by the Treasurer, the Activities Director, the nominating committee, and other officers/committees as deemed appropriate by the Group Council. The officers of the Group Council shall be elected as set forth in Article IV, Section 2.

SECTION 2. Group Council meetings shall be held at least quarterly at a time set by the Group Council. A quorum shall consist of a majority of the officers, excluding vacancies, one of whom shall be either the Chair or the Vice Chair.

SECTION 3. Special general membership meetings shall be held at any time as directed by the Chair or as called by the Group Council. The purpose(s) of the special meeting shall be given in the notice.

SECTION 4. A minimum of 10 (ten) days advanced notice shall be given for the annual meeting and for any special meeting. Notice of meetings shall be posted on the Fort Collins Group Website and Emailed to each membership in the Fort Collins Group with the exception that each membership may waive electronic notice and choose an alternative form of notice such as written, phone, or other form as agreed to by the Fort Collins Group Council.

SECTION 5. Prior to conducting business of any meeting of the general membership a quorum shall be present which shall consist of 20 dues paying members when the total number of members is less than 500 and 5% of total members if the total number of members is 500 or greater. A dues paying member is over the age of 20 years old, lives in either Colorado or Wyoming, and is a member in good standing.

SECTION 6. All meetings shall be conducted according to the current edition of *Robert's Rules of Order Newly Revised*.

ARTICLE VI. FINANCES

SECTION 1. The fiscal year for the Group shall run for the same period as that for the State.

SECTION 2. Disbursement from the Group's checking account in the amount of \$250 or less can be made by a single signature check signed by either the Treasurer or the Chair. Checking account transactions greater than \$250 or savings account transactions or investment (i.e. Certificate of Deposit) transactions shall require signatures by two of the three officers authorized except for transfers into the checking account from any other account. The three officers authorized to sign shall be the Treasurer, the Chair, and a Council member selected by the Group Council.

SECTION 3. The Group Council shall have the authority to approve any normal operating expense. Any out-of-the-ordinary expenditures greater than \$500.00 requires the approval of the Group Council.

SECTION 4. The Group Council shall make provisions for an annual audit of the books and records by a committee appointed for that purpose if no audit by the State is conducted.

SECTION 5. No monies or property held under the control of the officers of the Group Council (whether arising from the payment of dues, from interest earned on cash accounts or from income of any other origin whatsoever) shall belong of right to any individual member of the Group.

SECTION 6. If dissolution of the Group shall occur, the Group Council in its resolution implementing such a step shall include a provision for the transfer of all of its residual assets to the State Board of Directors of The Colorado Mountain Club. In the event that this Board shall no longer exist at the time, there shall be substituted as transferee the name of a local organization recognized at the time by the Internal Revenue Service as a charitable organization.

ARTICLE VII. AMENDMENTS

SECTION 1. This Constitution and Bylaws may be amended at any regular or special meeting of the general membership provided notice of the substance of any proposed amendments has been given to the membership at least ten (10) days before the meeting in accordance with ARTICLE V, SECTION 4 of this Constitution and Bylaws. This Constitution and Bylaws may also be amended by mail by submission of a ballot with the proposed amendment or amendments directly to the membership. This ballot may be included in a Group newsletter or in a special mailing, and shall allow at least 10 days for the return of the ballot. Passage of an amendment requires an affirmative vote of two-thirds (2/3) of the votes cast, provided that the total number of ballots returned shall at least equal the number that would constitute a quorum at a regular meeting.