

BY-LAWS of JACKSONVILLE GEM AND MINERAL SOCIETY

Revised: October 2019

Article I. Membership

Section 1: Individual membership

An individual membership shall be any person at least 18 years of age, who is active in the Society and who is not delinquent in payment of dues.

Section 2A: Family membership

A family membership consists of 2 adults 18 years or older and any number of children 17 years and younger; and who are active in the Society and not delinquent in payment of dues living under one roof.

Section 2B: Relative membership

A relative membership can be up to 2 adults 18 years or older and any number of child relatives 17 years and younger; and who are active in the Society and not delinquent in payment of dues; child relatives do not have to live in the same house hold.

Section 3: Life Membership

Life membership may be granted to an active member in recognition of outstanding service to the organization by a two-thirds vote of the membership present. The benefits of "Life Membership" includes; no dues and full rights of active membership.

Section 4: Procedure for Admission of New Members.

- A. The applicant shall make application on forms provided by the Membership Committee to include membership application and JGMS Code of Ethics.
- B. The Membership Committee shall act upon all applications and shall communicate to each applicant the expected duties of members. If the applicant is unwilling to fulfill these responsibilities, the Committee shall deny membership for the applicant and shall return any fees that have been advanced. If the result of the Committee is favorable, the application form shall go to the Membership Chairman together with any fees or payments which have been advanced. Membership shall date from the date of the application.
- C. The Membership Chair shall notify all persons whose applications have been acted upon favorably and shall forward to the new member a JGMS Welcome Packet.

Article II. Dues and Fees

Section 1: Membership Payment

- A. Dues for active members shall be determined by the general membership. The guidelines for dues will be maintained in the SOP for Membership. The dues will be due and payable on the anniversary date of membership.
- B. Dues shall accompany all applications for new membership.
- C. Payment of dues shall entitle the member to receive any publications of the Corporation and to participate in any of the Corporation's activities.
- D. Notification of a proposed additional increase initiated by the Board of Directors will be communicated to the membership for vote at a general

membership meeting with justification for the increase.

Section 2: Consequences of Lapsed Membership

- A. Members shall be considered delinquent if dues are not paid within (1) one month after their anniversary date with the following consequences:
 - a. Membership, organization participation privileges and voting will be suspended.
 - b. All publications and online access shall be discontinued.
- B. Members who fail to pay their dues (2) two months after their anniversary date shall be dropped from membership in the Society. Deleted 30 days, etc. as this is repeated in Section 3 below.

Section 3: Membership Reinstatement Requirements

If, within the following (30) thirty days dues for past and current periods are paid, membership shall be reinstated.

Article III. Board of Directors

Section 1: Leadership Elections and Assumption of Duties

- A. The Board of Directors shall be elected in December.
- B. The Board of Directors shall take office and assume duties on January 1.

Section 2: Definition of the Board of Directors

- A. The Board of Directors voting members are defined as being comprised of:
 - a. One (1) President
 - b. One (1) President-Elect
 - c. One (1) Immediate-Past President
 - d. One (1) Vice President
 - e. One (1) Treasurer
 - f. One (1) Secretary
 - g. Three (3) Directors

Section 3: Office Terms

- A. Director position terms are for three years with one director elected each year.
- B. All other offices are for one year.
- C. No member may serve on the board for more than (7) seven consecutive years.

Article IV. Nomination Process

Section 1: Specific Duties for Nomination Process:

- A. The Board of Directors shall be nominated by a Nominating Committee.
- B. The President shall appoint the Nominating Committee Chair no later than the July general meeting and announce the appointment at the next general membership meeting.
- C. The Nominating Committee shall consist of a minimum of three (3) members which includes the Nominating Committee Chair. The Nominating Committee Chair will select the two members for announcement at the August general

membership meeting. Any additional members wishing to participate on the nominating committee may volunteer with a majority vote approval of members present.

- D. Any person seeking to hold a leadership position in the Corporation must be a member in good standing for at least one (1) year before seeking office. The member must submit their application to the Nominating Committee in writing at least thirty (30) days prior to the October general membership meeting to be considered.
- E. The nominating committee will present the report of recommended nominations for the slate and other approved candidates at the October general membership meeting.
- F. Nominations from the floor will only be accepted at the December general membership meeting prior to the vote for each office. The only exception is the office of President as the President-Elect has already been voted on and elected by the membership the previous year.
- G. Members are required to attend the meeting to vote on the nominated officers.
- H. No husband and wife nor two (2) or more members of one family living under one roof shall be elected or appointed to serve on the Executive Board of the Society at the same time.

Article V. Duties of the Officers

Section 1: Specific Duties for each Officer

- A. The President shall preside at all meetings of the Corporation, and shall perform such duties as usually pertain to that office. The President shall have the power to appoint all committee chairs (except the Ways and Means Chair), standing and temporary, and serve as an ex-officio member of all committees except the Nominating Committee.
- B. The President-Elect shall perform all duties of the President during his/her absence or disability and shall assist the President as the needs dictate. The President-Elect shall proceed (go forward without interruption) to the office of the President. The President-Elect shall work closely with the current President to learn the upcoming presidential responsibilities. The President-Elect shall chair the Ways and Means Committee and prepare a budget for the coming year. The proposed budget will be submitted to the membership for approval at the Annual Meeting. Upon the Presidents decrease or resignation, the President-Elect shall become President for the remainder of that year and the next year.
- C. The Vice President shall perform all the duties of the President-Elect during his/her absence or disability and shall assist the President-Elect and President as the needs dictate. The Vice President will be responsible for coordinating and reviewing all SOPs annually. Upon the decease or resignation of the President-Elect, the Vice President shall temporarily fill the position of President-Elect for two months. The Board of Directors will temporarily appoint a Vice President with no voting rights. On the third month elections will be held to fill the positions of President-Elect. Upon the decease or resignation of the President and President-Elect, the Vice President shall temporarily become President for two months. The Board of Directors shall temporary

appoint a President-Elect and Vice President for two months with no voting rights. On the third month elections will be held to fill the offices of President and President-Elect.

- D. The Treasurer is responsible for receiving, disbursing and accounting for all funds of the club. The Treasurer shall have oversight of all the Corporation's financial accounts. The Treasurer shall have a report at each club meeting to include the total all monies received and all expenditures. The Treasurer is expected to track the Corporation's budget and report of budget issues. The Treasurer shall prepare records for an annual review of the Corporation's finances. The Treasurer serves on the Ways & Means committee with the President-Elect. The Treasurer is responsible for providing the CPA with the records necessary to file Federal and State income tax reports if required.
- E. The Secretary is the record keeper and correspondent for the club. The Secretary keeps records of all board and regular meetings and sends copies to the President, all board members, the editor, and archivist if the Corporation has one.
- F. The Director's responsibility is to show support to the organization and to provide a voice representing the membership. The Director has oversight of one or more committees as assigned by the President. The Director will represent assigned committees during the board meeting.
- G. The Parliamentarian advises on parliamentary procedures using the most current version of Robert's Rules of Order and is appointed by the President as a non-voting member of the Board.
- H. If a vacancy occurs in the offices of Vice President, Secretary, Treasurer or Director during the term of office the membership will be notified of the vacancy at the next general meeting. Volunteers will be requested to be candidates to be voted on in a special election at the following general meeting. The board can appoint a member to fill the vacant position until the special election. The appointed member will execute the duties of the office, but not have voting rights for board decisions.

Section 2: Common Duties for all Officers

- A. All officers are required to sign the Corporation's Conflict of Interest Statement and the Code of Ethics Statement. Failure to sign and/or abide by the Code of Ethics Statement is grounds for removal from office.
- B. All officers, directors and committee chairs shall submit an Annual Progress Report a week prior to the November board meeting. The report will be both positive and constructive and in the best interest of the organization's mission. The compiled Progress Reports will be discussed at the November board meeting and will summarize:
 - a. Successes achieved
 - b. Projects still in process
 - c. Opportunities for improvement to be reviewed in the following year
- C. Officers, directors and committee chairs shall submit monthly status reports as requested by the President to record the operations of the Corporation.
- D. All officers shall follow all the most current guidelines of the Corporation's Standard Operating Procedure book.

Article VI Committees, Procedures, and Audits

Section 1: Standing Committees Chairs

- A. There shall be the following Standing Committees:
 - a. Membership
 - b. Ways and Means (President-Elect, Chair)
 - c. Programs
 - d. Education
 - e. Trade Show
 - f. Library
 - g. Publications/Newsletter
 - h. Displays/Exhibits/Fair
 - i. Field Trips
 - j. Historian/Archives
 - k. Workshop
 - l. Community Outreach Program (COPS)
 - m. Fund-Raising and Donations
 - n. Webmaster/Social Media
 - o. Refreshments
 - p. Social Concerns
 - q. Youth Program

Section 2: Standard Operating Procedures

- A. Standard Operating Procedures (SOPs) books shall be maintained for all officers and committee chairs. The SOPs will be reviewed annually.
- B. Outgoing board members and committee chairs shall transfer the SOP books to the incoming board members and chairs by or before the first membership meeting of the New Year.
- C. All SOP book changes must be approved by the board.

Section 3: Financial Review Committee

- A. An annual financial review committee shall be appointed by the President in January to review the books and make their report in the March meeting.
- B. Any discrepancy may be cause for a full audit by a qualified outside source.

Article VII Corporation Business Operations

Section 1: Regular and Annual Business Meetings

- A. The regular business meeting shall be held once each month on the first Thursday of the month.
- B. The Annual Business Meeting shall be held on the 1st Thursday in December and will include the election of Officers and members of the Executive Board, budget approval and other matters of the Society.
- C. Board meetings will be held to conduct the business of the corporation. Meetings are scheduled at the discretion of the board.

Section 2: Quorum

- A. A quorum for conducting business at any regular meeting shall be the active members present.
- B. A quorum for conducting business at the board meeting shall be a majority of the voting members of the Board of Directors.

Section 3: Special Meetings

Special board meetings may only be called by the President. Appropriate notice shall be given by the President to the board, and/or membership. No other board member can call for regular board meeting or a special meeting unless and only if it is because the President cannot perform his/her duties because of illness or emergency.

Section 4: Order of Business at Meetings

The order of business at regular, board and special meetings, when so desired by the President, shall be:

Call to order, pledge of allegiance, and approval of the minutes, Treasurer's report, and committee reports as needed, old business, new business, Show and Tell, program, adjournment followed by social time with refreshments.

Section 5: Commerce during Meetings

There shall be no buying, selling, promoting or trading during the time of the meeting unless this is a part of the program for the meeting such as a Corporation-sponsored auction.

Article VIII. Governance

- A. This Corporation shall be governed by the JGMS Articles of Incorporation; the By-Laws, and Florida State Law Statutes regarding Corporations and non-profits.
- B. Should any point not be covered by the Corporation's Articles and By-Laws, then the most current version of Robert's Rules of Order, Revised, shall prevail.

Article IX. Conduct and Standards of Behavior

Section 1: Appropriate Conduct and Behavior

- A. Members represent the Corporation in public settings. Appropriate, adult behavior is expected at all board meetings, general membership meetings, and community events or outings.
- B. All members are expected to follow all the most current guidelines of the Corporation's:
 - a. Articles of Incorporation
 - b. Standard Operating Procedure books
 - c. Code of Ethics
 - d. Robert's Rules of Order, Revised
 - e. Standards of Behavior
 - f. State of Florida Statutes for non-profits

Article X. Communications

Section 1: Correspondences and Communication

- A. All communications received on behalf of the Corporation shall have a

legible signature and a date in order to be considered by the board.

- B. The President will be made aware of and copied to all correspondence directed to the board. Any correspondence directed to the board will be sent to the President prior to the next board meeting and put the agenda.

Section 2: Board Response to Communication and Correspondence

- A. The President shall consult with the Executive Officers and/or the board to determine an appropriate response.
- B. The Secretary shall then respond as directed.

Article XI. Disciplinary Process

Section 1: Removal from Office/Membership

- A. An officer, director or member may be removed from membership or office "with cause".
 - a. "With cause" could be, but is not limited to, conduct that reflects negatively on the Corporation, dereliction of duty, or actions that could endanger the well-being and/or property of members.
- B. The person or person(s) bringing removal actions will notify, in writing, the President and/or President-Elect.
- C. The President or President-Elect will act immediately to review the concern under the guidelines for removal as specified by the By-Laws and Florida Statutes.
- D. The Corporation shall follow both the rules contained in the By- Laws, any laws that pertain to non-profits, and the guidelines for the State of Florida Statutes regarding due process.
- E. The officer or member under consideration for removal will be notified of the reason for the contemplated removal in advance of the vote by either the President or President-Elect of the Corporation.
- F. The person considered for removal shall be able to request a board hearing so every effort can be made to hold a fair hearing on the matter.
- G. The member/officer is encouraged to respond in writing and the response is to be mailed within seven (7) days to the Board of Directors. The member may also send an email in advance of the written response.
- H. The member/officer will be notified in writing of the resolution of the matter as to the decision for removal.