

BYLAWS OF THE ADIRONDACK MOUNTAIN CLUB SCHENECTADY CHAPTER, INC.

ARTICLE I: NAME

This corporation shall be named the Adirondack Mountain Club, Schenectady Chapter, Inc., hereinafter referred to as the "Chapter."

ARTICLE II: ORGANIZATIONS

This corporation is a Chapter of, and shall be regulated by the Articles of Incorporation and Bylaws of the Adirondack Mountain Club, Inc., hereinafter referred to as the "Main Club."

ARTICLE III: OBJECTIVES

A. As to Conservation:

1. To advocate and to broaden popular support of that part of the New York State Constitution which provides that the lands of the State constituting the Forest Preserve shall be forever kept as wild forest lands.
2. To create and to encourage public interest in the principles of the conservation of natural resources, especially of the Adirondack and Catskill Mountains.
3. To urge the acquisition of additional forest land for watershed and wildlife protection and for increasing recreational use, and to advance the practice of forest management outside of the Forest Preserve.

B. As to Recreation:

1. To sponsor and to encourage outdoor recreation in the Adirondack and Catskill Mountains in a manner consistent with the wild forest character of the region.
2. To organize and to conduct presentations (referred to as "Innings"), Outings and other activities.
3. To mark and to maintain hiking trails, consistent with the objectives of the Main Club and the requirements of the New York State Department of Environmental Conservation.

C. As to Education:

1. To promote the stewardship of the diverse natural areas, especially of the Forest Preserve by preventing pollution, preserving forest resources and promoting wilderness values (ex. Leave No Trace).
2. To encourage wilderness ethics and the responsible use of the lands in the Adirondack and Catskill Parks by focusing on safety and survival through preparation, knowledge of party size, proper equipment, clothing, and food for diverse seasons.
3. To recognize that the Adirondack and Catskill Mountains are to be preserved for their wilderness, natural beauty and recreation.
4. To promote areas other than the High Peaks to reduce impact on fragile vegetation.

ARTICLE IV: MEMBERSHIP

A. The classes of membership of the Chapter shall be the same as those of the Main Club, which are appropriate for Chapter Members. Any person who fulfills the requirements for Main Club membership and indicates to the club that they wish to join the Schenectady Chapter shall be accepted into Chapter Membership. Each class of Chapter

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Membership shall pay annual dues in the amount specified in the Bylaws of the Main Club.

- B. Any member of another Chapter who also desires to be a member of this Chapter may become an Affiliate Member by paying the appropriate dues. Affiliate Members shall not be entitled to vote or hold office in the Chapter, but may be appointed chair of a committee and, while holding such office, may vote as the committee's representative on the Chapter Board. Also, they may serve on committees and vote as committee members. The dues of Affiliate Members shall be established by the Chapter Board.

ARTICLE V: OFFICERS

- A. The officers of the Chapter shall be the Chair, Vice-Chair, Secretary, Treasurer, Director(s), Alternate Director (as an ex-officio member of the chapter board) and Project Coordinators.
- B. The Chair shall preside at all meetings of the Chapter and the Chapter Board; shall appoint all committee chairs; shall be a member ex-officio of all committees, except the Nominating Committee; and shall perform all other duties ordinarily devolving upon the office of Chair.
- C. The Vice-Chair shall perform the duties of the office of Chair in the absence of the latter, and plan the Annual Meetings of the Chapter.
- D. The Secretary shall record the minutes of the Annual Meeting and of all meetings of the Chapter Board and shall perform all other duties ordinarily devolving upon the office of Secretary.
- E. The Treasurer shall receive all revenues due to the Chapter and deposit them in appropriate accounts; shall make payment of any Chapter expenditures authorized by the Chapter Board; and shall perform all other duties ordinarily devolving upon the office of Treasurer. Under no circumstances shall Chapter funds be commingled with personal funds.
- F. The number of Chapter Directors is prescribed by Main Club Bylaws and is dependent on Chapter size. They shall represent the Chapter on the Board of Directors of the Main Club; report the views of the Main Club to the Chapter; and report the views of the Chapter to the Main Club. The Director(s) shall be elected and serve as specified in the Main Club Bylaws and Articles of Incorporation, In the event the Director(s) cannot attend a meeting of the Main Club Board of Directors, the Alternate Director(s) may serve at that meeting in all the capacities listed above.
- ~~G.~~ The Project Coordinators shall perform duties as requested by the Chapter Chair.
- H. All elected officers shall be members or affiliate members of the Chapter.

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ARTICLE VI: ADMINISTRATION

A. The business affairs of the Chapter shall be managed and directed by the Chapter Board. The members of the Board are the officers and the appointed chairs of the standing committees.

B. All officers are elected at the Annual Meeting. The Chair, Vice-Chair, Secretary and Treasurer are each elected for a one-year term and may be re-elected for up to four terms; the Director(s) for the term of office as specified by the Main Club Bylaws; and the Project Coordinators for two years. Up to four Project Coordinators can serve at the same time and they are elected in alternate years thus providing an overlap of service. The committee chairs are appointed by the Chair, subject to the majority approval of the other Board members.

C. Any vacancy in an elective office occurring before the expiration of the term thereof may be filled by the Chapter Board; but the term of office of anyone so appointed shall expire at the end of the calendar year. Thereafter, should any un-expired term exist in the vacancy, a candidate shall be elected at the Annual Meeting to fill the remainder of the term.

D. No member elected as an officer of the Chapter shall be eligible for the same office after serving four consecutive terms until at least one year has intervened.

E. Meetings of the Chapter Board shall be held at least six times per year and shall be called at the discretion of the Chair, except that the Chair must call a Chapter Board meeting within two weeks following a written request from three members of the Board. All officers and committee chairs are strongly encouraged to attend all meetings of the Chapter Board, with the exception of ex-officio board members. Ex-officio board members shall attend Chapter Board meetings as requested or desired.

F. Each Board member shall have only one vote regardless of the number of positions held, with the exception of ex-officio board members. Ex-officio board members shall have voice but not voting privileges at all meetings of the Chapter Board.

G. A quorum of the Chapter Board shall be at least 50 percent of the filled positions (excluding ex-officio positions).

ARTICLE VII: MEETINGS

A. The Chapter shall hold the Annual Meeting and election of officers during the period between October 15 and November 15. The membership shall be notified of the date and place of the meeting at least two weeks in advance of the meeting. Publishing in "The Lookout" shall suffice for this requirement.

B. A minimum of 25 voting members, or 10 percent of the voting members, whichever is less, shall constitute a quorum at the Annual Meeting.

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ARTICLE VIII: ELECTION OF OFFICERS

- A. A Nominating Committee consisting of at least three members not currently serving as elected officers shall be appointed by the Chair each year by May 1. This committee shall report by July 15, and a notice of its nominations shall be sent to all members at least one month prior to the mailing of the ballot.
- B. Additional nominations may be made by petition, signed by five members, and accompanied by a signed statement of acceptance from all such nominees. Such nominations are to be in the hands of the Secretary by the deadline of *The Lookout* preceding the Annual Meeting.
- C. A ballot containing the names of all duly nominated candidates shall be mailed to every voting member at least two weeks prior to the Annual Meeting. Completed ballots shall be returned to the Chair of the Nominating Committee and shall be valid if received prior to 6:00 p.m. on the day of the Annual Meeting.
- D. The Secretary, the Chair of the Nominating Committee, and the continuing Project Coordinators shall act as tellers and announce the result at the Annual Meeting. The Chapter Chair shall appoint a substitute for any designated teller that cannot serve.
- E. New officers shall assume their duties on January 1 following the Annual Meeting.

ARTICLE IX: COMMITTEES

- A. Committee chairs shall be appointed by the Chair per Article 5B and shall be members or affiliate members of the Chapter.
- B. Committee members shall be appointed by the Chair of the respective committee.
- C. The standing committees shall be Conservation, Historian (with the chair as an ex-officio member of the chapter board), Lookout Editor, Membership, Northville-Placid Trail, Outings, Printing/Mailing, Publicity, Trails, Whitewater, and Young Members.
- D. Chair and Co-chairs of standing committees shall each have one vote at all meetings of the Chapter Board. In the event that there are more than two Co-chairs, only two votes shall be allowed.
- E. Special committees may be appointed by the Chair as deemed advisable. The Chair shall appoint such special committees as may be directed by the membership or the Chapter Board.

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ARTICLE X: AMENDMENTS TO THE BYLAWS

- A. Any proposed amendment to these bylaws shall first be approved by a two-thirds vote of the Board members present at a regular or special meeting of the Chapter Board. Any proposed amendment so approved shall be submitted in writing to the members. The members shall be given a minimum of two weeks to respond with a vote. A two-thirds vote of those responding shall be required for adoption.

AMENDMENT HISTORY

- October 2016
- January 2020

