

**APPALACHIAN MOUNTAIN CLUB
NEW YORK–NORTH JERSEY CHAPTER**

**BY-LAWS
(as Amended August 24, 2020)**

Article I - Purpose

Section 1: The purpose of the New York-North Jersey Chapter of the Appalachian Mountain Club is to promote the purposes of the Club in the New York and Northern New Jersey area.

Article II - Membership

Section 1: Any member in good standing of the Appalachian Mountain Club who is shown in the Club's membership records as being affiliated with the New York-North Jersey Chapter is thereby a member of the Chapter.

Article III - Administration

Section 1: The government of the Chapter shall be vested in a Chapter Executive Committee, consisting of the Chair, the Vice Chair, the Secretary and the Treasurer of the Chapter and three other members of the Chapter with committee liaison responsibilities as shall be determined by the Executive Committee. The chairs of the Diversity, Equity, and Inclusion Committee, the Conservation Committee, the Leadership Committee, and the Membership Committee shall be voting ex-officio members of the Executive Committee. The Chapter Executive Committee shall generally meet monthly and at such other times as may be determined by the Chair. A majority of voting members shall constitute a quorum for the transaction of business.

Section 2: The members of the Executive Committee, except ex-officio members, shall be elected by the membership of the Chapter. Their terms of office shall be one year, from annual meeting to annual meeting. No person may hold the same office for more than two consecutive one-year terms, except that no person may hold the office of Treasurer for more than five (5) consecutive one-year terms and no person may hold the office of Secretary for more than three (3) consecutive one-year terms.

Section 3: The Chair shall preside at the meetings of the Chapter and of the Chapter Executive Committee, and shall perform the other duties customary to such office. In the absence or disability of the Chair and the Vice Chair, the Chapter Executive Committee shall appoint a member of the Chapter as Chair for the meeting.

Section 4: The Vice Chair shall preside over all meetings in the absence or disability of the Chair and shall perform such other duties as may from to time be assigned by the Chair for the meeting.

Section 5: The Secretary shall give notice of all Executive Committee and Chapter meetings, shall keep the minutes of all meetings and the records of the Chapter, and shall assume such other responsibilities as may be delegated by the Chapter Chair and/or Executive Committee.

Section 6: The Treasurer shall receive all funds paid to the Chapter; shall administer the budget set up by the Chapter Executive Committee for the operation of the several committees each year; shall disburse funds only on payments approved by the Chair or authorized by resolution of the Chapter; shall keep proper accounts; and shall make periodic reports of receipts and disbursements to the Chapter Executive Committee and an annual report to the Chapter. The Chapter Treasurer shall have the power to review the budgets and finances of Chapter Committees and their subunits and to correct such problems as may be found, unless otherwise instructed by the Executive Committee.

Section 7: All Chapter Officers and Committee Chairs shall comply with the Club's "Operating Rules, Procedures, and Policies". No expenditure shall be made or financial obligation incurred by an officer or committee of the Chapter for which the Club will be responsible without previous authorization of the Club.

Section 8: Should the Chapter Chair become vacant, the Vice Chair will fill the vacancy. Should any other vacancy occur on the Chapter Executive Committee, that Committee shall appoint a Chapter member to fill the vacancy until the next Chapter annual meeting.

Section 9: The Club Regional Director in whose region the Chapter falls shall be a non-voting advisory member of the Executive Committee.

Section 10: All members of the Executive Committee, Committee Chairs and Committee members must be members of the Appalachian Mountain Club and affiliated with the New York-North Jersey Chapter and be in good standing when they take office.

Section 11: A Chapter Executive Committee member or Committee Chair may be removed from office at a Chapter Executive Committee meeting by a vote of no less than the number of members required for a quorum, provided that written notice of the proposed removal with reasons for this action has been sent to all Executive Committee members and the member under discussion at least seven (7) days prior to such vote.

Article IV - Meetings

Section 1: The annual meeting of the Chapter shall be held in the New York-North Jersey Chapter area, during the months of November, December, or January, but in no case less than a week before the annual meeting of the Club, and at such hour and place as shall be designated by the Chapter Executive Committee.

Section 2: Special meetings may be called at any time by the Chapter Executive Committee or upon written request of twenty-five (25) members addressed to such committee.

Section 3: Forty (40) members present at any Chapter meeting shall constitute a quorum for transaction of business.

Article V - Committees

Section 1: The Chapter Executive Committee may establish or dissolve standing committees and delegate to these standing committees such powers, responsibilities, and authority as it deems useful in carrying out the purposes of the Chapter. The Executive Committee may not dissolve the Nominating Committee.

Section 2: The Chapter Executive Committee shall appoint a Nominating Committee Chair who will then select the other members, subject to the approval of the Executive Committee. The Nominating Committee shall nominate a slate of candidates, conduct the elections as listed below and report the results at the annual meeting of the Chapter. The Nominating Committee shall select a candidate for Chapter Chair and shall consult with this nominee regarding the other proposed candidates prior to their being offered the nomination. The Nominating Committee shall publish its nominees for election to the Executive Committee at least sixty (60) days prior to the annual meeting. If there is no contest for a position on the Executive Committee, election shall be by the Secretary casting one vote at the annual meeting. Alternative slates of one or more candidates shall be placed on the ballot if a petition signed by at least twenty-five (25) regular members of the Chapter is submitted to and verified by the Secretary at least fortyfive (45) days before the annual meeting. The names of those nominees shall be placed on a ballot. The ballot shall be mailed at least thirty (30) days prior to the annual meeting. Ballots must be received at the announced location by 5:00 pm on the day before the annual meeting.

Section 3: The Chair of a standing committee shall appoint the other members of, any officers of, and the volunteers for that committee. The officers, members and volunteers of a standing committee shall serve concurrently with its Chair. The Chair of a standing committee may remove from office or position of authority any member of, officer of, or volunteer for that committee.

Article VI - Grievance Procedures

Section 1: Any chapter member having a complaint not resolved through informal negotiations may submit the complaint in writing to the Chair of the relevant committee. The complaint will be considered at the next committee meeting; all persons involved have the right to appear and offer additional input at this meeting. The committee will decide on the appropriate action to be taken and will advise all persons involved of the decision in writing. If the complainant is dissatisfied with the committee's decision, the issue may be appealed to the Chapter Executive Committee. The complaint will be considered at the next Executive Committee meeting; all persons involved have the right to appear and offer additional input at this meeting. The Executive Committee will review the complaint and decide on the appropriate action; its decision shall be final. The Secretary will notify all persons involved of the decision in writing.

Article VII - Discrimination Prohibited

Section 1: In administering its affairs, the Chapter shall not discriminate against any person on the basis of race, creed, color, national and ethnic origin, sex, sexual preference, marital status, age, or physical disability.

Article VIII - Amendments

Section 1: These By-Laws may be amended by a two-thirds vote of valid ballots cast, provided notice of such amendments, and appropriate ballots, have been sent to the voting membership at least thirty (30) days prior to the published deadline for return of ballots.

Article IX – Ballots, Notices, and Requests

All ballots, notices, and requests to be given pursuant to Articles III, IV, V, VI, VIII, given by the Chapter or any Member shall be in writing. For this purpose:

(a) Without limiting the means by which ballots and notices may be given by the Chapter to the Members, such ballots and notices may be contained in any Club or Chapter publication of general circulation to the Members.

(b) Ballots, notices, and requests given by the Chapter or any Member by electronic delivery or any other method whereby they can be printed out in paper form shall be deemed to be in writing.

In addition to the means of delivery of ballots and notices by the Chapter to the Members specified in clause (a) above, ballots and notices may be delivered by mail or other delivery service, by in person delivery, by electronic transmission, or by any other means approved by the Chapter Executive Committee.

The New York-North Jersey Chapter By-Laws were originally adopted November 20, 1912. Amended November 18, 1921; November 23, 1923; December 10, 1928; March 2, 1934; March 6, 1935; March 10, 1941; January 18, 1955; January 27, 1967; March 22, 1977; October 14, 1983; October 18, 1993, July 15, 2011, and August 24, 2020.