

CONSTITUTION AND BYLAWS OF THE SMOKY MOUNTAINS HIKING CLUB, INCORPORATED

Knoxville, Tennessee

(Adopted as revised August 10, 2013 (dues) and with Charter Amendments of December 10, 1999) Note (2014): All references to "he, him, his" shall be gender-neutral, thus include "she, her, hers."

ARTICLE I NAME

The name of this organization shall be the SMOKY MOUNTAINS HIKING CLUB, INCORPORATED.

ARTICLE II OBJECTS

To develop opportunities for the enjoyment of the out-of-doors in the form of hikes and outings; to provide for related educational opportunities; to encourage and teach out-of-doors ethics; to encourage the conservation of woods, waters and wildlife in general; to acquaint our members and the public generally with the beauty and grandeur of the Great Smokies and other natural areas in this region; to edit, publish and distribute literature in furtherance of these objects; and to aid the federal agencies which manage the Great Smoky Mountains National Park and the Nantahala National Forest by helping to maintain the Appalachian National Scenic Trail in the approximately 100 miles between Davenport Gap (TN/NC) and Wesser, NC.

ARTICLE III MEMBERSHIP

Any person of good character who subscribes to the objects of the Club shall be eligible for membership in the SMOKY MOUNTAINS HIKING CLUB, INCORPORATED, provided that he or she is approved by the Executive Board and provided that no member shall be under sixteen years of age.

ARTICLE IV EXECUTIVE BOARD

The club officers constitute the Executive Board and shall consist of a President, a Vice-President, a Secretary, a Membership Secretary, a Newsletter Editor, a Treasurer, a Historian, and five Directors. These officers shall not be subject to removal from their several terms of office except for cause.

The President shall be the chief executive of the Club. He shall preside at all meetings of the Executive Board and of the members. He shall appoint all committees and is ex-officio member of same. He shall have general supervision, direction and active management of the business of the Club. He shall see that all resolutions of the Executive Board are carried into effect, and shall enforce the provisions of the Constitution and Bylaws and the mandates of the Club. He shall have the general powers and duties of supervision and management usually vested in the office of president of a club, or other organization.

The Vice-President shall, in the absence of the President, or in the case of the inability of the President to act, have all of the powers of the President and shall carry out his functions. The Vice-President shall perform such other duties and shall have such other powers as shall be prescribed by the Executive Board.

The Recording Secretary shall keep the minutes of all meetings of the Executive Board and members in a book provided by the Club for such purposes. He shall attend to the giving and serving of all notices of the Club by which the Executive Board, the members and the committees are brought together for the transaction of business, and shall attend to all correspondence addressed to the Club. He shall in general perform all of the duties which are incident to the office of secretary of a club, subject at all times to the direction and control of the Executive Board.

The Membership Secretary shall keep a roll of the membership, and shall secure from hike leaders and file a record of members and visitors on each hike.

The Newsletter Editor shall assemble and mail notices to Club members announcing regular and special hikes and all general meetings of the membership, and other such notices or information as deemed pertinent by the Executive Board.

ARTICLE IV **EXECUTIVE BOARD** *(continued from page 1)*

The Treasurer shall have custody of all the funds of the Club. When necessary and proper he shall endorse on behalf of the Club all checks, notes or other evidence of money payable to the Club, and shall deposit the funds arising therefrom, together with all other Club funds coming into his possession, to the credit of the Club. He shall draw upon such funds only by order of the Executive Board. He shall keep regular books of accounts containing a complete and true statement of his cash accounts and all other transactions involving the Club's funds. He shall account to the Club at its annual installation, or at any other time upon the request of the Executive Board, for the funds of the Club. He shall perform all duties which are incident to the office of treasurer of a club, subject, however, at all times to the direction and control of the Executive Board.

The Historian shall keep records of the activities and accomplishments of the Club, shall gather and preserve information of all kinds pertaining to the Great Smoky Mountains, or other mountains of this section, and shall perform such other duties as ordinarily pertain to the office, or may be assigned to him, or requested of him from time to time by the Executive Board.

The Directors shall participate in all the transactions and activities of the Executive Board. The business, interests and transactions of the Club shall be managed and controlled by the Executive Board.

The terms of all officers shall begin at the installation following their election and shall continue for one year or until the installation of their successors.

Any vacancy occurring in the Executive Board shall be filled by a majority vote of the Board in which the vacancy occurs.

A majority of the Executive Board shall be necessary to constitute a quorum for the transaction of business at any meeting.

The Executive Board shall appoint a Club member to the position of Handbook Editor, based on the recommendations of the nominating committee (but these shall not be binding, the nominating committee being in an advisory capacity). The Handbook Editor shall edit and superintend the publication of the annual program of hikes and outings, and shall perform such other duties as ordinarily pertain to his position.

The Executive Board shall have in addition to the powers and authority expressly conferred upon it by these Bylaws the right, power and authority to exercise all such powers and do all acts or things usually performed by the executive committee of clubs and like organizations on behalf of this Club. The Executive Board shall have the right to appoint any person or persons as trustees to accept and hold intact for the Club any property belonging to the Club or any property in which it is interested, or for any other purpose, and to execute and perform all such duties and things as may be necessary in relation to such trust; to provide for the management of the affairs of the Club in such manner as it may think fit, and in particular, to delegate any other powers of the Executive Board, except the power to fill vacancies in the respective offices of the Board and except the power to alter and amend these Bylaws, to any committee, officer or agent and to appoint any person to be the agent of the Club with such powers and upon such terms as may be by it deemed wise.

ARTICLE V **ELECTION AND MEETINGS**

The annual election of the officers of the Club shall be held in the early fall of each year at such time and place as shall be designated in a notice to be mailed by the Newsletter Editor to each active member at least five days before the meeting. The newly-elected officers shall meet within one week following their election and shall, between the time of their election and the end of the year, develop the program of activities for the following year, have same printed and ready for distribution to the members on or before the beginning of the new year.

The President-elect shall appoint a nominating committee of five members, two of whom shall be Executive Board Members-elect, and shall designate one member of the committee to be the Chairman. The membership of the committee shall be published in the Handbook of the year in which the committee serves. During the year in which the committee serves, it shall nominate candidates to serve as club officers of the subsequent year and shall nominate each candidate for a specific office. The committee shall report its nominations in a notice mailed by the Newsletter Editor to each member at least thirty days preceding the annual election. However, the nominations of the committee shall not preclude club members from making nominations for the respective offices at the meeting wherein the election is held.

The installation of officers shall occur at a meeting of the membership in December of each year. The Executive Board shall meet within one week after its installation at the annual meeting and at such other times as it shall be called to meet by the President, or three of its members, on a day's notice to each member either personally or by mail.

Special meetings of the Club may be called by the President or by the Executive Board at any time.

ARTICLE VI DUES

The regular dues of active members shall be \$20.00 and are due and payable January 1 of each year. Upon payment of said dues each member shall be entitled to receive one copy of the annual Handbook for the year, and shall receive advance notices of the respective hikes and other meetings and activities of the Club. Persons joining the Club on or after August 1 shall pay \$12.00 dues for the remainder of the calendar year.

Any person qualified under Article III who is a member of the family and household of an active member of the Club, may by the payment of annual dues of \$2.00 become a family member of the Club with all rights of active members, except that he shall not receive the annual Handbook or the advance notice of club activities.

Supporting Membership dues of \$30.00 annually may be paid in lieu of regular dues by any active member who wishes to contribute financial support to the various Conservation efforts of the Club. All money contributed by Supporting Members in excess of \$20.00 (regular dues) will be used for Conservation projects including Appalachian Trail work.

Life Membership dues may be paid in the form of a one-time contribution of \$750.00 which will be retained in a fund from which only the interest is spent.

Family members as defined above, may be included in a Supporting Membership or a Life Membership, dues-free. The surviving spouse of a Life Member may retain the Life Membership without further payment of dues.

ARTICLE VII DISCIPLINE

Any member who by his conduct violates any of the provisions of the Constitution and Bylaws, the rules of conduct, or the code of ethics, may be expelled from membership by the Executive Board in a meeting assembled, by a three-fourths vote of all the officers, provided that said member shall have been given at least ten days' notice in writing of such pending action. Service of such notice may be made by personal delivery or by registered letter mailed to such member's last known address.

ARTICLE VIII AMENDMENTS

These Bylaws may be amended at any regular meeting of the membership of the Club or at any adjourned session thereof, or at any special meeting called for said purpose, provided that before any such meeting a notice of the subject matter of the proposed amendment to be voted on at such meeting be sent to each active member ten days before such special meeting.