

**THE BOULDER GROUP OF THE
COLORADO MOUNTAIN CLUB
BYLAWS**

as amended November 3, 2007

PREAMBLE

The name of this organization shall be Boulder Group of the Colorado Mountain Club, hereinafter referred to as the Group. The purpose, laws, and usages of the Colorado Mountain Club are hereby declared to be the purposes, laws, and usages of the Boulder Group of the Colorado Mountain Club.

ARTICLE I. MEMBERSHIP

Section 1. Anyone who wishes to support the objectives or participate in the activities of the organization may become a member upon submitting a properly completed Membership Application along with the appropriate membership dues . The following types of membership are in effect:

(a) Regular Membership.

(b) Student Membership. Anyone between the ages of 16 and 21

(c) Family Membership. Adults and all children under age 16 who receive Group mailings in one copy at one address. No more than two votes shall be accorded a family membership.

(d) Life Membership. Anyone who has been elected to life membership in accordance with the Constitution of the Colorado Mountain Club. All privileges of regular membership are included.

(e) Forty-Year Membership. Anyone who has been a member for forty years, whether consecutive or not, shall no longer be obliged to pay dues. All privileges of regular membership are included.

(f) Courtesy Membership. Elected in accordance with the Constitution of the Colorado Mountain Club.

(g) Honorary Membership. Elected in accordance with the Constitution of the Colorado Mountain Club. All privileges of regular membership are included. Honorary memberships remain in effect for the life of the individual.

Section 2. Members age 16 and older shall be entitled to vote; shall be eligible to serve as directors, officers, and committee members; and shall be entitled to enjoy the privileges of the Club.

Section 3. Members shall pay annual membership fees to help defray the expenses of the Group. The amount of the annual membership fees and the admission fee shall be set by a two thirds vote

of the members in good standing present and voting at the annual meeting and will become effective on January 1 of the following year.

Section 4. An admission fee will be charged for each new membership in categories (a) through (c).

Section 5. No member of the Group whose dues are three months in arrears shall be eligible to vote or to enjoy any other of the privileges or benefits offered by the Group. Such members shall be placed on an inactive file. The Council shall determine the period following which a membership will be terminated. Membership can be reactivated at any time within the six-month period upon payment of all membership fees in arrears.

Section 6. Members' participation on trips is subject to the outings and safety policies as adopted by the Council.

ARTICLE II. OFFICERS AND COUNCIL MEMBERS AND THEIR DUTIES.

Section 1. (a) Officers. The governing Council of this organization shall consist of the following officers: a Chairperson; a Vice Chairperson; a Secretary; a Treasurer; four Council members, each elected for a term of four years, such terms to be staggered so that only one Council member is elected each year; a retiring Chairperson for a period of one year immediately following his/her term of office; the Chairpersons of the Standing Committees.

(b) State Council. The Boulder Group Chairperson shall serve as representative of the Group on the Colorado Mountain Club State Council. The group Chairperson may appoint an alternate to represent the group at the State Council meeting, provided that actual notice of appointment of the alternate is provided to either the CMC Executive Director or State Board President prior to any meeting at which the Group Chairperson's designated alternate shall serve.

(c) Mode of Election. Officers, and Council members shall be elected by a majority vote of those present and voting at the annual meeting. Prior to the annual meeting the Chair shall appoint a committee consisting of three or more members to nominate candidates. Any member of the organization may make nominations from the floor, and such nominations shall be considered equally with those read by the committee. Officers, Council members, and State Board Representatives shall take office at the close of a joint meeting of the old and new Councils during the month following the annual meeting.

(d) The term of office for officers, and standing committees shall be for a period of one year.

(e) Vacancies. If the position of the Chair is vacated, it shall be filled by the Vice-chairperson. All other vacancies shall be filled by a majority vote of the Council, until the next annual meeting.

(f) Duties of Officers.

1. CHAIRPERSON. The Chair shall preside at all meetings of the organization and of the Council; represent the organization on the State Council ; appoint all Standing Committees; and be ex-officio a member of such committees. All appointments by the Chair shall be subject to the confirmation of the Council.

2. VICE-CHAIRPERSON. The Vice-chairperson shall preside at all meetings of the organization and of the Council in the absence of the Chair, and shall assist the Chair as needed or requested.

3. SECRETARY. The Secretary shall keep the records of the proceedings of the organization and of the Council and send out notices to the membership of meetings, and conduct official correspondence. The Secretary also shall maintain record book(s) in which the bylaws, special rules of order; standing rules, and minutes are entered, with any amendments to these documents properly recorded, and shall have the current book(s) on hand at every meeting .

4. TREASURER. The Treasurer shall collect all money for dues and deposit it in a reliable bank, pay all authorized bills, keep a record of all receipts and expenditures, and make a financial report at each regular meeting of the Council and at each annual meeting. The Treasurer shall submit all of the financial records of the Boulder Group to an auditing procedure on an annual basis.

(g) STATE BOARD REPRESENTATIVES. State Board Representatives shall act on behalf of the Boulder Group at meetings of the State Board of Directors and shall attend Council meetings of the Boulder Group as voting members. All at-large State Board Representatives who are members of the Boulder Group are voting members.

Section 2. Duties of the Council. The Council shall direct the activities of the Group, direct the investment of funds, authorize all expenditures of money other than normal operating expenses and petty cash transactions and determine the policies of the organization.

ARTICLE III. STANDING COMMITTEES

Section 1. The standing committees of this organization shall include the following:

(a) An Outings Committee, which shall schedule trips, outings, and appoint all trip leaders.

(b) A Cabins Committee, which shall oversee the upkeep and schedule the use of the Group's cabins and their equipment; and maintain liaison with the U.S. Forest Service on matter pertaining to the cabins.

(c) A Conservation Committee, which shall organize conservation and trail work activities; identify issues and recommend actions by which the Boulder Group can support conservation, especially at the local level; and provide recommendations on the allocation of the Boulder Group's conservation and trails funds.

(d) A Safety Committee, which shall develop safety policies for Council approval; review safety policies of other committees; educate leaders and members in safety skills and practices; maintain accident report files; investigate accidents and recommend remedial action to the Council; and review leader qualifications and trip classifications with the Outings and Mountaineering School Committees.

(e) A Mountaineering School Committee, which shall plan, schedule, and operate the Boulder Mountaineering School.

(f) Such other standing committees as shall be approved and authorized by the Council up to a maximum of twelve.

Section 2. Chairpersons of the standing committees are voting members of the Council.

ARTICLE IV. FINANCE

Section 1. The income of the organization shall be devoted to the expenses of the administration and, by resolution of the Council, to such purposes as publishing scientific material, supporting conservation causes, increasing the library, erecting and maintaining cabins and trails for recreational purposes, and such other objectives as conform to the purposes of the Group. Special Funds may be allotted by the Council for other specific purposes.

(a) Fees for Group activities and for the use of the Boulder Group's mountain cabins shall be determined by action of the Council.

Section 2. The Treasurer is authorized to maintain separate bank accounts for special purposes such as the Mountaineering School and the Cabin fund. For each special account two members shall be appointed annually by the Chair to withdraw the funds necessary for routine expenses for which the account is designated. At the conclusion of each year's activities those individuals shall submit an itemized list of their expenditures to the Treasurer and Council. The remaining funds shall be disposed of as authorized by the Council.

ARTICLE V. MEETINGS

Section 1. Annual Meeting. The annual meeting of the Group shall be held during November of each year at which time the election of officers, Council members, and State Board Representatives shall take place. If the annual meeting does not take place at the time fixed it shall be held within a reasonable time thereafter, and the officers shall hold over until their successors shall have been elected. Notice of meeting shall be given to members in writing at least 30 days in advance.

Section 2. Regular Meetings. Regular meetings of the Group may be held as required; however, the Council shall meet regularly for the transaction of ordinary business once per month at such time and place as may be fixed by the Council. Any member of the Group in good standing may attend a regular meeting of the Council as an observer.

Section 3. Special Meetings. A special meeting of the Group or the Council may be held at any time (1) upon the call of the Chair, (2) upon the call of the Council, (3) upon demand in writing, stating the object of the proposed meeting, and signed by not less than 10% of the members of the Group in good standing for a Group meeting or 30% of the members of the Council for a Council meeting. Notice of the time, place and object of any special meeting shall be given in writing to all Group or Council members respectively, not less than seven days prior to the date fixed for the holding of the meeting. The place of such special meeting shall be fixed by the Council.

Section 4. Quorum. 10% of the members of the Group shall constitute a quorum at any meeting of the Group. 50% of the members of the Council shall constitute a quorum at any meeting of the Council.

Section 5. Procedure. Meetings shall be run in an orderly fashion by the Chair or Acting Chair in an informal manner where possible. Robert's Rules of Order shall be relied upon to resolve any disputed procedure at all meetings of the Group. A copy of Robert's Rules of Order shall be maintained in the Group library and shall be considered the official copy for use in resolving procedural questions

ARTICLE VI. AMENDMENTS

Proposed amendments to these by-laws may be introduced by any member of the Group at the annual meeting or any special meeting of the Group called for the purpose, provided that a written copy of each proposed amendment(s) has been sent to each Group member thirty days prior to the meeting. A two-thirds vote of the members in good standing present and voting at the meeting will be necessary to pass the proposed amendment.

AMENDMENT 1. BOULDER GROUP PROPERTY USAGE

This AMENDMENT was passed by the Boulder Group Council on February 9, 2004, and was passed by the membership at the November 7, 2004, Annual Dinner.

Section 1. Group Property. Group property shall be defined as any and all mountaineering gear, office equipment, books, furnishings, photos, or any other tangible assets belonging to the Boulder Group of the Colorado Mountain Club.

Section 2. Exclusive use of Group Property. All property belonging to the Boulder Group of the Colorado Mountain Club is intended exclusively for the use of the Group and may not be borrowed or otherwise used by individuals for non-club related purposes.

Section 3. Removal of Group Property. Any Group property removed from the Clubroom or from any other Group storage facility must be officially checked out from an authorized person in charge of said property and assigned to the care of a Group member authorized to use the equipment pursuant to Section 2.

Section 4. Return of Group Property. Property once obtained may not be retained indefinitely and must be returned to the authorized person in charge of the property within a reasonable, and agreed upon, amount of time.