

BY-LAWS — TULSA ROCK AND MINERAL SOCIETY, INC.

ARTICLE I --MEMBERSHIP

1. Membership shall be open to any person who has an interest in rocks, minerals, fossils, gemstones, lapidary, or jewelry-making, and who has reputable standing in the community. Membership shall be contingent upon the payment of the required dues, and shall be subject to the approval of the Board of Directors.
2. Provision is made for the following classes of members:
 - A. **Voting Members**
 - (1) **Adult Members** shall be eighteen (18) years of age, or older. Adult Members shall have full voting and other privileges.
 - (2) **Honorary Members** shall be those persons who have contributed exceptional or meritorious service to the Society, and shall be limited to six (6) members at any one time. Such memberships shall be awarded after recommendation of the Board of Directors and a two-thirds vote of all voting members present at a regular meeting of the Society. Names may be recommended to the Board of Directors for consideration by any member, or members, at any time. Honorary Members shall have full voting and other privileges.
 - B. **Non-Voting Members**
 - Junior Members** shall be those members under the age of eighteen.
3. Membership rights and privileges are nontransferable.

ARTICLE II -- DUES

1. Dues shall become payable annually on the first of January, as follows:
 - A. **Individuals** \$12.00
 - B. **Family Group** (one or two adults 18 years of age or older residing at the same domicile and children under 18 in their full or partial custody at that residence) \$15.00
2. No dues are payable by Honorary Members and their Family Groups.
3. Initial dues payable by **new, first-time** Members joining from July through December shall be one-half the annual dues to cover the period ending December 31.
4. Members whose dues have not been paid before April 1 shall not be entitled to vote, hold office, or receive publications of the Society. Members whose dues have not been paid before July 1 shall be deemed suspended and will be dropped from the rolls. Anyone so dropped must make reapplication if membership privileges are desired.

ARTICLE III - MEETINGS

1. Regular monthly General Meetings shall be held on the second Monday of each month and regular monthly Board Meetings will be held on the Tuesday of the month immediately preceding the General Meeting, unless some other date is designated by the Board of Directors and communicated to the membership.
2. All Meetings of the Society shall be conducted using the latest version of Roberts Rules of Order.

ARTICLE IV - VOTING

1. Adult and Honorary Members shall be entitled to vote on any issue. A majority of the votes cast will decide any issue not requiring a change in the By-Laws.
2. Proposed amendments to these By-Laws shall be submitted to the Board of Directors who shall submit to the membership the proposed amendments at a regular meeting of the Society together with its recommendations. Proposed amendments shall be published in the club bulletin the month prior to a vote at general meeting. A vote of the membership will be taken at the next regular meeting of the Society, and a two-thirds vote of all members voting at that meeting shall be required to amend the By-Laws.
3. In case of a tie, the President shall cast the deciding vote; otherwise, the President is not entitled to vote.
4. A vote in abstention will not be considered a negative vote.

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ARTICLE V - BOARD

1. The election of officers and directors, who must be voting members in good standing, shall be held at the November regular meeting. Not less than two months prior to the November regular meeting, the President shall appoint an Annual Nominating Committee (Article VII.3.B.1.) consisting of three to five members. This committee shall select one, or more, candidates for each office, and for the three additional places on the Board. This slate shall be announced at the October regular meeting. Prior to voting on the slate presented, additional nominations for any office may be made from the floor, as long as such nominees have agreed to serve if elected. No officer or director, with the exception of the Editor, the Chair of the Workshop Committee, and the Librarian, may serve more than two consecutive terms in the same office.
2. The Board of Directors shall consist of the President, First Vice-President, Second Vice-President, Secretary, Treasurer, Editor, Workshop Chair, Historian, Librarian, Immediate Past President, and three (3) Directors-at-Large. A Standing Federation Activities Member shall be named annually by the President from the Board of Directors (Article VII.2.A.1). Each Member shall have one vote, except the President, who may vote only in case of a tie vote. See also Annual Show Committee Chair (Article VII.2.B.1.)
3. The newly elected Board of Directors shall assume the duties of their offices on January 1st. The newly elected Board of Directors shall meet jointly with the outgoing Board of Directors the first Board meeting of the year, with their formal installation taking place at the January regular meeting.

ARTICLE VI – BOARD MEETINGS AND OFFICER DUTIES

1. The Board of Directors shall have the right and duty to transact all business of the Society not specifically delegated by the Articles of Incorporation, or these By-Laws.
2. Meetings of the Board of Directors may be called by either the President or a majority of the members of the Board of Directors. Notice shall be given to all Board Members of the proposed meeting time and place. There must be at least five (5) members of the Board of Directors present in addition to the presiding officer in order to conduct any business and/or approve expenditures. The Presiding officer of the meeting will not have a vote except in the case of a tie vote.
3. The Board of Directors shall make an annual report to the membership concerning all Society affairs, including the disposition, stewardship, and condition of all property owned, real or personal, held in trust, or otherwise. See Standing Inventory Reporter (Article VII.2.A.2. and Ad hoc Inventory Committee (Article VII.3.C.1.).
4. Annually, the Board of Directors will authorize an audit of the books and records, a summary report of which will be made to the members **prior to the third month of the fiscal year following the one audited, at a General Meeting**. The Board of Directors may appoint one or more members to perform the audit without charge, or may contract for the performance of the audit by an independent auditor, at its discretion.
5. It shall be the duty of the President to preside at all regular meetings of the Society, and of the Board of Directors; to appoint committee chairs as needed; to be an ex-officio member of all committees; and to coordinate all Society activities. The President shall also obtain, at the expense of the Society, a surety bond on himself and the Treasurer adequate to insure the safeguarding of Society assets.
6. It shall be the duty of the First Vice-President to assume all the duties of the President when that person is absent, to assist the President when needed, and to appoint and be Chair of the Standing Program Committee (Article VII.3.A.2.a.). In case the office of the President becomes vacant for any reason, the First Vice-President shall become President for the unexpired term.
7. It shall be the duty of the Second Vice-President to assume the duties of the President in case both the President and First Vice-President are absent, appoint the Standing Field Trip Committee (Article VII.3.A.2.b.) and be its Chair.
8. It shall be the duty of the Secretary to keep accurate minutes of every regular meeting, and every meeting of the Board of Directors, and to present the minutes of each Society meeting to the membership. The Secretary shall author and maintain a permanent record of the correspondence of the Society.

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Article VI (continued)

9. It shall be the duty of the Editor to publish the newsletter and act as Chair of the Standing Publications Committee (Article VII.3.A.2.c.), whom the Editor may appoint. The Editor may also appoint and chair an Ad hoc Newsletter Competitions Committee (Article VII.3.C.2.)
10. It shall be the duty of the Treasurer to be custodian of all funds of the Society, to collect all dues and other assets due the Society, to make disbursements authorized by the Board of Directors, to maintain a record of all assets of the Society, and to keep a permanent record of receipts and expenditures. Treasurer shall also be responsible for obtaining suitable tax advice and presenting to the Board of Directors facts which will permit maximum pursuit of the Society aims with a minimum of tax liability. Monthly reports of assets, liabilities, receipts, and expenditures will be presented to the Board of Directors. Treasurer shall maintain a complete list of the membership of the Society, classified as to voting or non-voting members, and furnish the names of new members for inclusion in the Society publication. Treasurer will bring the membership list to each regular meeting, or any special meeting called to transact business. This list will be the official list of those qualified to vote. The Treasurer may appoint and chair an Ad hoc Membership Committee or an Ad hoc Membership Reporter and Committee Chair to assist with maintenance and use of membership records (Article VII.3.C.3.)
11. It shall be the duty of the Historian to keep an accurate record of all past and present Society history for the review of all members. Should the Society decide to participate in annual regional or national competitions involving the Society history, the Historian may appoint and chair an Ad hoc Historical Competitions Committee to assist and coordinate the effort (Article VII.3.C.4.).
12. It shall be the duty of the Society Librarian to keep an accurate record of all publications belonging to the Society, to maintain a record of their locations at all times and have available for all members to review.
13. The Workshop Chair shall be responsible for the location, operations, maintenance and scheduling of the Workshop and appoint a Standing Workshop Committee (Article VII.3.A.2.d.), subject to Board approval, to aid in that effort.
14. In case of resignation of any officer, or director, or inability to adequately perform the duties of such positions, the Board of Directors may appoint a successor to a vacant office or directorship, subject to the requirement that the First Vice-President succeed any President unable to continue in office. Such appointees will serve for the remainder of the term of the vacating officer.

ARTICLE VII – APPOINTEES and COMMITTEES

1. **Appointees and Committees** are of three types – Standing, Annual and Ad hoc.
 - A. **Standing** – in place continually and are carried over from year to year. These shall make reports of their membership and activities at least quarterly in the newsletter and at general meetings.
 - B. **Annual** – created each year for a specific purpose and a limited time of duration. At least, at the completion of activities these shall report of their membership and activities in the newsletter and at general meetings.
 - C. **Ad hoc** – shall be created as needed for a specific purpose and of limited duration. At least, at the completion of activities these shall report of their membership and activities in the newsletter and at general meetings.
2. **Appointees**
 - A. **Standing**
 1. **Federation Activities Member** shall be appointed by the President from the Board of Directors. Duties will be to communicate to the members of the Society the policies and activities of the Rocky Mountain Federation of Mineralogical societies, and to communicate to the Federation the Tulsa Rock and Mineral Society's actions regarding them.
 2. **Inventory Reporter** shall be appointed by the President to assist in preparation of the annual Board report on Society affairs and property, in accordance with Article VI.3. May appoint and chair an Ad hoc Inventory Committee (Article VII.3.C.1.) to assist as needed.

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ARTICLE VII.2.A (continued)

3. **Donations Coordinator** shall be appointed by the President) and is responsible for acceptance and assignment of non-monetary contributions made to the Society. May appoint and chair an Ad hoc Committee (Article VII.3.C.5) to assist as needed..
- 4 **Educational Committee Chair** shall be appointed by the President to appoint and chair the Standing Educational Committee (Article VII.3.A.1.a).
5. **Finance Committee Chair** shall be appointed by the President to appoint and chair the Standing Finance Committee (Article VII.3.A.1.b).
6. **Hospitality Committee Chair** shall be appointed by the President to appoint and chair the Standing Hospitality Committee (Article VII.3.A.1.c).
- 7 **Publicity Committee Chair** shall be appointed by the President to appoint and chair the Standing Publicity Committee (Article VII.3.A.1.d).

B. Annual

1. Show Committee Chair (Article V.3), will be appointed by the President who holds Office at the time the decision to hold a show is determined, with the approval of the Board of Directors. Timing of this appointment is covered in Article X.

C. Ad hoc

1. Membership Reporter and Committee Chair may be appointed by the Treasurer, in accordance with Article VI.10, to assist in maintenance of Society membership records and generation of reports from that data, in accordance with Article VI.10. May appoint and chair the Ad hoc Membership Committee (Article VII.3.C.3.).
2. **Sponsors** (see Article XI.) are appointed by the President to work with TRMS Youth Organizations in their activities.

3. Committees

A. Standing

1. **Chair appointed by the President in accordance with Article VI.5.**
 - a. **Educational Committee** shall be responsible for the coordination of instructors and/or speakers to other rock clubs, civic, and youth organizations.
 - b. **Finance Committee** shall be responsible for recommending to the Board of Directors new investments or changes in current investments of Society funds. Preservation of Society capital is to be their prime consideration.
 - c. **Hospitality Committee** shall be responsible for welcoming new members and visitors, and for planning social events which would tend to further the aims of the Society.
 - d. **Publicity Committee** shall be responsible for publicizing meetings, contacting members for special events, and carrying out any other public relations work.
2. **Appointed and Chaired by a Board Member in accordance Article VI. Board Member and Section stated below.**
 - a. **Program Committee** shall be responsible for planning all programs. Appointed and chaired by the First Vice-President, Article VI.6.
 - b. **Field Trip Committee** shall be responsible for planning Society field trips for the year, the plans for which will be announced at the monthly meetings. Appointed and chaired by the Second Vice-President, Article VI.7.
 - c. **Publications Committee** will provide to the members the monthly society publications plus any other publications necessary to the dissemination of information to the membership. Appointed and chaired by the Editor, Article VI.9.

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Article VII.3.A.2 (continued)

- d. **Workshop Committee** will consist of no less than four members, including the Committee Chair, exclusive of ex-officio members. The committee is responsible for assisting the Workshop Chair as well as establishing policies and enforcing safety guidelines for the shop and equipment use. It is appointed by the Workshop Chair in accordance with Article VI.13.

B. Annual

1. **Nominating Committee** shall consist of three to five members. This committee shall select one or more, candidates for each office, and for the three additional places on the Board. This slate shall be announced at the October regular meeting. Appointed by the President in accordance with Article V.1.
2. **Scholarship Committee** shall be responsible for selecting a scholarship recipient(s) and administering scholarship procedures adopted by the Board of Directors in Article IX.4. This committee will consist of three (3) to five (5) members appointed by the President.
3. **Audit Committee** may be appointed to audit the books and records, a summary report of which will be made to the members **prior to the third month of the fiscal year following the one audited, at a General Meeting.** Appointed by the Board of Directors in accordance with Article VI.4.
4. **Show Committee and Sub-Committees** are responsible for the direction of all activities in the preparation and presentation of the Society show for which it is in charge. Appointed by the Show Committee Chair in accordance with Article X.2.B.

C. Ad hoc

1. **Inventory Committee** may be appointed and chaired by the Inventory Reporter to assist in preparation of the annual Board report on Society affairs and property, in accordance with Article VI.3.
2. **Newsletter Competitions Committee** may be appointed and chaired by the Editor to assist in annual RMFMS and AFMS competitions or any other such events where the Editor is expected to provide for Society participation, in accordance with Article VI.9.
3. **Membership Committee** may be appointed and chaired by the Treasurer or Membership Reporter (depending on the creation/appointment of a Membership Reporter) to assist with the maintenance of membership records and generation of reports from that data, in accordance with Article VI.10.
4. **Historical Competitions Committee** may be appointed and chaired by the Historian to assist in annual RMFMS and AFMS competitions or any other such events where the Historian is expected to provide for Society participation, in accordance with Article VI.11.
5. **Donations Committee** may be appointed and chaired by the Donations Coordinator to assist in the acceptance and assignment of non-monetary contributions made to the Society, in accordance with Article VII.2.A.3.

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ARTICLE VIII -- AUTHORITY FOR EXPENDITURES AND PROPERTY SALES

1. The Officers, Board of Directors, or appointed committees cannot obligate the Society for any expenditure of \$500.00 or more without prior approval of the members of the Society at either a regular meeting, or at a special meeting for which written notice shall be mailed/emailed/distributed at least seven (7) working days prior to the special meeting. Exception is provided in Article X.3 – Sponsored Show Expenditures and Procedures.
2. This section sets the rules for use of the General Operating Fund (see Article IX.1). A checking account and one, or more, savings accounts and/or certificates of deposit or other interest bearing accounts will be initiated and maintained by the Treasurer to control Society funds.
 - A. Withdrawals in amounts of \$500.00 or more **will be made by check** and will require the signature of two of the following officers: President, or in absence of the President, the First Vice-President and Treasurer.
 - B. Withdrawals in amounts under \$500.00 **will be made by check** and will require signatures of one of the following officers: Treasurer, President or the First Vice-President.
3. Property Sales – Excluding Donations and Materials Offered at Society Auctions
See Article IX.5.D.
 - A. Property Sales transactions and proceeds distribution under \$500.00 value shall require Board approval and be reported to Society Members at the General Meeting following the approval.
 - B Property Sales in excess of \$500.00 value, shall require prior approval by members of the Society at a regular meeting, or at a special meeting for which written notice shall be mailed/emailed/distributed at least seven (7) working days prior to the special meeting. Property to be sold and the item asking price(s) and profit distribution must be documented and made available prior to the vote of approval.

ARTICLE IX -- ALLOTING OF SOCIETY FUNDS

1. General Operating Fund

- A A checking account of \$2,000.00, will be established on January 1 of each year.
- B. General operating expenses and Society equipment costs will come from the General Operating Fund. The Sponsored Show Chair (Article X) may be granted funds for the production of a Sponsored Show (Article X), such amounts to be repaid out of income from the show. Any transfer of funds will be in accordance with the By-Laws (Article VIII.2, Article IX.1.C. 2 and 3).
- C. Any amount from the General Operating Fund account above \$2,000.00 at the end of each calendar year will, as soon as possible, be transferred as follows: First, to the Sponsored Show Account (Article X), as necessary to bring it to the amount specified (Article IX.2), second, to the Trust Fund account (Article IX.3).

2. Sponsored Show Account – See all of Article X

- A. To insure Society members against an assessment due to losses occurring from shows, a separate Sponsored Show Account shall be established or maintained in the amount of \$6,000.00 per show, and used to fund any show sponsored by the Society, after approval as specified in Article X.1..
- B. After allowing for any pending bills the remaining show proceeds realized from any Society Sponsored Show's activities will be disbursed **as soon as possible** following the Show Chair's report, see Article X.2.D., in the following manner:
 1. If necessary, to bring the General Operating Fund up to the amount specified, in accordance with Articles VIII and IX.1.C.
 2. Added to the Trust Fund accounts, in accordance with Articles VIII and IX1.C, as soon as it is possible to do so.

3. Trust Fund

- A. All remaining Society funds will be placed in designated certificate(s) of deposit or other conservative interest bearing account(s), with prior approval by the Board of Directors, and reported in the Board Meeting Minutes to the General Membership. In the event of the dissolution of the Society, this money will be disposed of in accordance with the Articles of Incorporation.
- B. With prior approval of the Board and reported in the Board Meeting Minutes to the General Membership, interest from the Trust Fund will be withdrawn each year and disposed of in agreement with the aims and purposes set forth in the Articles of Incorporation and in accordance with the By-Laws concerning authority for expenditures, Article VIII and Article IX.1.C.

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ARTICLE IX.3 (continued)

- C. In the event of a deficit in the General Operating Fund (Article IX.1.) or a Sponsored Show loss, the funds necessary to bring the General Operating Fund (Article IX.1.) and the Sponsored Show Account (Article IX.2) up to their specified amounts will be transferred from the Trust Fund by the Society Treasurer, with approval by the Board of Directors and reported in the Board Meeting Minutes to the General Membership or by vote of the Society Membership in accordance with the By-Laws (Article VIII and Article IX.1.C).

4. Scholarship

- A. Earnings from conservative interest bearing account(s) and/or certificate(s) of deposit specifically designated for this purpose will be used to fully or partly fund an annual scholarship(s). Additional annual funding shall be approved by the Board and a majority vote by Society members in accordance with Article VIII.
- B. Principal for this fund will be obtained from gifts or donations, show proceeds, auction proceeds or sale of property.
- C. Criteria for selecting a recipient(s), amount of the stipend(s), and procedures for administering the scholarship(s) will be adopted by the Board of Directors.
- D. If this fund is terminated for any reason, the Board of Directors will propose a method of disbursement of the principal at a regular meeting of the Society. A simple majority of the voting membership will be required for adoption.

5. Proceeds Distribution

- A. Non-monetary Donations will be distributed as follows - first in honor of any donor instructions, then as determined by the Donations Committee, reported to the Board and submitted for approval by the Society membership.
- B. Auction proceeds distribution will be determined by Society member ~~club~~ vote at the auction.
- C. Monetary donations will be distributed as follows, first in honor of any donor instructions, then to the Scholarship Fund. All transactions will be made in accordance with Articles VIII and IX.
- D. Property Sale proceeds and distribution will be stated and approved by vote as specified in Article VIII.3.

ARTICLE X – SPONSORED SHOW PROCEDURES AND EXPENDITURES

1. A majority of the votes cast at a General Meeting shall be required to approve a Sponsored Show. A separate General Membership vote of 60% approval will also be required to schedule a show less than five months or more than two years prior to its proposed event date.
2. The Show Chair, Show Co-Chair and Show Treasurer will be appointed, by the President who holds office at the time the decision to hold a show is proposed, with the approval of the Board of Directors. The appointments are to be made prior to the show approval vote and be part of the information presented to the members prior to the vote. The duties of the Show Chair will include:
- A. Responsibility for the overall coordination of the show.
- B. Appointment of as many committee chairs as Show Chair deems necessary. Sub-committee Chair will be appointed by the committee Chair with the approval of the Show Chair.
- C. The Show Chair shall present to the Board of Directors a budget outline of the anticipated income and expenditures of the show, and set a top limit of show expenditures.
- D. Within four months after the conclusion of the show for which responsible, the Show Chair shall submit to the Board of Directors a statement of receipts, disbursements, and amounts receivable and due, together with comments regarding problems encountered, and any suggestions for future shows.
- E. The Show Chair shall serve as a non-voting member of the Board of Directors.
3. **The Society may not be obligated for an expenditure larger than the balance of funds designated to the Sponsored Show Account at the time of the obligation. The Show Chair or in absence of the Show Chair, the Show-Co-Chair** can obligate the Society for purposes of conducting a sponsored show.
4. This section sets the rules for use of a Sponsored Show Account (see Article IX.2). A checking account will be initiated and maintained as needed by the **Society Treasurer** to control Sponsored Show funds. Withdrawals will be made by check and will require the signature of: the **Show Treasurer** (or in the absence of the Show Treasurer, the Society Treasurer or the Society President or one of the Society Officers whose name is on the bank account signature card). Transactions will be reported at each Show Committee meeting.

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ARTICLE XI -- YOUTH ORGANIZATIONS

1. The Society may sponsor one or more youth organizations, provided all members of such groups are also members of Tulsa Rock and Mineral Society, Inc., and provided that the Constitution and By-Laws of such organizations have been approved by the Board of Directors.

ARTICLE XII -- AFFILIATED SOCIETIES

1. The Board of Directors may arrange for affiliation with any duly organized group, or societies, whose activities do not conflict with any provision of these By-Laws or the Articles of Incorporation of the Society.
2. Such affiliations shall be effective upon a majority vote of the voting members present at any regular meeting.
3. The terms of affiliation must provide that the Society shall have the right to dissolve such affiliation at any time, subject only to the payment of any sums legally due the affiliated group, or Society.

By-Laws adopted Nov. 13, 1967 and Dec. 11, 1967.

Last Revisions: Nov. 13, 1995, Aug. 12, 1996, August 12, 2002, August 9, 2004, October 7, 2008, October 5, 2011, July 13, 2015, November 9, 2015, March 13, 2016, November 14, 2016 January 09, 2017, March 12, 2018 and June 11,2018.