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## **ARTICLE I – Name**

The name of this Corporation shall be “Alabama Mineral & Lapidary Society, Inc.”

## **ARTICLE II – Purpose**

The primary purpose of this Society is for persons interested in the study, collection and lapidary treatment of rocks and minerals, to associate as members. The general purposes for which this corporation is formed are to stimulate interest in rocks and minerals by furtherance of the activities of the members of this corporation in the earth sciences; to disseminate knowledge, methods and procedures for the collection, identification, classification, cutting, polishing, setting and mounting of specimens for these activities; and to promote good fellowship, proper ethics and conduct in the relations of said members with each other and with members of other earth science societies in pursuit of these activities.

## **ARTICLE III – Finances**

This society is not organized for business purposes or pecuniary profit and no act or thing done hereunder shall confer any benefit upon any member, director or officer of this corporation, either directly or indirectly, and in no event shall the earnings, income, or assets of this corporation be distributed to, or inure to the benefit of, any member, director or officer of this corporation, either directly or indirectly, but shall inure exclusively to the benefit of the society strictly as a society for the study, collection and lapidary treatment of rocks and minerals. The fiscal year of the organization shall run from Oct 1 - Sep 30.

## **ARTICLE IV - Powers**

This Society, as a private nonprofit corporation, shall have all of the powers and privileges now or hereafter provided by the laws of the state of Alabama relating to private nonprofit corporations generally and not inconsistent with the express social purpose of this corporation.

## **ARTICLE V – Membership**

Membership and Dues

### **Section 1. Qualifications**

Any reputable person interested in minerals, gems, and the earth sciences shall be eligible for membership to this Society.

### **Section 2. Classes of Members**

The membership of the Society shall consist of the following classes:

Adult, Junior, Family, Student, Life Member, and Honorary Members.

a. Adult members: persons 18 years of age and over.

- b. Junior members: persons 11 years of age and up to 18 years of age.
- c. Family members: adult heads of a family of two or more – and minor dependents.
- d. Student (Post Secondary) member: persons attending an accredited academic institution in the State of Alabama.
- e. Life Member: Adult members who have performed outstanding service in the interest of the Society and are, therefore, duly elected to this category by the Society in recognition of their service. Any member in good standing may make a written nomination by providing a list of accomplishments, contributions and outstanding service on behalf of this Society. The nomination should be turned in to the board of directors before the September meeting for review, and if selected, the board will make a recommendation to the club for their approval at the annual meeting. Up to 2 candidates per year may be presented to the membership for voting in the form of a resolution.
- f. Honorary Member: persons of prominence in the field of mineralogy, geology, gemology, or related fields who have performed outstanding service in the interest of the Society and are, therefore, duly elected to this non-voting category by the Society in recognition of their service.

### **Section 3. Membership Application**

A membership application form and dues shall be submitted to the Membership Committee and shall be subject to unanimous approval. Applicant names shall be published in the newsletter of the Society prior to receiving final approval by the membership committee. If no objections from any member are made known in writing to the committee, membership will become effective upon approval and a membership card will be issued; if membership is not approved, dues will be refunded.

### **Section 4. Membership Privileges**

Only members 18 years of age and over shall be eligible to vote and to be counted in the quorum. A family membership is entitled to up to two votes. All classes of members shall be entitled to other membership privileges of the Society, but membership shall not entitle them to any pecuniary or financial profit of any form or kind, nor does the member have any right or interest in the property of said corporation.

### **Section 5. Dues Amount**

Dues are paid annually and shall grant membership for a calendar year (January 1 – December 31). New members pay dues according to this Article through the end of the year in which they join; new members who join on or after June 1 of any year shall pay one-half of the following applicable amounts. Renewals extend membership through December 31 of each year.

### **Section 6. Dues Payable**

Dues are payable to the Treasurer at the Annual Meeting in November of each year. Any member with dues in arrears after the January meeting shall be considered not in good standing. Renewal dues shall be paid in the full-year amount regardless of the month in which the renewal dues are paid.

## **ARTICLE VI. Officers**

### **A- Election of Officers**

**Section 1.** The officers shall consist of a President, 1st Vice-President-Programs, 2nd Vice-President-Field Trips, Recording Secretary, Corresponding Secretary, Treasurer, and Historian.

**Section 2.** There shall be a Nominating Committee consisting of three members in good standing with at least 2 years of membership, one (1) of whom shall be selected by the board of directors in the month of January, the remaining two shall be selected by the Society in the month of February. An individual member shall serve on the Nominating Committee for only two (2) consecutive years. The committee shall nominate a candidate for each office and make its report to the Society at the regular meeting in October.

**Section 3.** The officers shall be elected by ballot at the regular meeting in October for a term of one (1) year or until their successors are elected. In the event there is only one nominee for an office, election may be held by voice vote. A majority vote shall constitute election. The officers shall be installed at the annual meeting in November and shall assume their duties upon adjournment of this meeting.

**Section 4.** Should a vacancy occur in the office of president, the 1st vice president shall assume office for the unexpired term. Vacancy occurring in any other shall be filled by vote of the board of directors.

### **B- Duties of Officers**

#### **Section 1. President**

The President shall:

- a. Preside at all meetings of the Society and the Board of Directors and shall be the general executive officer of the society.
- b. Be director of activities and perform such other duties as usually appertain to this office.
- c. Make an annual report of his stewardship at the annual meeting and present a copy of the report to the historian.
- d. Call special meetings when deemed necessary.
- e. Appoint special committees.
- f. Appoint a recording secretary pro tem in the absence of that officer.
- g. Serve as a member ex-officio of all standing and special committees except the nominating committee.
- h. Summarize the actions of the Board of Directors and report to the membership at the next general meeting.
- i. Provide the "President's Message" for the monthly newsletter.
- j. Present recommended budget to the membership for approval at the annual

meeting in February.

k. Appoint an Auditing Committee of two or more in September of each year, who will report the results of the audit at the November meeting. It is strongly suggested that any new nominee for Treasurer be appointed to this committee.

### **Section 2. 1st Vice-President - Programs**

The 1st Vice-President shall:

- a. Assist the president in the performance of his duties
- b. Schedule an appropriate program for each regular meeting
- c. Chair the Program Committee
- d. Preside at meetings of the society and the board of directors in the absence of the president
- e. Succeed to the office of president in the event of vacancy in that office.

### **Section 3. 2nd Vice-President - Field Trips**

The 2nd Vice-President shall:

- a. Plan scheduled trips to interesting sites of interest to the society
- b. Obtain permits or permission for access to those sites
- c. Announce any special needs and precautions regarding sites
- d. Provide adequate directions for reaching sites
- e. Collect any required fees or release forms
- f. Arrange for parking areas on field trips
- g. Chair the Field Trip Committee.

### **Section 4. Recording Secretary**

The Recording Secretary shall:

- a. Keep minutes of all meetings of the society and the board of directors by recording them in a volume to be permanently preserved.
- b. Keep the current records of meetings and reports of the society.
- c. Notify the Publications chairman of the time, place and date of all meetings including field trips for the purpose of having such notices published in the Newsletter.
- d. Maintain an up-to-date roll of all members and present to the Historian at the annual meeting a complete list of members for the preceding year (December-November).
- e. File a copy of the minutes of the general meetings with the Newsletter Editor after each meeting.
- f. Provide general and board of directors minutes from the preceding year (December-November) to the Historian at the December meeting.
- g. Perform such other duties as are incidental to this office.

### **Section 5. Corresponding Secretary**

The Corresponding Secretary shall:

- a. handle all correspondence of the society, keep and preserve the same, and make the same available for the members at all times..
- b. Send a list of newly elected officers of the Society to the secretary of the Southeast Federation of Mineralogical Societies as requested.

- c. Create agenda for regular and board meetings
- d. Act as chair of the Sunshine Committee.
- e. Act as chair of the Publications Committee

### **Section 6. Treasurer**

The Treasurer shall:

- a. Receive and deposit all fees and monies due the society.
- b. Be authorized to pay legal financial obligations previously approved by the society or the board of directors.
- c. Make a financial report to the Board at each meeting and to the society at each meeting.
- d. Submit an audited, detailed financial report in writing to the society at the annual meeting in November.
- e. Notify the Recording Secretary and Publications chairman when the membership list is updated.
- f. The Treasurer and all other persons authorized to handle the funds of this Society shall give fidelity bonds in amounts determined by the Board of Directors. The expense of these bonds shall be borne by the Alabama Mineral and Lapidary Society.
- g. Keep all financial records of the society.
- h. Assist the board with creation of an annual budget.
- i. Shall preside over the Finance Committee and the Investment Committee
- j. Perform such other duties as are incidental to this office.
- k. Treasurer presents summary of yearly expenses/ income to the board between the October and November meetings.

### **Section 7. Historian**

The Historian shall:

- a. Maintain and preserve the history of the society in the form of the minutes of the meetings, the monthly newsletter, and any other publications in which are recorded activities of the society and its members. These records shall be kept in the archives of the society.
- b. Perform such other duties as are incidental to this office.

## **ARTICLE VII. Meetings**

**Section 1.** Regular meetings of the society shall be held on the second Friday of each month, December through November, unless otherwise ordered by the society or the board of directors.

**Section 2.** The regular meeting in November shall be the annual meeting at which officers shall be installed and for the purpose of attending to other necessary business.

**Section 3.** Special meetings may be called by the president or the board of directors; the purpose of the meeting shall be stated in the call. Except in cases of emergency, at least 5 days notice shall be given.

**Section 4.** Ten (10) adult members of the society who are in good standing shall constitute a quorum, provided that at least two (2) elected officers are present.

## **ARTICLE VIII. Board of Directors**

### **Section 1. Management of the Society**

The management of said corporation shall be vested in a Board of Directors, who shall have the management of its routine business. Expenditures in excess of one hundred dollars which are not covered by the annual budget are subject to approval by the society. Matters that affect member's rights, responsibilities or general welfare are subject to approval by the society. The officers of the corporation shall be elected by a majority vote of all members in good standing and present at the annual meeting of the corporation. Officers shall hold their offices for the term of one year, unless sooner removed. The officers shall consist of a President, 1st Vice-President, 2nd Vice-President, Recording Secretary, Corresponding Secretary, Treasurer and Historian.

### **Section 2. The Board of Directors**

The Board of Directors shall consist of:

- a. Officers of the society.
- b. Chairs of standing committees.
- c. President holding office at the end of the past two years.

### **Section 3. Duties of the Board**

The duties of the Board of Directors shall be to:

- a. Outline and recommend action to the society.
- b. Administer the affairs of the society between its meetings, with no action to be in conflict with that of the society.
- c. Approve expenditures of one hundred dollars or less as may be deemed necessary in the work of the society. Any anticipated expenditure amounting to more than one hundred dollars shall be subject to approval of the society.
- d. Report to each meeting by means of a summary by the President.
- e. Fill vacancy occurring in any office other than president.
- f. Call special meetings of the society.
- g. Select one (1) member in good standing to serve on the nominating committee, selection to be made in the month of January.
- h. Develop a budget, and present the budget to the membership for approval.
- i. When possible, provide advance notice to the membership of matters that will be voted on at the upcoming club meeting.
- j. Upon written complaint to the board regarding a violation of the code of ethics, the Board of Directors at a special meeting may, by a 3/4 vote of the board, expel any member from the Society whose attitude, conduct, and actions are considered detrimental to the welfare of the Society, subject to the following condition: Expulsion may be made only after the member has been given an opportunity to show cause to the board first, then to appeal to the membership at large why the expulsion is not justified, or to voluntarily withdraw. If the issue is presented to the membership at large, a 3/4 vote of the membership present is required for a decision.

k. Review all requests for charitable contributions, and present their recommendations to the club before presenting to the membership for a vote.

#### **Section 4. Meetings of the Board**

Meetings of the board of directors shall be called by the president or by any three elected officers.

a. A meeting of the existing portion of the board of directors, namely the elected officers, shall be held after the annual meeting in November and before the first regular meeting of the society in December for the purpose of selecting chairmen of standing committees. The names selected shall be subject to approval of the society at the December meeting.

b. A meeting of the board shall be held after the January meeting and before the February meeting for the purpose of selecting one (1) Nominating Committee member, finalizing the budget for presentation to the membership at the February meeting, and any other necessary business.

#### **Section 5. Quorum**

Five members of the board of directors shall constitute a quorum at board of director meetings.

### **ARTICLE IX. – Committees**

#### **A. Establishing Committees**

**Section 1.** There shall be the following standing committees: membership, program, field trips, finance, investment, publications, property custodian, general show, hospitality, sunshine, publicity, and web site. Chairs of these committees shall be selected by the elected officers and approved by the society.

**Section 2.** Standing committees may be further established, or dissolved, by the board of directors as may be deemed necessary.

**Section 3.** Vacancies occurring in standing committees shall be filled by the board.

**Section 4.** Special committees other than nominating may be appointed by the president.

**Section 5.** The president shall serve as member ex-officio of all committees except nominating.

#### **B- Duties of Standing Committees**

##### **Section 1. Membership Committee**

The Membership Committee is responsible for handling applications for membership, renewing memberships, and maintaining a Membership Directory.

a. Receive names of all applicants for membership, and shall ascertain that all requirements for membership in this society have been met by each applicant before giving their approval for acceptance.

b. Make periodic studies of the society membership roll, when deemed necessary, and take steps to either reinstate or cancel memberships.

c. Notify the recording secretary of all newly approved memberships so their names can be entered into the minutes.

d. The Treasurer, Historian, and Corresponding Secretary shall automatically serve as members of the membership committee.

e. A member of the Membership Committee will have an up-to-date copy of the membership list at each meeting.

## **Section 2. Program Committee**

The Program Committee shall arrange a suitable program for each regular monthly meeting of the society. The 1st Vice-President shall chair this committee.

## **Section 3. Field Trip Committee**

The Field Trip Committee shall set up field trips for the society. The 2nd VicePresident shall chair this committee.

## **Section 4. Finance Committee**

The Finance Committee shall preside over the budget and collecting data from others on the committee. The Finance Committee shall be chaired by the Treasurer.

## **Section 5. Investment Committee**

a. Shall develop the portfolio's purpose and objective and a clear definition of success in determining whether the portfolio fulfills that purpose and meets that objective.

b. Shall determine options to produce income for the club.

c. Shall develop a clear investment strategy that includes a reasonable set of assumption about the society's risk tolerance and expected returns

d. Shall place members on the committee who are qualified to implement the investment strategy

e. Shall report investment status to the membership each month.

f. Shall be chaired by the Treasurer.

## **Section 6. Publications Committee**

The Publications committee shall:

a. Publish a monthly Newsletter.

b. Issue special notices as necessary.

c. Send two copies of each monthly Newsletter to the Historian.

d. Issue membership lists and other publications of the society.

e. Exchange club bulletins with other gem, mineral, and lapidary clubs.

f. Gather and publish news of member activities, illness, injuries and other events of interest to club members.

## **Section 7. General Show Committee**

The General Show Committee is responsible for coordinating all aspects of the yearly gem show.



### **Section 8. Publicity Committee**

The Publicity Committee shall contact appropriate media outlets to list the yearly gem show information, and other shows when necessary. Contact the SFMLS for listing show information. Confirm information with the venue representative for the show in their weekly, monthly, and yearly publications. Contact TV stations, radio stations, lapidary and rock publications, newspapers, magazines, and journals to list the show information. Produce fliers and bookmarks, and distribute them to club members for further distribution. Set up any TV interviews needed in the week prior to the weekend show. Small yard signs need distributed and picked up after the show for reuse each year.

### **Section 9. Web Site Committee**

The Web Site Committee shall keep the club's website current and functioning properly. The officer responsible for submitting information to the site retains final decision-making authority regarding the information posted.

### **Section 10. Property Custodian Committee**

The Workshop Property Custodian Committee is responsible for storage, maintenance and supervision of the club equipment, including saws, trimmers, capping machines, polishers, burn out kiln, etc. The custodian shall keep the workshop area clean of trash and debris. The custodian is also responsible for obtaining expendable items such as blades, belts, wheels, polishing compounds, oil, etc.

### **Section 11. Hospitality Committee**

The Hospitality committee shall aid in implementing the monthly programs or other society entertainment by coordinating volunteers for refreshments.

### **Section 12. Sunshine Committee**

The Sunshine committee shall keep in touch with all members and notify the President when anyone is ill, injured or has experienced a significant family event. The chair shall be the Corresponding Secretary

## **ARTICLE X – Parliamentary Authority**

The current issue of Robert's Rules of Order shall govern the society in all cases in which they are applicable and in which they are not in conflict with the bylaws of the Alabama Mineral and Lapidary Society, Inc.

## **ARTICLE XI – Dissolution**

In the event of dissolution or winding up of this corporation its assets shall be distributed for educational or scientific purposes to such nonprofit corporations or institutions organized and operated exclusively for such purposes as may be designated by the Board of Directors.

## **ARTICLE XII. Amendments**

- 1) The Certificate of Formation, Bylaws of the society, and Code of Ethics may be amended by a 2/3 vote of the voting members present and voting at any legal meeting of this society, provided that the proposed amendment shall have been presented in writing to the entire membership at least two (2) weeks prior to the meeting at which the vote is to be taken. The Certificate of Formation and bylaws may be amended, added to, altered or repealed by any annual, regular monthly or special meeting of the membership. Amendments to the Certificate of Formation must be filed with the county Probate Office, who will assess a filing fee.
- 2) A special committee, designated as the "Bylaws Review Committee" shall be appointed by the President on the 10th anniversary of the publication date of the existing bylaws, and every 10th year thereafter for the purpose of reconciling the bylaws and club practices

## **ARTICLE XIII. Scholarships**

### **Section 1. Joe and Frances Kontzen Scholarship**

This scholarship may be awarded annually at the December meeting to a member of AMLS chosen by a special Scholarship Committee. It is given in memory of Joe and Frances Kontzen, longtime AMLS members and friends.

a. Purpose. The scholarship is for one week's class attendance at either William Holland Lapidary School or Wildacres Retreat during one of the workshops sponsored by the Southeast Federation of Mineralogical Societies (SFMS) or the Eastern Federation of Mineralogical and Lapidary Societies (EFMLS). The amount of the scholarship shall equal the double occupancy room rate at the school chosen by the Awardees.

b. Funding. The scholarship will be funded by proceeds from the annual gem show, augmented by the General Fund if necessary. Payment will be made to the appropriate organization.

c. Committee. The Scholarship Committee consists of a Chairman and two members, plus the President as ex-officio member. The President selects the Chairman at the July meeting, and the membership selects the other two committee members at the August meeting.

d. Application Process. Notices to apply for the Scholarship will appear in the September newsletter. The Chairman will mail applications to members upon request. Applications will also be published on the AMLS web site for downloading, and be made available at the August, September, October, and November meetings. Application deadline is the November meeting.

e. Selection Process. The Chairman is responsible for collecting applications, organizing the Committee's selection meeting(s), and selecting the Scholarship Awardees (and an Alternate if necessary).

f. Class Selection. The Awardees will select a class from those available classes sponsored by the SFMS or EFMLS during the year following the award. The Scholarship must be used during that year, and is not transferable. If it is determined that the Awardee cannot use the Scholarship for any reason, the Scholarship will go to the Alternate selected by the Committee.

#### **ARTICLE XIV. Liability**

Members of the Alabama Mineral and Lapidary Society, Inc. participate in field trips or other activities of the Society at their own risk. Every participant in a field trip shall present to the field trip chair a written statement releasing both the Society and the driver of the car from all responsibility for damages or bodily injury that might arise from riding in the car or vehicle and/or participating in the field trip, such release to be signed by parent or legal guardian if the participant is a minor.

#### **ARTICLE XV. Non-Discrimination**

The society shall not discriminate against anyone on the grounds of race, color, gender, religion, national origin, pregnancy, disability, or age.

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