

The Executive Committee moves that the BMG Bylaws be amended as follows:

BOSTON MOUNTAIN GROTTO

Of the National Speleological Society

(Northwest Arkansas)

BYLAWS

BYLAW 1. MEMBERSHIP

A. **Privileges of membership** (see table below) may include one vote at all meetings, participation in all activities and functions, the eligibility to hold office, and use of BMG equipment. The “voting membership” is all members except Junior Family and Honorary members. Associate (Non-NSS) members may only vote on matters that do not pertain to the NSS national organization. **Only Full members, BMG members with NSS affiliation, shall have the eligibility to run for grotto office and sit on the Executive Committee**

B. The **term of membership** shall be 12 months from the date of joining or renewal. A member may cancel his or her membership at any time by notifying the Membership Officer in writing or by email. There is no refund for cancelled memberships. Membership is contingent on payment of dues.

C. **Membership Definitions**

DEFINITION	VOTING RIGHTS	NEWSLETTER (HARD COPY)	REQUIREMENT	DUES PER YEAR
Full Individual *	Yes	Yes	Must be NSS member	\$10.00
Full Family **	Yes	No	Must be NSS member.	\$6.00
Associate Individual *	Yes ***	Yes	Non-NSS member	\$10.00
Associate Family **	Yes ***	No	Non-NSS member	\$6.00
Junior Family	No	No	Under 18 yrs. Parent must be Full or Associate Individual member.	\$4.00
Honorary	No	Yes	Approved by membership	None

* If under 18 yrs, must be approved by the Executive Committee.

** Spouses & other adult members in the same household of a Full or Associate Individual member.

*** Not allowed to vote on NSS matters.

D. Membership Qualification. Membership may be granted after a period of good standing, where the membership applicant has been introduced to the BMG, the NSS, and our mission. Applicants for membership must have been on a minimum of *one* introductory caving trip with grotto members before membership shall be accepted. It shall be understood that the membership applicant/s do not violate any of the following criteria before accepting membership:

1.
 - a. Disregard of the BMG/NSS conservation policy and/or safe caving practices.
 - b. Actions within the general public which do not represent the BMG including criminal activity, hate crimes, illicit artifact digging, etc.
 - c. A serious potential for liability issues with the grotto and/or landowners.

It shall be understood that the BMG Executive Committee and/or Membership Officer may reject a membership application should they find sufficient evidence of the qualifiers listed above in Bylaw 1 Section D. #1 a-c.

The BMG also may allow exemptions to expedite the membership application process and allow immediate approval as follows:

2.
 - a. The applicant in question is a NSS member transferring from another grotto.
 - b. The applicant is vetted by BMG members of at least five years or more.

E. Discipline. Members may be disciplined, including termination of membership, for misconduct related to caving or BMG membership, as provided in Robert's Rules of Order, Newly Revised.

F. Friends of the BMG. The designation of "BMG Friend" may be granted by the Executive Committee or the voting membership to non-BMG members who desire to receive information and notifications concerning BMG business and activities. A BMG Friend may receive the newsletter electronically and be part of restricted group communication means such as a list serve, social media, or members mailing list, but is not entitled to any of the other privileges of actual membership. The designation of BMG Friend will remain in effect until rescinded by the Executive Committee or the voting membership.

G. Honorary Membership. The "voting membership" may award Honorary membership for periods of up to three years to persons who have distinguished themselves by notable service to the BMG, the NSS, or the caving community at large. Honorary members shall have all privileges of Individual membership except the right to vote and hold office. Honorary Membership may be revoked by a majority vote of the EC or the BMG voting membership. Honorary members who return to active engagement in the BMG shall be offered a return to a voting, dues paying Full Individual membership within the first two business meetings following their return from hiatus. This change of membership shall be confirmed via a voice vote in the general meeting.

BYLAW 2. OFFICER DUTIES.

A. In addition to other duties imposed by the Constitution and other Bylaws:

1. The BMG **President** shall:

- a. preside over meetings of the BMG and the Executive Committee.
- b. be responsible for coordinating the functions of the grotto.
- c. submit an annual report to the NSS.
- d. be authorized to sign checks on the BMG checking bank account.
- e. appoint Functional Coordinators, Project Coordinators, and committees as needed.

2. The **Vice President** shall:
- a. Fulfill the duties of any other officer unable to do so due to absence, disability, or the vacancy of the office.
 - b. coordinate programs for the grotto meetings.
 - c. be authorized to sign checks on the BMG checking bank account.

3. The **Secretary** shall:
- a. be responsible for the recording and the reading of the minutes of grotto meetings.
 - b. Provide notices required by the Constitution or Bylaws.
 - c. Maintain the records of the BMG not kept by other officers or Functional Coordinators.
 - d. Receive communication directed to the BMG and forward it to the appropriate party for action or response.

4. The **Treasurer** shall:
- a. be responsible for the BMG monies and bank checking account, and generally keep the financial books of the BMG.
 - b. be authorized to sign checks on the BMG checking bank account
 - c. submit summary financial reports at each meeting and a comprehensive written annual report for the previous calendar year at the first regular meeting of the new year.

5. The **Membership Officer** shall:
- a. be responsible for the processing of new and renewal memberships and the issuing of membership cards to BMG members.
 - b. publish current rosters of the BMG membership
 - c. greet guests and prospective members, make them feel welcome, and furnish materials to them about caving, the BMG, and the NSS.
 - d. Coordinate beginner's caving trips.

B. Each officer may call upon Functional Coordinators or other officers or members to assist in the performance of such duties, but shall supervise such assistance to ascertain that the duty is properly executed.

BYLAW 3. DUTIES OF FUNCTIONAL COORDINATORS, PROJECT COORDINATORS, and COMMITTEES

A. If and when appointed, the following named Functional Coordinators will have the duties and responsibilities given below. The President may appoint other Functional Coordinators in addition to those listed in this Bylaw.

1. The **Cave Files Manager** is responsible for maintaining the BMG's information files about specific caves. The **Cave Files Manager** will collect updates to the files from the BMG membership and will forward copies of such cave information to appropriate organizations as designated by the Executive Committee.

2. The **Newsletter Editor** is responsible for the editorial content and layout of periodic editions of "The Boston Mountain Underground" newsletter.

3. The **Newsletter Publisher** is responsible for printing and disseminating current editions of the newsletter to authorized recipients.

4. The **Quartermaster** shall operate the grotto store and maintain accountability for all BMG property.

5. The **Webmaster** shall maintain the public website, listserv, and e-mail account of the BMG.

6. The **Librarian** shall maintain and circulate books and other publications owned by the BMG.

B. Any member, including an officer, may be appointed as a Functional Coordinator, Project Coordinator, or Committee Chair and may hold more than one of these positions at a time.

C. During each regular meeting, Project Coordinators and Committee Chairs should make progress or activity reports to the membership.

BYLAW 4. OFFICER ELECTIONS, SUCCESSION, AND REMOVAL

A. Officers shall be elected on a calendar year basis by a simple majority vote of those members voting. Elections will be held at the last regular meeting of the year with duties being assumed January 1. Nominations for new officers shall be made by a specially appointed committee as follows:

1. At the second-to-last regular meeting of the 4th quarter (or if there is only 1 regular meeting scheduled for the 4th quarter, at the last regular meeting of the 3rd quarter) each year, the members present shall appoint a Nominating Committee consisting of two or more BMG members, excluding current officers. In the absence of a quorum for that meeting, the Executive Committee shall promptly make that appointment. Notice of that appointment with contact information for each person so appointed shall be given within 3 days of that regular meeting.

2. The Nominating Committee will assemble a list of willing and qualified candidates for the next year's officer positions and give notice of this list within 14 days of that regular meeting by a method of its choosing allowed by Bylaw 6. The Nominating Committee may nominate more than one candidate for each officer position. Any person who is currently qualified for election to an office or who promises to take the necessary action to become qualified before the close of balloting (for instance by reinstating or applying for BMG or NSS membership), and who notifies at least one member of the Nominating Committee of his desire to run for that office within 7 days of the notice of appointment, shall be nominated.

B. The Nominating Committee shall determine the voting procedure for each office to be filled subject to amendment by the members present. If there is more than one candidate for an office, such procedure shall as far as practical provide for the secrecy of the ballot. Should no candidate for an office obtain a majority vote of

those voting for such office, a runoff election between the two candidates with the most votes will be held immediately.

C. If the office of President becomes prematurely vacant, the Vice President shall ascend to that office. The resulting vacancy in the office of Vice President, and any other officer vacancies shall be filled by immediately appointing a Nominating Committee as provided in Section A of this Bylaw and conducting a special election during the meeting following the one when the vacancy is identified in the same manner as provided in Sections A and B of this Bylaw.

D. Upon presentation of a petition to remove a particular serving BMG officer from the position held, signed by 25% of the voting membership, at a membership meeting, a committee shall be appointed by the members present to determine the voting procedure for such removal motion and to give notice that a vote on removal will occur at the next regular meeting and the adopted procedure at least 14 days prior to the next regular meeting by a method of its choosing allowed by Bylaw 6. Such procedure shall as far as practical provide for the secrecy of the ballot, and may be amended by vote of the members present. The removal vote shall require a 2/3 approval of the members voting to pass. The officer in question shall not occupy the Chair or participate in any decision of the Executive Committee during consideration of any matter related to the removal process. ”

BYLAW 5: MEMBERSHIP MEETINGS

A. **Regular Meetings.** The Executive Committee shall set the time, place and date of the regular meetings or a reliable method of determining same (e.g. “The 2nd Thursday of each month at 7:30 p.m. at the Lake Fayetteville Environmental Center”) to be held not less frequently than once per quarter year, and furnish the information to the NSS for publication as it sees fit. This meeting information shall be published in each BMG newsletter and on the public website of the BMG.

B. Conduct of Regular Meetings.

The order of business in all meetings should generally proceed as follows:

1. Introduction of new people.
2. Reading and approval of minutes.
3. Treasurer's report.
4. Project and Committee Reports
5. Old business.
6. New business.
7. Announcements by membership.
8. Trip reports.
 - a) Upcoming trips
 - b) Reports of previous trips
9. Adjourn
10. Program, Class, or Social Gathering.

C. **Special Meetings.** Special meetings may be called by the Executive Committee or by a petition signed by 2/3 of the voting membership. Notice of a special meeting and its date, time and place shall be provided to the membership not less than 5 days prior to its call to order.

D. **Changes to the Meeting Schedule.** Should the meeting time, place, or date change permanently or temporarily, notice of such change shall be provided to the membership. Further, written notice or a person shall be posted at the formerly regular scheduled meeting place, or as close

to it as practicable, at and for at least 15 minutes following the formerly scheduled meeting time and date. For permanent or recurring changes this notification process shall be repeated for one more subsequent meeting.

E. **Remote Meetings.** The Executive Committee may direct that the “place” of any, some or all meetings be by remote communication either exclusively or as an extension of a physical meeting place. All access links, numbers and codes and the like necessary for a person to participate in the meeting remotely shall be noticed as otherwise provided for giving notice of the place of a meeting in these Bylaws, or such notices may provide a reliable method for any person to obtain such access information. Any person connected to the meeting by remote communication shall be considered “present” for all purposes. The Chair shall take into account the manner and latency of all remote connections when calling for a vote to ensure that all members “present” have had the opportunity to participate, and a roll-call vote shall be taken upon the reasonably prompt objection by any member to the announcement of the outcome.”

BYLAW 6. NOTIFICATION

Unless otherwise provided for, notice to the membership shall be by one or more of the following methods as determined by the Executive Committee: (a) Announcement at a regular meeting (even if a quorum is not present) and a message posted to the BMG listserv and to the BMG public website; (b) E-mail notice or first class mail to at least one member of each household with voting members and a message posted to the BMG public website; or (c) First class mail to at least one member of each household with voting members.

BYLAW 7. CONDUCT OF BUSINESS

A. **Parliamentary Authority.** All procedural questions shall be governed by the current edition of Robert’s Rules of Order Newly Revised, when it is applicable and when it is not inconsistent with the BMG’s Constitution and Bylaws.

B. Proxies

1. Proxies will be accepted at all meetings and may be counted for quorum purposes.
2. All proxy authorizations shall be reduced to writing and the original or a facsimile (the “proxy instrument”) shall be promptly presented to the Chair. The authorization may designate alternate proxy holders by name or by method of appointment to serve if the named holder is absent. The writing shall be verified as expressing the intent of the principal by one of the following methods:
 - a. The signature of the proxy giver on the writing;
 - b. A certification signed by the primary or alternate proxy holder or by another BMG member that he/she has in person or by telephone or its equivalent read the writing to the proxy giver who then orally agreed to the terms of the authorization;
 - c. A certification signed by an officer or the webmaster that what appears to be an e-mail proxy authorization was forwarded or sent to an e-mail address previously provided by the proxy giver for BMG records and that a reply was received confirming the authorization.

3. A “specific proxy” as to a particular question is one which refers to that question in language which under the circumstances specifically identifies that question and:

- a. Instructs the proxy holder to vote for the particular question or candidate; or
- b. Instructs the proxy holder to vote against the particular question; or
- c. Specifically authorizes the proxy holder to exercise his/her discretion as regards to that particular question; or
- d. Otherwise sets forth a method to determine how to vote on that particular question (including but not limited to obtaining telephonic instructions). The proxy holder must certify on the proxy instrument facts indicating compliance with and the result of such method, unless the vote to be cast is to be by secret ballot.

C. **Quorum**

1. The number of voting members required to be present or represented by proxy at a duly called meeting in order to conduct business shall be 20% of the voting membership, but not less than five.

2. Should a quorum be absent or any other extraordinary event occur so as to prevent action which is directed to be taken up at that particular meeting (e.g., voting for officers at the last regular meeting of the year, voting on an amendment to the Constitution or Bylaws at the “next regular meeting”), the action shall be taken up at the next regular meeting or a special meeting called for that purpose.