

OHIO CAVE SURVEY

BYLAWS

I. MEMBERSHIP:

A. Applications for membership shall be in writing (paper or electronic) and shall be accompanied by dues.

B. There will be five classes of membership in this organization:

(1) Regular Member. This membership class will be for those who pay annual dues and are over age 18. Regular members have full voting rights and may hold office.

(2) Associate Member. This membership class will be for those who pay annual dues, but are under age 18. Associate members may vote, but cannot hold office.

(3) Life Member. This membership class will be for those who pay lifetime dues and are over age 18. Life members have the same rights as regular members, but do not pay annual dues.

(4) Organization Member. This membership is for organizations as identified in the organization's Constitution who pay the annual organization dues. The organization's point of contact may cast a vote on behalf of the organization.

(5) Honorary Member. This membership class is bestowed on a member by the Board of Directors in recognition of continued service to the organization. Honorary members will have the same rights as regular members, but do not pay annual dues.

C. Termination of membership.

(1) Membership shall be terminated for nonpayment of dues. A member dropped for nonpayment will be reinstated upon payment of current dues.

(2) Members may be admonished, suspended, or expelled for conduct detrimental of the organization. Disciplinary action under this provision shall be taken only upon two-thirds vote of the Board of Directors by a secret ballot. Disciplinary action shall be initiated only upon presentation to the Board of Directors of a written petition for disciplinary action submitted by at least two members not in the same household.

(3) Upon receiving such a petition, the Board of Directors shall take such actions as are deemed necessary to notify the accused member or members, in writing, of the petition, and the place, date, and time at which the petition will be considered by the board. The accused

member shall have the right to speak on their own behalf. Such consideration shall take place no sooner than thirty days, or no later than sixty days after the petition is received by the board.

II. BOARD OF DIRECTORS:

A. The Board of Directors will be elected annually, and will serve a one-year term beginning on January 1st and ending on December 31st. Members may serve multiple terms. Only regular members age 18 or older may hold office.

B. The members of the Board of Directors shall be:

- (1) President
- (2) Vice President
- (3) Secretary
- (4) Treasurer
- (5) Four Directors

C. The duties of the Board of Directors are:

(1) President - Responsible for preparing an agenda for each meeting and presiding at all meetings. Will serve as the official spokesperson for the Ohio Cave Survey and call special meetings as necessary. Per Robert's Rules, votes during the conduct of organization business only to break a tie.

(2) Vice President - Assist the president and preside at all meetings in the absence of the president. Will oversee internal projects and will assume the presidency upon the death, resignation, or incapacitation of the president.

(3) Secretary - Responsible for taking and distributing copies of minutes of all meetings. Responsible for maintaining the file of the constitution, bylaws, and board policies. Responsible for all correspondence and maintaining the organization's mailing address. Responsible for maintaining the membership database and coordinating with the treasurer on the receipt of dues. Coordinates the organization's Ohio Articles of Incorporation.

(4) Treasurer - Responsible for managing all funds and bank accounts of the organization. Responsible for submitting financial reports to the Board of Directors at each meeting. Maintain the Ohio non-profit and tax-exempt status.

(5) Directors - Serve as voting members of the Board of Directors and fill roles on committees, as well as serving as the liaison to other organizations.

D. Proxies. A member of the Board of Directors may appoint a proxy to represent them at a meeting by notifying the secretary, in writing, of the meeting to be missed and who their proxy is.

E. Removal of an officer or director. The Board of Directors shall have the power to remove any board member who, without cause, fails to attend two regular meetings in one calendar year without sending a proxy.

F. Vacancies on the Board of Directors that occur will be filled for the balance of the calendar year by the president's appointment, subject to majority approval of the rest of the board.

III. GENERAL MEETINGS:

A. A general membership meeting will be held at least once every six months during the calendar year as determined by the Board of Directors. Additional meetings may be held at the discretion of the Board.

B. The Board of Directors will meet at the discretion of the President.

C. All general membership and Board of Directors meetings are open to all. Only individual members have voting privileges.

D. All meetings will be conducted using Roberts *Rules of Order*.

E. A quorum at a general membership meeting shall be ten members, or ten percent of the membership, whichever is the greater number. A quorum for a Board of Directors meeting will be a majority of the total board members.

IV. COMMITTEES:

A. The organization shall have permanent committees as directed by the Board of Directors and described in a board policy.

B. Ad hoc committees. Ad hoc committees may be appointed by the President to address specific and short term projects and issues. The ad hoc committee will prepare a report to the Board of Directors and will be dissolved once the project is complete.

C. Committee appointments. Committee chairs will be nominated by a member of the Board of Directors and will be confirmed by a majority vote of the board. Committee chairs may appoint members to the committee at his or her discretion and do not require confirmation by the board.

V. FINANCES:

A. The amount of annual dues, their due date, and the collection procedures shall be determined by the Board of Directors and published in a board policy. All membership applications and dues received dues will be managed by the treasurer.

B. An annual budget will be established by the Board of Directors and managed by the treasurer. The treasurer will provide finance reports at each general membership and Board of Directors meetings.

C. The fiscal year shall begin January 1st and end on December 31st.

VI. PUBLICATIONS:

A. The organization will publish a newsletter at least bi-annually. Special publications, subject to regulations governing subject matter, publication dates, sales, and distribution may be authorized by the Board of Directors. The name of the newsletter shall be determined by a majority vote of the Board of Directors.

VII. BOARD POLICIES:

A. Each action approved by the Board of Directors which serves to establish new policies or administrative procedures will be designated as a "Board Policy." The secretary is responsible for assigning a policy number (the year and sequential number) and will maintain a file of such policies.

VIII. ASSESSMENTS AND GIFTS:

A. No special assessments may be made against a member of the organization. Voluntary contributions may be solicited by the Board of Directors for specific purposes. A charge may be made for the organization's special publications and extra copies of regular publications, and fees may be collected for use of the organization's property when approved by the Board of Directors.

B. Gifts and bequests may be made to the organization in any form or amount and for any use compatible with the purpose of the organization.

C. A charge may be made to non-members for:

- (1) Attendance at Ohio Cave Survey sponsored activities.
- (2) Use of organization equipment, library, data, copies of publications, and maps.
- (3) Other resources as determined by the Board of Directors.

IX. AMENDMENT:

A. All proposed amendments to these bylaws must be presented to the entire membership and notice given to the members as to the location, date, and time of the general membership meeting at which the amendment will be considered for adoption. Provisions shall be made for absentee voting. The notice shall be given not less than thirty days prior to the designated meeting. Adoption of the amendment shall require a two-thirds vote of the members voting, either in person or by absentee ballot and the total votes cast will constitute at least twenty percent of the membership.

X. DISSOLUTION:

A. In the event of dissolution, the assets of the organization shall be distributed to a like-minded entity selected by the Board of Directors. A two-thirds vote of the membership is required to dissolve the organization.

Ratified - June 5, 2020