

BY-LAWS of the  
MAINE MINERALOGICAL and GEOLOGICAL SOCIETY, INC.

Revised 02/23/2023

ARTICLE I. Name, Purpose and Seal

1.1 The name of this organization shall be the Maine Mineralogical and Geological Society, Inc., hereinafter referred to as the Society.

1.2 The purpose of this Society shall be to promote an interest in all aspects of mineralogy and geology.

1.3 This Society was organized as the Maine Mineralogical and Geological Society on January 27, 1927, and was incorporated as a not-for-profit corporation under the laws of the State of Maine in January, 1940. The seal of this Society shall display mineral crystals in a matrix upon crossed shovel and pick with the Society's name and year of organization inscribed thereon.

1.4 The fiscal year of the Society shall begin on January 1 and end on December 31.

ARTICLE II. Officers and Trustees

2.1 The elected officers of this Society shall be President, Vice President, Treasurer, Assistant Treasurer for Membership, Recording Secretary, and four Trustees. The President may appoint the following position (to include but not limited to): Newsletter Editor(s), Young Prospectors Advisor(s), Director(s) of Field Trip Operations, Publicity Director, Gem & Mineral Show Chair, Program Chair, Education Director, and Communications Director.

2.2 The president shall appoint a Nominating Chairperson at the last meeting in the spring before the summer break. Beginning with the September General Meeting and ending with the October General Meeting, any current member in good standing may nominate any other current member in good standing as well as him/herself. All nominations shall be submitted to the Nominating Chairperson. During this period, all current elected officers and the two trustees up for reelection shall express their intent regarding reelection for the following year. The Nominating Chairperson shall ascertain before the slate is published whether each nominee is willing to stand for election. At the end of the nominating period, if there is an open position with no nominee, the Nominating Chairperson shall seek out a nominee for that position.

2.3 Trustees shall serve terms of two years, with two Trustees elected each year. All other elected and appointed officers shall serve terms of one year. All terms shall coincide with the fiscal year of the Society as defined in Paragraph 1.4. Officers and Trustees shall be elected by secret ballot at the annual meeting of the Society and shall continue in office until the end of their term or until successors are duly elected or appointed, whichever occurs first.

2.4 Officer and Trustee positions may be created, modified, or eliminated according to the needs of the Society by amending these By-laws.

2.5 After due deliberation and for cause shown, an officer or trustee may be removed from office by a two-thirds vote of those members present and voting at a meeting of the Society at which a quorum (paragraph 7.1) is present. The quorum for a vote on removal of an officer or trustee shall be six officers and/or trustees in addition to the officer or trustee whose removal is under consideration.

2.6 The vacancy of any officer or trustee, for whatever reason, may be filled for the remainder of that officer or trustee's term by nomination by the President and general election at the next regular meeting of the Society.

2.7 General elections of officers and trustees shall require a simple majority of the Society voting members present at a scheduled, regular meeting. If there are three or more candidates for a given position, a simple plurality will determine the winner.

### ARTICLE III. Appointments

3.1 Standing Committee appointments should be made by the President at the beginning of the term, or as necessary, for Program, Auction, Reception, Safety Officer, Ham and Weeks Mine Director, Academic Scholarship Chair, and Federation Delegates.

3.2 Other committee chairs may be appointed as appropriate and shall serve throughout the year or until their business is completed.

### ARTICLE IV. Duties of Officers and Trustees

4.1 Except as provided herein, the duties of officers are those normally associated with their respective offices.

4.2 The President shall preside at all meetings of the Society. In the absence or disability of the President, the Vice President, Secretary, or Treasurer, in that

order of precedence, shall perform the duties of the President.

4.3 In addition to the above-mentioned duty, the Vice President shall perform any function or duty given by the President.

4.4 The Recording Secretary shall keep the minutes and records of the Society.

4.5 The Treasurer shall be the financial agent of the Society and shall, subject to the orders and supervision of the Society, collect and disburse the funds of the Society; shall keep or cause to be kept accurate books of account; and shall make a report of the financial condition of the Society at each scheduled meeting.

4.6 The Assistant Treasurer for Membership shall maintain a complete and current list of members of the Society, with contact information as provided by each member; shall make contact information available to officers for distribution of the Society newsletter and for other business of the Society; shall receive dues from members as provided for by these By-laws and shall deposit same in full to the credit of the Society; and shall maintain a record of the dues paid by each member.

4.7 Trustees shall serve and promote the best interests of the Society in the conduct of its business generally and, specifically, at business meetings. The Trustees' votes are on behalf of the Society. The Trustees should make reasonable efforts to attend business meetings. The Trustees collectively shall oversee the acquisition, safe-keeping, and disposal of the Society's non-monetary assets. At the end of each fiscal year the Trustees shall conduct and present to the officers an inventory of the non-monetary assets of the Society. Together with the Treasurer and Assistant Treasurer for Membership, the Trustees shall see that the Society's monetary assets are properly managed and accounted for and shall see that the books of the Society are audited annually as provided elsewhere in these By-laws.

4.8 The Editor(s) of the newsletter shall ensure a timely publication of the monthly newsletter.

4.9 The Director of Field Trip Operations and Assistants shall investigate and negotiate for use of collecting sites for Society field trips and shall oversee all Society field trips.

4.10 The Director(s) of the Young Prospectors will work with young members of the Society to promote the study of mineralogy and geology at an appropriate educational level, with theory and fieldwork included.

## ARTICLE V. Membership

5.1 There shall be two classes of membership, active and complimentary.

5.2 Membership in the Maine Mineralogical and Geological Society shall be open to any adult regardless of race, creed, religion, gender, political orientation, or sexual preference.

5.3 Active members shall be those who express an interest in the objectives of the Society and pay annual dues. They shall carry on the business of the Society, and all officers and trustees shall be elected from these members.

5.4 Life memberships, with dues waived for life, shall become automatic after twenty years of continuous membership, with the approval of a quorum of the officers and trustees. Life members shall enjoy all the rights and privileges of active members.

5.5 Complimentary memberships may be authorized by a simple majority vote at any scheduled meeting of the Society. Complimentary members shall pay no dues, shall receive the Society newsletter, shall have no voting rights, and shall be eligible to participate in field trips sponsored by the Society. Complimentary memberships shall expire at the end of the current year if granted before the summer break or at the end of the following year if granted after the summer break. Exception: A Complimentary Membership may be renewed from year to year for exceptional service to the Society with the approval of a quorum of the officers and trustees.

5.6 Young Prospectors shall be open to those members between the ages of five and eighteen who express an interest in the study of mineralogy or geology. Family memberships shall include membership in Young Prospectors for eligible family members. Young Prospectors shall have no vote in the business of the Society. At the age of eighteen, Young Prospectors will be expected to become adult, dues paying members of the Society.

## ARTICLE VI. Annual Dues and Termination of Membership

6.1 Annual membership dues shall be payable in January of each year as follows: Individual, \$15.00, and Household, \$20.00. "Household" includes one or two adult spouses or domestic partners and their minor children or wards living under one roof.

6.2 A new member who joins after September 1, dues paid at that time shall

cover the following calendar year as well.

6.3 The Society may waive dues for a year at a time for any member for reasonable cause.

6.4 Membership shall lapse, and privileges of membership shall be suspended, if a member's dues remain unpaid on or after May 1. A lapsed membership shall be reinstated immediately upon payment of outstanding dues to the appropriate officer.

6.5 The membership of any individual may be terminated for cause shown by simple majority vote of a quorum of Officers and Trustees at a scheduled business meeting of the Society. Notice in writing by certified mail, with return receipt requested, to the address provided by the member must be given at least two weeks in advance of the meeting at which termination is to be discussed.

## ARTICLE VII. Meetings and Quorum

7.1 Business of the Society shall be conducted by officers, Trustees, and active members of the Society at meetings scheduled by the President. Meetings shall be chaired by the President or the President's designee. To transact business of the Society at a regular meeting, business meeting, or the annual meeting, a quorum of six elected officers and/or Trustees must be present. To transact business of the Society at a called meeting, the same quorum plus one Trustee must be present.

7.2 Meetings should be held in person to the extent possible but may be supplemented by, or conducted entirely, online via a telephone or computer network if necessary due to weather, contagion, or other factors. For purposes of a quorum, an officer or trustee shall be considered equally present whether physically present in the room or in real-time, two-way communication with all other participants via telephone or computer network.

7.3 The annual meeting to elect officers and trustees shall be held the third Saturday in November, or postponement date thereof. The slate of officers and trustees to be elected and the place, date, and time of the annual meeting shall be published in the monthly newsletter immediately preceding the election meeting.

7.4 Regular meetings of the Society shall be held the third Saturday of each month at 6:30 pm, weather permitting, September through May. A business meeting may regularly be scheduled for 5:00 pm the day of the regular meeting. Members shall be notified of regular meetings and business meetings through

the monthly newsletter. The business of the Society shall be conducted by its officers, trustees and members at meetings scheduled by the President. Members are encouraged to attend business meetings and to participate in discussions of Society business, and the officers and trustees shall take their input into consideration. Only elected officers and trustees may vote at business meetings.

7.5 All active members of the Society who are present at a regular meeting may vote in elections of officers and trustees, on questions of non-budgeted expenditures brought to the membership by the officers and trustees as provided in 9.2 (b), on amendments to these By-laws as provided in 10.1, and on such other questions as the officers and trustees may decide in a business meeting to place before the membership for decision.

7.6 If the President should decide that the best interests of the Society require that a meeting be held before notice can be given in the newsletter, the President may assemble a quorum plus one trustee and as many active members as is practical and conduct business as the situation requires in the best interests of the Society. Any decisions made at a called meeting must be ratified by a simple majority at the next regular or business meeting.

7.7 All members of the Society are encouraged to participate in meetings of the Society to the extent permitted by their category of membership. No member shall speak in a meeting until recognized and given the floor by the President. The President shall endeavor to ensure that all who wish to speak are given the opportunity to do so.

#### ARTICLE VIII. Field Trips and Activities of the Society

8.1 Field trips shall be planned for as many months of the year as is practical. The Director of Field Trips or their Assistants shall be in charge. Current membership in good standing is required to participate on any field trip.

8.2 The Society should sponsor and organize a Gem and Mineral Show once each year for the purpose of advancing the Society's mission.

#### ARTICLE IX. Assets of the Society

9.1 Budget Planning. A quorum of the officers and trustees (six of the nine positions) shall meet early in the fiscal year to develop a proposed budget. The proposed budget shall be presented and voted upon at a scheduled meeting of the Society within two months following the budget meeting. A notice of the

scheduled meeting shall be published in the newsletter prior to the scheduled meeting.

## 9.2 Expenditures and Appropriations.

(a) The President shall be authorized to approve miscellaneous expenditures of no more than \$250 per expenditure, for a total of no more than \$1,000, during each fiscal year.

(b) An expenditure or appropriation not provided for in the annual budget or in paragraph (a) above must be raised as new business at a scheduled regular meeting, discussed and approved by a quorum of the officers and trustees at a following business meeting, and presented for a vote at a subsequent scheduled regular meeting. Such expenditures and appropriations include, but are not limited to, new equipment, scholarships, support for projects, and Annual Show expenses and fees.

9.3 No officer or member shall take any action which might adversely affect the Charter, corporate status, or the non-profit nature and standing of the Society.

9.4 The books of the Society shall be audited once a year after the close of the fiscal year by a committee appointed for that purpose by the President.

9.5 In the event that this Society should be dissolved and cease to exist, the Society's assets, after payment of all reasonable debts and other claims for reimbursement, shall be turned over to a not-for-profit organization in the State of Maine whose purpose is also to promote an interest in the study of mineralogy and geology and all of its branches.

9.6 Other than the monies and records of the Society, assets owned or in the hands of the Society shall be limited to those necessary to accomplish the goals and objectives of the Society.

9.7 From time to time the Society may accept large donations of specimens, equipment, or other materials related to its mission for the purpose of dispersing said property through auction, direct sale, or similar means for the benefit of the Society in pursuit of its mission. Acceptance of donations valued at \$1000 or more shall be subject to approval by the Trustees. Such property shall have been appraised by a disinterested party who is competent to judge the value of the property with respect to the income the Society may expect to realize from sale of said property.

9.8 At no time shall property of the Society be sold, exchanged, taken, or otherwise converted for the personal benefit of any officer or member of the

Society without the express consent of the Society.

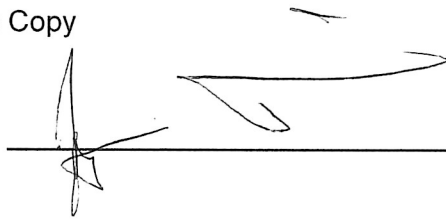
ARTICLE X. By-Laws

10.1 These By-Laws may be altered, amended, or repealed at any regular meeting of the Society by a two-thirds vote of those members present and voting. The substance of any proposed By-law change and a brief explanation of the change shall be published in the monthly newsletter edition preceding the regular meeting at which the change is to be voted upon.

10.2 These By-Laws, hereby replacing and superseding all other By-Laws of the Society, were adopted by a two-thirds majority of active members present and voting at the regular meeting of March 18, 2023.

A True Copy

Attest

A handwritten signature in black ink, appearing to be 'J. [unclear]', written over a horizontal line. The signature is stylized and somewhat cursive.

President.