

BY-LAWS

LAKE HAVASU GEM AND MINERAL SOCIETY, Inc. & HAVASU ROCKS

Article I: Organization

Section 1 Name: The name of this Society shall be **LAKE HAVASU GEM AND MINERAL SOCIETY, INCORPORATED**. Here and after, within these By-Laws, it shall be known as the Society.

Section 2 Purpose: The Purpose of this Society shall be to:

- A. Increase our appreciation of the beauty and value of the land on which we live.
- B. Foster good fellowship among its members and with members of the community.
- C. Host an annual Gem and Mineral Show for the community.
- D. Foster awareness of the earth sciences by:
 - 1. Increasing knowledge pertaining to minerals, and other geologic materials.
 - 2. Disseminating knowledge of minerals, fossils and rocks through collections and classification.
 - 3. Improving the practical skill of mineral study, collecting and fashioning as a hobby.
- E. Provide educational scholarships in the scientific fields.
- F. Procure, maintain, and improve club property.

Article II: Membership Dues and Badges Fees

Section 1 Membership:

- A. Membership shall be open to anyone interested in the purpose of the Society, and who, with the approval of the Executive Board, completes an application for membership and submits payment of dues as required in the By-Laws.
- B. Members who joined prior to July 31, 2024, Membership Fees are due and payable on January 1. New members joining after July 31, 2024 -refer to the **Standing Rules Section I Membership, under Item A**.
- C. For Members who joined prior to July 31, 2024 - Dues are considered delinquent after the February meeting. For Members who joined after July 31, 2024 – Dues are considered delinquent at the end of the month their one-year term expires. Example: Joined October 1, 2024 – Dues should be paid on October 1, 2025 and considered delinquent on October 31, 2025.
- D. Membership Fees may be changed by a majority vote of the membership.
- E. Membership Fees are exempt for members who have earned a Life Membership, with the approval of the Executive Board, or Paid lifetime members

Section 2 Membership Groups:

There are five membership groups:

- A. Individual Membership shall be any person joining the Society as an individual who is over the age of eighteen (18) years. That person shall have the right to vote and hold office.
- B. Junior Memberships shall be granted to persons between the ages of 12 and 18. Junior members do not have the right to vote or hold executive office.
- C. Life Membership shall be granted when a member by three ways;
 - 1) A member has participated in the club for 15 years plus served in two or more elected offices and served as a standing committee or ad hoc committee chairperson.
 - 2) Has been member of the Society for 25 years.

3) A Paid lifetime member (see Standing Rules **Section I, D**).
Life Members shall have the right to vote and hold office.

Section 3 Name Badges:

- A. Name Badges are required for all members.
- B. Name badges are to be worn at Society's activities.

Section 4 Participation:

- A. Members should attend the monthly General Membership Meetings.
- B. Members are encouraged to participate in at least one committee per year.
- C. All members should commit 2 hours of volunteer time to assist at the Gem and Mineral Show.

Section 5 Cancellation of Membership

- A. A Member can choose to cancel their membership at any time.
- B. The Executive Board may cancel membership for violations of By-Laws and/or Standing Rules after a suitable review and consideration of the individual case on its merits.
- C. No membership dues or other monies will be refunded.
- D. The individual will be suspended for life and not allowed to participate in any Society activities nor can they participate in any Society activities as a guest.

Article III Officers and Elections

Section 1 Executive Board

- A. The Executive Board (EB) of the Society shall include the positions of
 - 1. President
 - 2. Vice-President
 - 3. Secretary
 - 4. Treasurer
 - 5. Sergeant-At-Arms
 - 6. Havasu Rocks Director
 - 7. Executive Director (1) also known as a Member at Large
 - 8. Immediate Past President

These eight positions comprise the Executive Board.

- B. No member shall serve in any Board Position of the Society for personal or monetary gain.
- C. A candidate for the Executive Board shall be a member of the Society, in good standing, for a minimum of two (2) years, unless there is no one available from the membership.

Section 2 Terms of Office

- A. Executive Board Members' term will expire after two years, when the New Executive Board Members have been sworn in at the January General Membership meeting following installment of newly elected officers.
- B. New Executive Board Members elected during the General Membership Meeting in December every two years shall replace Executive Board Members leaving office in the meeting following the election of new members.
- C. The Immediate Past President will serve one year after the installment of newly elected officers.
- D. An individual shall hold no office for more than two (2) consecutive terms unless invited to do so; or in the event there is no candidate nominated for an office, Article III Section 2, may be suspended by a unanimous affirmative vote of all members voting, a quorum being present.

Section 3 Nominations

- A. The Nominating Committee at the November General Meeting will make nominations for the Executive Board. See Standing Rules.
- B. Additional nominations may be made from the general membership at the December meeting.
- C. All nominees must agree to serve and be members in good standing before their names are submitted.
- D. A single member can be nominated for positions on both boards, the Society and Havasu Rocks and member have to agree to do so and meet guidelines.
- E. Ballots shall be counted by (3) members who were not a part of the nominating or selection process. Ballots must be retained for 2 years.
- F. A member in good standing can hold more than (1) office on the Executive Board of Directors if no other member runs for the position but only have one vote per Executive Board i.e. one for the Society and one for the Havasu Rocks if holding a position on both boards.
- G. Proxy Votes: In the event that a board member can't make it to a general meeting or executive board meeting then a proxy vote can be given to another member of the Executive Board of their choosing to vote on their behalf. The Executive Board member voting will still have their own vote and a proxy vote for the other member.

Section 4 Elections

- A. All officers shall be elected by a secret ballot, and must receive a simple majority of the total votes cast, with a quorum present at the December General Membership Meeting.
- B. In the case of three (3) or more candidates, in which one candidate does not receive a majority of votes, the two (2) candidates receiving the most votes shall be selected for a run-off election.
- C. When there is but one candidate for an office, the ballot may be dispensed with by a unanimous vote of the general membership. This candidate is elected by acclamation.
- D. Ballots shall be counted by (3) members who were not a part of the nominating or selection process. These ballots must be retained for two Years.
- E. A member in good standing can hold more than (1) office on an Executive Board of directors - if no other member(s) run for the position. However, they can not hold more than (2) positions and they only have (1) vote per board.
- F. It must be stated for which board that the member on the ballot is taking on the Society Board and/or the Havasu Rocks Board positions. In the event that the person voted in for positions needing permanent residents is NOT a permanent resident of Lake Havasu City, a different person shall be elected for that Board position of Havasu Rocks. Again, it is Advised that the primary Board positions of President, Vice President, Secretary and treasurer BE permeant residents, living full time, year-round (not gone for more than a month) in Lake Havasu City as the Board will run the Havasu Rocks Shop year-round.

Section 5 Vacancies in the Board of Directors

- A. Except for office of the President, any vacancy on the Executive Board shall be filled by an appointment of the Executive Board for the un-expired term. The Vice-President shall fill the President's office. In a case where the Vice-President cannot serve, the Executive Board will appoint a qualified Society member with a majority vote of a quorum of the General Membership.
- B. Any member of the Executive Board resigning from office shall do so by submitting a written resignation to the Executive Board.
- C. Removal

1. Any officer who is absent, without approved reason, for three (3) consecutive General Membership or Executive Board meetings, may be subject to removal and replacement by action of the Executive Board.
2. Violation of the By-Laws shall be cause for removal of any Executive Board member, by majority vote of the executive board.

Article IV Duties of Executive Board

Section 1 President: the duties of the president shall be to:

- A. Preside over all Executive Board and General Membership Meetings of the Society. No Executive Board or General Membership meeting shall commence without minutes being recorded.
- B. Appoint, with consent of a majority of the Executive Board members, all Standing Committee and Ad-Hoc Committee chairpersons, deemed necessary to conduct business of the Society.
- C. Serve as ex-officio on all committees except the nominating committee.
- D. Perform duties prescribed by the Executive Board and/or General Membership.
- E. Co-sign Society checks and/or those in excess of \$1,000, as needed.

Section 2 Vice-President: The duties of the Vice-President shall be to:

- A. Assume all duties of the president in the absence or inability of the president to act.
- B. Work closely with the president in all actions for the benefit of the club.
- C. Annual Gem Show Vendor organizer.
- D. Perform duties as may be prescribed by the President, the Executive Board, or General Membership.
- E. Co-sign Society checks and/or those in excess of \$1,000, when needed.

Section 3 Secretary: The duties of the Secretary are to:

- A. Keep a complete record of all meetings of the Executive Board and General Membership meetings.
- B. Maintain a list of the committees and committees' members.
- C. Handle all official correspondence directed or approved by the President or the Executive Board.
- D. Be the Society's custodian of documents pertaining to Society's properties (real property, e.g., AZ Mining Inspector, and personal property, such as the Society trailer registration).
- E. Maintain a current inventory of club properties.
- F. Co-sign Society checks and/or those in excess of \$1,000 as needed.
- G. Will bring past meeting notes to each board meeting and keep a list of actions to be done as voted on by the board.

Section 4 Treasurer: The duties of the Treasurer are to:

- A. Receive and deposit all dues, initiation fees, assessments, and other monies due to the Society, and those from Havasu Rocks and the Lapidary Shop.
- B. Keep and maintain, in proper order, all financial records and financial reports of the Society.
- C. Sign all checks up to and including \$1,000. There must be a co-signer on checks in excess of \$1,000.
- D. Pay the bills the society is obligated to pay.
- E. Keep and maintain a record of all expenditures of the Society.
- F. Furnish a written financial report as directed by the Executive Board.
- G. Prepare an annual operating budget by the first of January of each calendar year, for the upcoming fiscal year, with assistance of the incoming Treasurer.
- H. Document the Society's tax and corporate documentation, including insurance policies and other documentation that may be created from time to time.

- I. The Treasurer may be bonded at the option of the Executive Board.

Section 5 Sergeant-At-Arms: The duties of the Sergeant-At-Arms are to:

- A. Maintain order at Executive Board meeting and General Membership meetings.
- B. Collect fines.
- C. Oversee the set-up and take down of General Membership Meetings. (i.e., chairs, tables, air conditioner, public address system, etc.)
- D. Distribute rock gifts to guests and new members at the General Membership meetings.

Section 6 Executive Director aka a Member at Large: The duties of the Director are to:

- A. Perform duties as prescribed by the President and/or Executive Board.
- B. Act as liaisons to the General Membership.

Section 7 Past President: The duties of the Past President are to:

- A. Advise and support the new President (for one year stepping down the second year) and Executive Board when called upon.
- B. Serve on the Finance Committee.

Section 8 Director of Havasu Rocks Retail aka “Havasus Rocks”, herein called “Havasus Rocks Director”.

The duties of the Store Director are to:

- A. Oversee the operations and success of retail-store.
- B. Oversee compliance of volunteers with established store policies.
- C. Determine monthly sales and commissions of store goods and consignment.
- D. Manage and maintain a budget with approval of the Executive Board.
- E. Collect input from members to have a cohesive safe environment.
- F. Maintain the shop and equipment.
- G. Maintain the inventory being sold.
- H. Maintain and manage the Havasus Rocks Annual Budget.
- I. Provide for the collection of monies from those who use the shop. Increase or decrease of hourly rates/fees shall be recommended by the Lapidary Director to the Executive Board of Directors. The approval by the Executive Board of Directors will cause the rates/fee to increase/decrease on the date the Lapidary Director recommended.
- J. Train, assign and supervise Shop Monitors.

Section 9 Assistant Store Director of Havasus Rocks:

The duties of the Assistant Store Director are to assist the Director and serve in the Director’s absence.

Section 10 Director of Operations Lapidary Shop aka Havasus Rocks, herein called “Lapidary Shop Director”. The duties of the Lapidary Shop Director are to:

- A. Maintain the shop and equipment.
- B. Maintain an inventory of all Lapidary Shop Equipment and Shop supplies.
- C. Collect input from members to have a cohesive and safe environment.
- D. Maintain and manage the Lapidary Shop’s Annual Budget.
- E. Provide ongoing training for members and users of the shop in the use of designated shop equipment.

- F. Provide for the collection of monies from those who use the shop. Increase or decrease of hourly rates/feesThe approval by the Executive Board of Directors will cause the rates/fee to increase/decrease on the date the Lapidary Director recommended.
- G. Train, assign and supervise Lapidary Shop Monitors.

Section 11 Assistant Lapidary Shop Director aka “Shop Monitors”:

The duties of the Shop Monitors are to assist the Director(s) and serve in the Director’s absence. This is not a board position but a crucial volunteer position.

Section 12 Executive Board:

- A. The Society’s Executive Board is subject to the By-Laws and Standing Rules of the Society.
- B. The Executive Board shall distribute the duties of emails and social media to the new Executive Board for the necessity of the position. At this time all passwords will be changed and shared on a need-to-know basis. See Article XI Section 4.
- C. All Internal Matters and the handling of those matters shall begin with the Executive Board. The Executive Board will then determine the action – approval: no approval or a directive to create a committee for further study. The action or non-action can be reported to the General Meeting as information. The Executive Board will determine if there should be any vote required by the General Meeting.
 - a. Internal Matters are defined but not limited to the following:
 - i. Audits
 - ii. Inventory
 - iii. Store Matters
 - iv. Lapidary Matters
 - v. Treasury Matters
 - vi. Creation of Committees
 - vii. Member approval and vetting
- D. All Executive Board actions are subject to approval of the general membership, unless covered by the Society’s By-Laws and/or Standing Rules.
- E. The Executive Board shall formulate policies of the Society to act in an advisory capacity to the President, who shall be bound to act according to the majority decision of the Board.
- F. The Executive Board shall approve and may amend the budget.

Article V Committees

Section 1 Appointment of Chairperson:

- A. Executive Board: The President of the Society shall be the Executive Board Chairperson.
- B. With approval by the Executive Board, the President shall appoint Standing and AD Hoc Committees’ Chairpersons.
- C. All Committees must be created through the Executive Board of Directors with the Presidents Approval.

Section 2 Chairpersons and Committee Members shall be members in good standing.

Section 3 Standing Committees:

- A. Communication Committee
- B. Event Committee
- C. Field Trip Committee

- D. Finance Committee
- E. Gem Show Committee
- F. Hospitality Committee
- G. Membership Committee
- H. Lapidary Shop Committee
- I. Havasu Rocks Committee
- J. Program Committee

Section 4 Hoc Committees:

- A. By-Laws Committee
- B. Nominating Committee
- C. Scholarship Committee
- D. Election Committee
- E. Audit Committee
- F. Budget Committee
- G. Inventory Committee

Article VI Authority

- A. The By-Laws of the Society shall govern the Society.
- B. These By-Laws shall not conflict with the Charter of the Society.
- C. "Robert's Rules of Order, Revised" shall apply in all decision-making processes as a guideline only where they do not conflict with the By-Laws or Standing Rules of the Society.

Article VII Meetings (amended 9/13/2013)

Section 1 Special Executive Board Meetings:

- A. The President or two members of the Executive Board may call an Executive Board Meeting.
- B. A meeting may be designated as a "Special Meeting," where business of the Society will be facilitated and minutes published and/or read.
- C. A meeting may be designated as an "Executive Session," wherein business of a private, Societal nature is conducted.

Section 2 General Membership Meetings:

- A. There shall be one (1) General Membership meeting during each month.
- B. A General Membership Meeting is optional for the months of June, July, and August however Executive Board Meeting shall be held all year long to maintain a working club.
- C. The order of the General Meetings shall include but not be limited to:
 - 1. Call to order by the President.
 - 2. Reading of the minutes from previous meeting, or reference to the meeting minutes in the monthly newsletter, "Rocky Tales," and adoption of said minutes as read or corrected.
 - 3. Treasurer report.
 - 4. Committee reports.
 - 5. Old business.
 - 6. New Business.
 - 7. Social events & guest speakers.
 - 8. Adjournment.

Note: The order of the meeting may be moved to meet the needs of the Society's membership.

Article VIII Fiscal year:

- A. The fiscal year shall commence on February 1, and end on January 31, of the next calendar year.
- B. Upon completion of the fiscal year, an inventory of the Society's properties will be taken.
- C. An evaluation of the property will be submitted to the Executive Board.
- D. An annual audit report shall be submitted to the Executive Board.

Article IX Amendments

Section 1 Proposed Amendments:

- A. Amendments to the By-Laws must be presented in writing to the Secretary.
- B. During the General Membership Meeting the amendment shall be presented under the "New Business" agenda. Discussion of the amendment shall be allowed.
- C. Proposed amendment shall be submitted to all members in writing. The printing of a proposed Amendment in the "Rocky Tales" shall suffice.

Section 2 Voting on Amendments:

- A. At the ensuing General Membership Meeting, following the presentation of an amendment, voting on the amendment shall occur.
- B. A simple majority affirmative vote of the members voting, a quorum being present, will be required for the adoption of the proposed amendment.

Section 3 Quorum (amended 01/13/2017)*

A quorum shall be twenty-five (25) members in good standing, listed on the Society's membership roster that is maintained by the Membership Committee.

Article X Dissolution

In the event of dissolution of this Society, all properties, possessions, and monies controlled by the Society shall irrevocably be dedicated to Havasu Rocks. If Havasu Rocks is ALSO dissolving then all properties, possessions, and monies shall go to a 501(c)(7) organization within the same field as the society recommended by the Executive Board and approved by the General Membership.

Article XI Retention of corporation records (Article XI below was approved at March 22, 2010 General Membership Meeting)

Section 1 Permanent Records: The following records must be retained per the individual requirement of each record.

- A. Approved Minutes of Society's Executive Board Meetings will be held by the Secretary for the fiscal year, and then filed with other official records and kept on digital record for 5 years.
- B. Approved Minutes of General Membership Meetings of business transactions will be held by the Secretary for the fiscal year, and then filed with other official records and kept on digital record for 5 years.
- C. The original Articles of Incorporation with the State of Arizona Corporation Commission, including amendments to the Charter, and By-Laws, will be held by the Secretary, and passed on to the incoming Secretary.
- D. Copies of the annual required reports to the State Corporation Commission, if electronically filed, shall be printed and the copies will be held by the Secretary for the fiscal year, and then filed with other official records.

- E. IRS Letters granting Society tax status and exemption for non-profit status, copies of any required annual reporting to IRS as the federal regulations change, if electronically filed, will be printed, with copies held by the Secretary for the fiscal year, and then will be filed with official records.
- F. General financial ledgers, financial statements, sales tax reports and other required reports by federal and state bureaus not otherwise listed in this section, will be kept by the Treasurer for the fiscal year, and filed with other official records.
- G. Society ownership records of any major assets (deeds, titles, mining claims, bills of sale, etc.), and any related payments or special activities relating to such real estate or personal property assets shall be filed with official records.
- H. Documentation of original grant proposals and any contracts relating to any grant awards, shall be filed with other official records.
- I. Membership records shall be kept by the Membership Chairman and/or Historian, and filed with other important documents when no longer current.
- J. Newsletters shall be kept by the newsletter Editor and/or Historian.
- K. Insurance policies and legal correspondence and other important papers related to the operation of the Society, its officers and the general membership shall be kept by the Secretary or the responsible officer at the time of discussion.

Section 2 Retained Records for Five Years:

The following records may be periodically purged after the required retention period, unless the Society's Executive Board action requests retention for a longer period for a specific reason. A motion before the Executive Board for permission to purge, etc., shall document continuity of where these records were kept and when purged.

- A. Bank statements and what pertain to them (financial reconciliation statements, deposit slips/advances and cancelled checks) can be pulled from the bank,
- B. Cash receipts and disbursement records.
- C. Correspondence if pertinent or litigious
- D. Contractual agreements between the Society and Gem Show business providers, or other individual and/or institutional parties.
- E. Insurance records unless involved in litigation or other problems.

Section 3: Yearly Activities of the Audit Committee

- A. The annual review by the Audit Committee shall include examination of the year-end/fiscal year-end bank statements, brokerage statements, etc. In addition, the first statements of the new fiscal year should be examined to verify that correct balances have been forwarded.
- B. A sampling of actual receipts and paid invoices should be verified with entries as posted in the financial records.
- C. Receipts and disbursements should be compared to prior years and any material differences verified. This can be accomplished in the development of the proposed budget for the new operating year. The annual budget should make provision for the appropriate storage of Society's records and property.
- D. The Audit Committee shall review a copy of the annual reports to be sent to the state Corporation Commission and the federal IRS when applicable. If some reports to state and federal agencies are done via Internet systems, printed copies of such electronic reports must be filed in the appropriate record file.

Section 4: Email and Social "Passwords Chain of Information"

- A. ANY and ALL passwords and sensitive information shall be passed on to the New Executive Board after they are sworn in. The Society Membership of any passed board member Not complying with the chain of information will come into question of good standing with the Executive Board. If a member is found at fault willingly withholding this information could face immediate revocation of membership, including lifetime members and paid lifetime member. No membership fee will be reimbursed to any member found violation this rule.
- B. The Admin of the Social pages will add new admins to the pages. If the new board members want to take on the job he or she shall be added. If the current admin member is happy to continue positively posting about the Society and Havasu Rocks then they can continue to do so.
- C. All Passwords email and other shall be kept in a folder at Havasu Rocks and may be accessed by the appointed Board member.

Article XII: Havasu Rocks Executive Board

- A. Shall consist of the elected officers of,
 - 1. President
 - 2. Vice President
 - 3. Treasurer
 - 4. Secretary
 - 5. Lapidary Shop Director
 - 6. Havasu Rocks Director
 - 7. Assistant Havasu Rocks Director,
- B. All executive board members except for Assistant Havasu Rocks Director MUST be permeant residents of Lake Havasu City living permanently full time, year-round in Lake Havasu City (i.e. not considered a “snow-birds”, not residing somewhere else over the summer)
- C. The Executive Board shall govern and run Havasu Rocks year-round.
- D. The Executive Board shall be subject to the By-Laws and Standing rules of the Society. Major Executive Board actions are subject to approval of the General Membership.
- E. The Executive Board has the authority to remove a member and/or suspend a member from using the shop lapidary and other equipment or even vending in the shop. If a member or shop patrons violate any of the Lapidary shop rules, (Rules shall be posted on the shop wall and signed by all who enter the work space). the disruption may lead to the member or patron being revoked from the shop entirely.
- F. The Havasu Rocks Executive Board shall be voted on the same as in **Article III Section 4.**
- G. The Executive Board can be the same members as the active Society Executive Board. If they wish. If an individual would prefer to only have one Executive Board position i.e. just for the Society or just for Havasu Rocks. Then a different member shall be elected and voted in for that position. Example; Position nominees will be made aware of the obligation (both roles: Society and Havasu Rocks) if they do not wish to hold the office on both boards then another nomination will be made. However, if a current Executive Board member is NOT a full-time resident of Lake Havasu City i.e. Living here full time, year-round, A different member must be elected.

Revised May 2012

By-Law Revision Committee members:

1. Co-Chairmen
 - A. Barry Bandaruk (member)
 - B. Harry Kilb (member)
2. Donna Robinson (member)
3. Carol Rhodaback (Secretary)
4. Homer Rhodaback (Director)
5. Liz Porter (Treasurer)
6. Kathy McCauliff (Vice President)
7. C Russell (Past President)
8. Lou Porter (president ex officio)

Revised June 2019

Barry Bandaruk Chair

Linda Harley (President ex officio)
Linda Chandler (Vice President)
Joseph Wagner (member)
Carol Jose (member)
Gayle Gilpin (Membership Chair)
Susan Sease (Store Director)
Michele Trumbel (Treasurer)

Revised April 2021

1. Barry Bandaruk (Past President)
2. Rick Kerber (President)
3. Sandra Willis (Secretary)
4. Barbara Wiggins (Editor of "Rocky Tales")

Revised September 2024 & Approved by the Executive Board of Directors

Committee Members:

Jason Upchurch (President)
Steve Prather (Lapidary Shop Directory)
Linda Harley (Treasurer)
Terry Foster (Two Year Director)
Joyce McClusky (Member)

Revised September 2025

Elley Ringo (Vise President)
Steve Prather (President)
Michele Trumbull (Treasure)