

Eastern Federation of Mineralogical & Lapidary Societies
Bylaws
October 21, 2016

Article I: Name

The name of this organization shall be the Eastern Federation of Mineralogical and Lapidary Societies, Inc., hereinafter referred to as the "Federation".

Article II: Objectives

Section 1. To bring about a closer association of the Earth Sciences Societies in the Eastern part of the United States, and such other areas, domestic or foreign which in the future may desire to affiliate.

Section 2. To cooperate with educational and scientific institutions or other groups engaged in increasing the knowledge and popular interest in Geology, Mineralogy, Paleontology, the Lapidary arts, and related subjects.

Section 3. To foster the cultural aspects of, and the comradeship engendered by, the study of subjects listed above.

Section 4. To hold annual conventions, unless otherwise agreed, with suitable programs and exhibits.

Section 5. To cooperate or affiliate with similar Federations.

Section 6. To provide means and make arrangements for the exhibition of collections at expositions, fairs, and other public gatherings.

Section 7. To assist in the formation of Earth Science Societies in localities where public interest justifies their formation.

Section 8. To establish and maintain a Federation which shall be nonpolitical and noncommercial.

Section 9. To conduct its affairs without profit and to refrain from using its assets for pecuniary benefit of any individual, organization, or group.

Section 10. To devote all the assets, property, and funds of the corporation to the furtherance of the primary objects and purposes of the corporation. Its works, purposes, and objects are primarily educational, recreational, and social and are solely in the interests of the advancement of its Member Societies, of their members, and of the public along scientific and educational lines.

Section 11. To encourage and assist in the development of junior members of member societies in the Federation's plans, programs and organizations. To initiate and promote projects whose goals are to promote participation by younger people in the activities of member societies.

Article III: Restrictions on Activities

Section 1. The Federation shall not attempt to influence legislation by propaganda or otherwise.

Section 2. In the event of dissolution of the Federation, all its assets, properties, and funds shall be turned over to one or more nonprofit organizations created for like purpose.

Article IV: Membership

Section 1. The organizations which joined the Federation on or before January 1, 1951 shall constitute the Charter Memberships.

Section 2. The Founding Societies and Charter Member Societies are as follows:

Founding Societies:

Mineralogical Society of the District of Columbia, Inc.

Gem Cutters Guild of Baltimore, Inc.

The Lapidary Club of Washington, D.C., Inc.

(now the Gem, Lapidary, and Mineral Society of Washington, D.C.)

Charter Societies:

Miami Mineral and Gem Society

Oxford County Mineral and Gem Association, Inc.

Rochester Academy of Sciences, Mineral Section

Newark Mineralogical Society, Inc.

North Jersey Mineralogical Society, Inc.

New Jersey Lapidary Society, Inc.

(formerly Newark Lapidary Society)

Section 3. Membership in this Federation shall be open to all duly organized societies of amateurs which are intended to foster interest in the earth sciences, lapidary, and related arts in Connecticut, Delaware, District of Columbia, Kentucky, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont, Virginia and West Virginia. Former member societies in Alabama, Florida, Georgia, Mississippi, North Carolina, South Carolina and Tennessee that elected to remain in the Federation when these states were ceded to the Southeast Federation may remain members as long as active membership is maintained.

Section 4. Any Earth Science, Lapidary, or Gem Society desiring admission to the Federation shall apply to its Regional Vice-President who will assist in preparing the formal application. The application shall then be submitted to the Regional Vice-President with applicable fees, and dues. The Regional Vice President then forwards it with appropriate recommendations to the Second Vice President for final approval or disapproval. If the application is not approved, all submitted fees and dues shall be returned.

Section 5. Each member society shall, when requested, furnish the Federation with the names of its officers, the mailing address to which all Federation mail is to be sent, meeting place and meeting time, and shall correct this information within thirty days of any change.

Section 6. Any member society wishing to withdraw from the Federation shall notify the Federation Secretary with a written notice signed by an officer of the withdrawing society. The Federation Secretary shall then publish a notification of the withdrawal.

Section 7: A member society whose attitude or conduct is considered detrimental to the welfare of the Federation may be expelled by a majority vote of the Board of Directors. Thirty days prior to final action, the offending society shall be notified that expulsion is being considered and shall be permitted to present its case to the Board or to withdraw.

Article V: Regions

Section 1. In order to provide better services to the member societies, the Federation shall be divided into numbered regions, the number, size and boundaries to be determined by the Board of Directors. Each region shall have a Regional Vice President and the Regional Vice President shall appoint as many Area Representatives as are needed.

Article VI: Officers

Section 1. The General Officers of the Federation shall be a President, a First Vice President, a Second Vice President, a Secretary, a Treasurer, an Assistant Treasurer, and an Editor.

Section 2. The Regional Officers shall be the Regional Vice Presidents of each region.

Section 3. The Special Officers shall be the General Show Chairman, the Immediate Past President, and the chairman or representative of the Past Presidents' Advisory Council.

Article VII: Board of Directors

Section 1. The Chief Executive of each member society shall, ex -officio, be a Director of the Federation.

Section 2. The Board of Directors of the Federation shall consist of the Directors, the General Officers, the Regional Officers and the Special Officers.

Section 3. The Board of Directors shall have the power to take any action that is in accord with the Bylaws.

Article VIII: Executive Board

Section 1. The Executive Board of the Federation shall consist of the General Officers, the Regional Officers, and the Special Officers.

Section 2. The Executive Board shall have all the powers of the Board of Directors to handle routine matters of the Federation and to handle non-routine matters that cannot be delayed until the next Board of Directors meeting.

Section 3. The Executive Board shall not have the power to elect officers, amend the Bylaws, nor to incur any liability or authorize any expenditure in excess of 33 1/3 per cent above the approved budget.

Section 4. The Executive Board shall have the authority to fill any vacancy that might occur in any General Office until the vacancy for the unexpired term can be filled by election at the next annual meeting.

Article IX: Meetings

Section 1. A meeting in this article will mean the annual meeting, a Board of Directors meeting, or an Executive Board meeting.

Section 2. Robert's Rules of Order, Latest Edition, shall govern all meetings.

Section 3. The presiding officers shall appoint a parliamentarian to assist in the conduct of the meeting. The parliamentarian is not entitled to a vote, but the person serving may vote if otherwise entitled to.

Section 4. All meetings shall be conducted in accordance with a written agenda prepared by the President and published by the Secretary.

Section 5. The Federation shall hold one meeting each calendar year, said meeting to be called the annual meeting. The annual meeting should be held on the evening before the show opens, if practical, or as scheduled by the host society and approved by the Executive Board. Any action that is permitted under these bylaws, including any action that is permitted for any Board or Officers, may be taken at the annual meeting.

Each member society may send its President, who is a Director, one Delegate, or an alternate for either or both, to the annual meeting. Directors and Delegates or their alternates are entitled to one vote each. Alternates may be a member of the member society or a member of another member society. Any individual may serve as an Alternate for more than one society, but no individual shall have more than one vote. Each member society must provide written notification to the Secretary of the names of its director, Delegate, and/ or alternates who expect to attend the annual meeting at least fifteen days prior to the convening date.

Section 6. The President may call a meeting of the Board of Directors or the Executive Board, when necessary, by notifying the members of the date, time, and place at least fifteen days prior to the meeting.

Section 7. The President may elect to poll the Board of Directors or the Executive Board by mail or electronically (except for Bylaws amendments which must be done at a properly called meeting) instead of calling a special meeting. The Secretary shall conduct the poll, stating clearly the issue to be voted on and the required date for returning the vote, and shall notify the President of the result. Section 8. A quorum for the annual meeting shall be ten member societies that are represented by a director, a delegate or an alternate. A quorum for a meeting of the board of Directors shall be ten member societies represented by a Director. A quorum for the Executive Board shall be nine members of which at least three shall be General Officers. A quorum for a mail poll shall be the ballots returned by the required date.

Section 9. Any member of a member society may attend any meeting and, at the discretion of the presiding Officer, may be allowed to speak to issues, but may not be allowed to make motions or to vote.

Article X: Elections, Terms, & Term Limits

Section 1. The General Officers shall be elected at the annual meeting. At the close of nominations for each office, if there is only one nominee, the President shall declare that person elected and if there is more than one nominee, voting shall be by secret ballot.

Section 2. The Regional Officers shall be elected by the member societies in the region in a mail election conducted by the First Vice President.

Section 3. The General Show Chairman shall be elected or appointed by the society hosting the convention.

Section 4. The term of office of all officers, except the General Show Chairman, shall begin on the first day of November following their election and end on the last day of October of the appropriate year. In the event an annual meeting or other election occurs later than the last day of October of any year, the incumbent officers shall continue to serve until their successors assume office. New officers shall begin their terms immediately following the annual meeting. The term of the General show Chairman as an officer will coincide with that of the president who will chair the annual meeting at the convention for which the General Show Chairman is responsible.

Section 5. The President shall be elected for a term of one year and may be elected to one succeeding term

Section 6. The First Vice President and the Second Vice President shall be elected for a term of one year and may be elected to a succeeding term, but may not be elected to more than two consecutive terms.

Section 7. The Secretary shall be elected for a two year term and may be elected for any number of successive terms. The election shall be held in even years.

Section 8. The Treasurer shall be elected for a two year term and may be elected for any number of successive terms. The election shall be held in odd years.

Section 9. The Assistant Treasurer shall be elected for a two year term and may be elected for one succeeding term.

Section 10. The Editor shall be elected for a two year term and may be elected for any number of successive terms. The election shall be held in odd years.

Section 11. The Regional Vice Presidents shall be elected for a two year term and may be elected for any number of successive terms. The elections for odd numbered regions shall be held in odd years, and for even numbered regions in even years.

Section 12. Service in an office to fill an unexpired term shall not be considered as having served a term in that office in determining eligibility for election to that office.

Article XI: Duties of Officers

Section 1. The President shall preside at all meetings of the Federation; appoint the chairmen and be ex-officio member of all committees except the Nominating Committee, the Past Presidents Advisory Council, and those committees whose Operating Procedures make other provisions; administer the budget for operational expenses; coordinate the duties of other Officers and Committee Chairmen; and perform such other duties as are customary to the office.

Section 2. The First Vice President shall perform all duties of the President when the President is absent or unable to carry out his duties. The First Vice President shall succeed to the office of President if that office becomes vacant.

Section 3. The Second Vice President shall succeed to the office of First Vice President if that office becomes vacant.

Section 4. The Secretary shall keep an accurate record of all proceedings of the meetings of the Federation and its Boards, cooperate with Secretaries of other like Regional Federations and the American Federation when called upon, and, in cooperation with the Editor, keep the Board of Directors and member societies informed of all activities of the Federation.

Section 5. The Treasurer shall receive all dues or other funds of the Federation, except as provided in Article XIII, Section 2, and disburse them when authorized by the President, keep a full and accurate account of such transactions, render a yearly written itemized report and present all accounts and bank records to the Federation at its annual meeting for audit or review following the conclusion of the fiscal year.

Section 6. The Assistant Treasurer shall assist the Treasurer in the preparation of bills, accounts, and whatever duties the treasurer may assign. The Assistant Treasurer shall succeed to the office of Treasurer if that office becomes vacant.

Section 7. The Editor shall publish, in Federation publications and other media, news of Federation activities, programs, committees, accomplishments, meetings, and other items of importance and interest to member societies and shall establish and maintain a mailing list to facilitate distribution of federation data in a timely manner.

Section 8. Any Officer derelict in his duties, or whose conduct is such that it is considered detrimental to the welfare or reputation of the Federation may be removed from office by the two-thirds affirmative vote of the Board of Directors. Action shall be initiated by the Executive Board by notifying the Officer of the charges, allowing sufficient time for the officer to respond, and recommending action by the Board of Directors. The vote shall be taken by mail ballot.

Article XII: Committees

Section 1. With the exception of the committees required in this Article, the President may establish or eliminate committees as required by the needs of the Federation.

Section 2. A nominating committee shall consist of six elected members serving staggered three year terms with two members elected by the delegates to the annual meeting each year. Members serve one three year term and may not be reelected to a succeeding term. The Immediate Past President shall be a full voting member of the committee and shall serve as temporary Chairman until the committee selects a Chairman.

The Nominating Committee, shall prepare a slate of at least one candidate for each elective office to be filled, including the nominating committee members to be elected, and shall notify the Board of Directors of the slate when it is completed via timely publication in the EFMLS Newsletter. The slate should provide as extensive a geographical representation as is practical. The slate shall be sent to the editor so that it is published at least two months prior to the annual meeting.

The nominating committee's term begins at the conclusion of the annual meeting and ends at the conclusion of the following year's meeting.

Section 3. The Past Presidents of the Federation shall constitute the Past Presidents Advisory Council. The Council shall prescribe its own rules, select its own Chairman, and act in an advisory capacity in the role of elder statesman where it may be of service to the Federation when requested. Membership on the Advisory Council shall be for life or until resignation of the individual member.

Section 4. The Federation shall establish and support an EASTERN FOUNDATION FUND to supplement the operating expenses of the Federation and permit special projects. The Fund shall be administered by the Eastern Foundation Fund Committee with all funds deposited by the EFMLS Treasurer in interest bearing, US Government insured accounts. The President shall appoint the Chairman and other members. Members shall include, but are not limited to, the EFMLS Treasurer, the First Vice-President, and the Chairman of the Bylaws Committee. The committee shall promote fund raising among member societies and other sources. Expenditures from the fund shall be limited to the previous year's accumulated interest and must be approved by the Executive Board.

Section 5. All committees, unless otherwise specified in the Operating Procedures, should have at least three members including the chairman.

Article XIII: Operating Procedures

Section 1. An "Operating Procedure" shall be prepared for each officer, committee, and appointed person. These procedures shall contain all requirements of the Bylaws and any other needed rules defining the duties and responsibilities for that office or committee. For committees, they shall include the number of members required, any special requirements for membership, and method of selecting members. In special cases they may provide for a method of selecting the Chairman other than appointment by the President. The original and any revision shall be approved by the Executive Board.

Section 2. The procedures may allow certain committees or appointed persons that collect fees for specific supplies or program to keep temporary control of funds, an exception to Article XI, Section 5. Adequate controls, commensurate with the amount of money involved shall be provided.

Article XIV: Dues and Fees

Section 1. The initiation fee for new member societies shall be \$25.00.

Section 2. Annual dues of a member society shall be one dollar seventy-five cents (\$1.75) for each individual voting member on the rolls of the member society as of December 31 of the preceding year and shall be due and payable on or before January 1. New member society dues shall be based on the number of individual voting members in the society at the time of application for membership. If dues are not paid by March 1, the member society will forfeit its right to all services provided by the Federation to member societies. Any suspended society may be reinstated by paying the dues for the current year and a renewal fee of ten dollars.

Section 3. Only in the emergency of maintaining Federation solvency may the Board of Directors, by a two-thirds affirmative vote, pass an assessment on the member societies. Such an assessment must be a per capita assessment and shall never exceed fifty cents (\$0.50) per capita in any one fiscal year.

Article XV: Affiliations

Section 1. This Federation is a member of the American Federation of Mineralogical Societies, Inc. (AFMS).

Section 2. Annual dues to the AFMS shall be paid by this Federation as required by the AFMS.

Section 3. The President and First Vice President of EFMLS will serve as representatives to, and become Directors of the AFMS. If the President and/or First Vice President are unable to attend an AFMS annual meeting, the President shall appoint an alternate voting delegate(s) for that annual meeting and so notify the AFMS Secretary. The alternate shall be, or have been, a General Officer of the EFMLS.

Section 4. When it is time for an EFMLS member to be elected as an officer of the AFMS, the EFMLS Executive Board, with the advice of the Past Presidents' Advisory Council, shall submit the name of one candidate for each office that is open to a nominee from EFMLS. The candidate shall have served as a General Officer and meet the eligibility requirements specified by AFMS and shall have agreed to serve.

Section 5. The Federation may affiliate with other similar organizations upon a two-thirds vote of the Board of Directors at any annual meeting, provided that written notice has been given each member society at least four (4) months in advance.

Article XVI: Amendments

Section 1. Any Article or provision hereof must be amended by a two-thirds affirmative vote at any properly called meeting of the Board of Directors, provided that each member of the Board of Directors shall have been notified, by the Secretary, of the proposed change at least sixty days prior to such meeting.

Section 2. Proposals for changes in the Bylaws may be originated by any interested individual, but may be formally proposed only by member societies, the Executive Board, the Past Presidents Advisory Council, and/or by the Bylaws Committee of the Federation. All proposals must be presented in writing to the Bylaws committee at least 120 days prior to any meeting at which such changes may appropriately be considered. All proposals will be reviewed by the Bylaws Committee for clarity and compatibility with the rest of the Bylaws. If problems are found, the committee shall notify those submitting the proposal of the problem and suggest changes to correct the problem. If the committee and the originators cannot agree on a final proposal, the originators' proposal shall be submitted to the directors along with the Bylaws committees objection.