

# **PROPOSED CHANGES TO BSNM BY-LAWS - OCTOBER 2009**

**THESE CHANGES ARE MARKED IN RED WITHIN THE BY-LAWS**

## **LOCATION OF CHANGES**

### **ARTICLE II. MEMBERSHIP**

SECTION ONE. Membership classifications

1. Changed to three classes
  - b. Family membership
  - c. Business membership

SECTION TWO. Dues - 2<sup>nd</sup> paragraph

### **ARTICLE III. OFFICERS**

SECTION ONE. OFFICERS

2. Committees – entire section changed

SECTION FOUR. Duties

1. The President Shall
  - b. Appoint..... (replaces all of old Section V)
4. All of the 2<sup>nd</sup> VP's description
5. All of recording and corresponding secretary were combined

SECTION FIVE. (OLD) Entire section replaced and covered in  
Section four, 1 b

**THE BEAD SOCIETY OF NEW MEXICO  
BY-LAWS**

**ARTICLE I. NAME AND PURPOSE**

**SECTION ONE. NAME:**

The name of the organization shall be the Bead Society of New Mexico.

**SECTION TWO. PURPOSE:**

1. The purpose of the said corporation shall be as follows: To provide for the benefit and the development of individuals, artists and organizations through education, enlightenment and training via our services in the field of beads and related subjects; to continue to develop the overall character of the organization in such a manner that expresses its relationship with the community; to provide administration and support to enable other organizations and/or individuals to accomplish their goals and objectives; and to evaluate, no less than annually, all services.

2. It shall have power, either directly or indirectly, to acquire, have, erect, control and operate accrued facilities for the use of educational purposes.

3. Members of the B.S.N.M and/or guest consultants in their capacity give advice and assistance to the community in the areas of:

Advertising	Handicaps	Multi-Media
Arts	Investments	Productions
Business	Humanities	Philosophy
Community Centers	Literature	Training Programs
Crafts	Lobbying	Seniors
Education	Manufacturing	Seminars
Entrepreneurship	Marketing	Resource/Referral
Folklore	Networking	Workshops
Finances	Minors/Minorities	

4. It shall have power in connection with its work to acquire, have, erect, own, control, operate and conduct directly itself any and all such institutions and properties to be used in connection therewith, or it may so do through local or subsidiary organizations or corporations already organized, or that it may hereafter organize the directors or trustees of which local or subsidiary organizations or corporations shall be elected by the BEAD SOCIETY OF NEW MEXICO, or be amenable to the said Corporation of New Mexico.

5. It shall be, either directly or through its local or subsidiary organizations or corporations, authorized to acquire, have, own, hold, sell, mortgage, or otherwise

dispose of all real and personal property necessary for its corporate uses, and shall have the power to borrow, receive, raise, or acquire money and funds or other property, either real or personal, with which to carry on its business and work, and shall have power and authority to, and in connection therewith, may issue to persons who may loan, give, donate, devise, or bequest its monies, funds, or other property, or at the directions of such persons, certificates, promise to pay annuities or other writings evidencing such loan, donation, or device as it may elect and designate; said certificates, promise to pay or not containing such direct promise and either bearing interest or not bearing interest and payable at such times and upon such terms and conditions, and containing such terms and conditions not contrary to law, as may be deemed proper; said corporation in such certificate, promise to pay annuities or other writings, so issued, may be the terms and conditions thereof, obligate itself to and may carry out, any and all legal directions stipulated, or required to be carried out, by the persons making such loan, gift, or device, or to whom writings maybe issued; with full authority to do any and all legal acts required, necessary, or deemed by the said corporation of New Mexico, advisable to be done in connection therewith; and said corporation shall be charged with the handling, investment, or expenditures of such money, funds, or other property in accordance with the conditions imposed by the donor, subject to the existing law.

6. It shall have power to elect, or employ such committees, boards, secretaries, superintendents, or other agents or representatives in carrying on its work as it may deem necessary, with full power to fix their compensation and time of service, and to discharge them.

## **ARTICLE II. MEMBERSHIP**

### **SECTION ONE. Membership classifications:**

1. Three classes of membership shall exist: Individual, Family, Business,
  - a. Individual members shall pay yearly dues, amount to be determined by the Board and membership
  - b. Family membership requirements:**
    - (1) Family members shall pay yearly dues, amount to be determined by the Board and membership.**
    - (2) Family members shall abide at the same address.**
    - (3) Family members shall have one vote per household**
  - c. Business membership requirements:**
    - (1) Business members shall pay yearly dues, amount to be determined by the Board and membership.**
    - (2) Business members must all be employees of member business.**
    - (3) Business members shall have one vote per business.**
2. Membership privileges:
  - a. Voting rights

- b. Newsletter
- c. Society membership card
- d. Bead Society of New Mexico directory and listing therein
- e. Free admittance to educational programs at meetings
- f. Attendance at Bead Society of New Mexico sponsored workshops with first priority status.

**SECTION TWO. Dues**

Dues shall be payable by the February Meeting. A member whose dues are not paid by March 1 shall be dropped from membership, and such action shall be reported by the Treasurer to the Board at the March meeting.

The membership period shall run from January 1 through December 31. Dues paid in November will be applied to the following year. **Members who join after July 31 and before November shall be charged 1/2 the dues for that year.**

**SECTION THREE. Budget:**

A proposed budget shall be submitted by the Treasurer to the Board at its January meeting.

**SECTION FOUR. Audit:**

The financial records of the Treasurer shall be audited annually by a committee of two or more appointed by the Board. Books shall be closed after receipts of the first bank statement following the October election. The audit will take place within two weeks of the closing of the books. The audit report shall be presented at the January meeting for adoption.

**SECTION FIVE. Fiscal Year:**

The fiscal year shall be January 1 through December 31.

**ARTICLE III. OFFICERS.**

**SECTION ONE. OFFICERS:**

1. The elected officers shall be:
 

President	First Vice President
Second Vice President	Secretary
Treasurer	

The elected officers constitute the Board

2. Committees:
  - a. **May be formed for a specific purpose and then disbanded, or may be an established standing committee for an indeterminate amount of time.**
  - b. **Will be organized with a chair or chair and assistant chair.**
  - c. **Officers may serve on and/or chair committees.**
  - d. **Are required to report at meetings.**
  - e. **Are responsible to the President.**
  - f. **Will meet and correspond outside of general meetings as necessary to accomplish the purpose of the committee.**
3. The immediate past president shall be a member of the Board.
4. The President shall be an ex-officio member of all committees, except for the Nominating Committee.

#### **SECTION TWO. Term of Office:**

Officers shall be elected at the annual meeting in October and shall serve for a period of one (1) year or until their successors are elected. An officer may serve for a second or third term, but no elected officer shall serve for more than three consecutive terms.

#### **SECTION THREE. Vacancies**

A vacancy in the office of President shall be filled by the First Vice President. A vacancy in another office shall be appointed by the President with the approval of the Board.

#### **SECTION FOUR. Duties**

These officers shall perform the duties prescribed by these By-Laws and by the parliamentary authority adopted by this Society.

1. The President shall
  - a. Preside at all Society and all Board meetings.
  - b. Appoint **all committee chairmen. Committee chairmen shall appoint their own committee members.**
  - c. Sign all contracts with the Treasurer.
2. Immediate Past President shall:
  - a. Act as consultant to the Board
  - b. Have full voting privileges.
3. The First Vice President shall:
  - a. Assume the duties of the President in his/her absence.
  - b. Arrange the program for the regular meeting.

**4. The Second Vice President shall coordinate events as determined by the Board.**

**5. The Secretary shall:**

- a. Record the proceedings of all meetings of the society and of the Board.**
- b. Conduct the general correspondence of the Society.**

6. The Treasurer shall:

- a. Be custodian of all funds, keep an itemized account of all receipts and disbursements, and deposit the funds in a bank approved by the Board.
- b. Submit a budget at the January meeting to be enacted for the following fiscal year.
- c. Make payments in accordance with the budget upon receipt of a voucher signed by the President.
- d. Make a financial report to the Board.
- e. Have the books ready for audit by one week after the closing of the books (which will occur after the receipt of the bank statement after the October meeting).
- f. Sign all contracts with the President.

7. Nominating Committee:

The proposed slate of officers to be elected shall be submitted to the newsletter editor for publication in the September newsletter.

**SECTION FIVE. (OLD) Committees: This section has been deleted. See SECTION ONE - #2.**

**SECTION FIVE. Nominations and Elections:**

1. A Nominating committee shall consist of three (3) members and an alternate. Two (2) members shall be appointed by the Board. One (1) member and an alternate will be elected by the membership at or before the June meeting. The Chair shall be chosen by the Nominating Committee members.

- a. The Nominating Committee shall consider the qualifications of all candidates proposed by the membership or by members of the Nominating Committee.
- b. The Nominating committee shall submit a candidate for each office. The report of the committee shall be printed in the newsletter published prior to the annual meeting in October and read at the annual meeting. Additional nominations may be made from the floor. No name shall be placed in nomination without the consent of the nominee.

2. Elections of officers shall be by majority vote by ballot at the annual meeting. When there is only one candidate for an office, the election will be by voice vote.

## **ARTICLE IV. MEETINGS OF ACTIVE MEMBERS AND PROCEDURES**

**SECTION ONE. Regular Meetings:**

Regular meetings shall be on the fourth Monday of each month, except for December, unless otherwise ordered by the Board.

**SECTION TWO. Annual Meeting:**

The regular meeting in October shall be known as the Annual Meeting for the purpose of receiving officers' and committee chairmen's reports, electing officers, and any other business that may come before it

**SECTION THREE. Quorum:**

Twenty percent (20%) of the membership shall constitute a quorum.

**ARTICLE V. BOARD**

**SECTION ONE. Composition:**

The board shall consist of the elected officers and the immediate past president.

**SECTION TWO. Powers:**

The Board shall:

1. Conduct the business of the Society between meetings of the Society.
2. Appoint an Auditing Committee annually at its September meeting.
3. Consider a tentative budget submitted by the Treasurer at its January meeting.
4. Appoint two (2) members to the Nominating committee by the June meeting.

**SECTION THREE. Meetings:**

1. The board shall meet monthly at a date, time and place to be chosen by the Board. The Board will not meet in December
2. A majority of the Board members shall constitute a quorum.
3. Special meetings may be called by the President or any other members of the Board upon written notice of five (5) days. The notice shall state the purpose of the meeting and no other business shall be conducted.
4. It may cancel any meeting deemed unnecessary.

**ARTICLE VI. PARLAMENTARY AUTHORITY**

The rules contained in the current edition of *Roberts Rules of Order, Newly Revised*, shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with these By-Laws or special rules of order the Society may adopt. State and Federal laws may supersede these By-Laws.

## **ARTICLE VII. AMENDMENTS**

### **SECTION ONE. Amendments:**

These By-Laws may be amended by two-thirds (2/3) of the votes cast at any regular meeting provided notice of the amendments was submitted in writing at a regular meeting and published in the newsletter. Mail-in/absentee ballots will be provided in the newsletter early enough to be received one week prior to the voting date.

### **SECTION TWO. Dissolution**

This Society may be dissolved by a two-thirds (2/3) vote at any meeting or special meeting called for that purpose. The Society's assets, after payment of the Society's debts, shall be distributed to an IRS Section 501C-3 organization, which has been in existence for at least five (5) years.

## **ARTICLE VIII. CHARTER**

Under Charter by the State of New Mexico, the Society is a Non-Profit New Mexico Corporation and shall operate under the management of not less than five (5) elected officials of the Board.