

CONSTITUTION AND BY-LAWS OF TRAILWRIGHTS, INC.

CONSTITUTION

ARTICLE 1. NAME

The Organization shall be called Trailwrights, Inc.

ARTICLE 2. PURPOSE

The purpose of this organization is "To be an independent hiking, and trail maintenance organization; to educate by example and through workshops, persons and organizations interested in environmental conservation through the application of proper trail maintenance techniques. Workshops will emphasize free discussion, exchange of ideas and practical methods, skills and principles of proper trail maintenance and safe ethical hiking practice"

BY-LAWS

ARTICLE 1. OFFICERS

The officers shall consist of a president, vice-president, secretary, treasurer, trailmaster, toolmaster, hiking chairman, education chairman, and publicity chairman. They shall be elected annually by the members of the organization.

a. THE PRESIDENT

The President shall preside at all meetings of the corporation. He oversees and coordinates all aspects of the corporation. He insures all officers and committees are fulfilling their duties/job descriptions. He sees to representing the corporation to the public in promoting corporation programs, in general terms. He maintains communication with the vice president in all matters of the corporation. He has voting rights at all committee meetings of the corporation. He provides agenda information in a timely manner to the secretary to mail for organization meetings. He may delegate assistance to all officers, if additional support is required in accomplishing their duties.

b. THE VICE PRESIDENT

The Vice President assumes the duties, rights, and responsibilities as indicated for the President, in absence of same. He maintains direct communication with the President on all business matters. He coordinates the membership of the organization. He is responsible for publicity on workshops and hike dates.

c. THE SECRETARY

The secretary records minutes of all general and directors meetings of the organization. He mails minutes to all concerned at meetings, as above. He mails agendas to those concerned for upcoming general and directors' meetings as required by the President. He keeps up-to-date lists of membership and organizations and participants of organizational

activities He provides other mailings as required by the organization. He maintains correspondence records, as required. He mails Trailwrights information, in response to inquiries, as directed by the organization. He provides a membership package to new members.

d. THE TREASURER

The Treasurer shall be the custodian of the funds of the organization and of the records and papers pertaining to its financial affairs. He shall select a bank with the approval of the Board for the handling of the organizations' moneys by himself and a second person, the President, in case he, himself is unable to handle them. He shall be responsible for the collections of all moneys due the Organization. He shall collect all bills and pay all obligations of the Organization. Bills of less than twenty-five dollars may be paid at once upon approval by the President. Bills in excess of twenty-five dollars may not be paid until approved by the Board. He shall make a report at each meeting of the Board, and of the Organization. He shall present a printed financial statement of transactions of the fiscal year for the annual meeting. He receives moneys from membership renewals and applications. He oversees sales of revenue-producing items.

e. TRAILMASTER

Responsibilities with approval of Corporation Board of Directors include:

1. Trailwork projects scheduling
2. Quality and trailwork standards
3. Directs written and actual trailwork projects
4. Responsible for planning/designing all trailwork projects
5. Assigns trailwork projects and team leaders.
6. Works with toolmaster to ensure tools and supplies will be where and when needed.
7. Attends meetings for all projects and planning.
8. Assists in making proposals to organizations for trailwork projects.
9. Compiles and reports to annual meeting the statistics for the year, oral and written.
10. Files work report of all trailwork to include man hours/listing of actual work done and supporting facts and figures.
11. Presents updating of projects on agenda of meetings.
12. Corresponds or assigns letterwriting as needed, to confirm and set up work schedules, gather or report information with approval of Board.
13. Works with and assists organizations on future trail work projects.
14. Responsible for training of individuals in work skills, and at leadership level.
15. Assists in all safety aspects.
16. Provides workshop publicity information to organizational person responsible for same.
17. Has final decision on specifics of type and degree of work on any project (disagreements as to decisions will be settled by the Board at another time, other than workshop period in question).

f. TOOLMASTER

The Toolmaster is responsible for transportation of tools, to and from work area, and for maintaining proper condition of tools and trailer. He is responsible to register the tool trailer. He provides information and training on safe and proper use of tools. He maintains proper inventory of tools and list of suppliers. He works with the Trailmaster in determining need for tools and purchase of same, subject to approval by directors of organization.

g. HIKING CHAIRMAN

Responsibilities with approval of Corporation Board of Directors include:

1. Presiding over hiking committee meetings.
2. Setting up hiking schedule.
3. Overseeing leadership standards, and selecting leaders.
4. Overseeing all aspects of hiking workshops.
5. Overseeing write-ups and publicity of hikes and hiking workshops.

h. EDUCATION CHAIRMAN

Education chairman develops and carries out educational programs, and workshops as needed and as requested by the membership. He coordinates instruction of programs, contacts cooperating groups to co-sponsor when needed, finds locations and refreshments.

i. PUBLICITY CHAIRMAN

Publicity chairman prepares and sends out press releases, radio public service announcements, flyers, etc. He contacts newspapers or other media about Trailwrights' events.

ARTICLE 2. BOARD OF DIRECTORS

SECTION 1.

The Board of Directors shall consist of the officers of the organization, standing committee chairmen, and three members of the organization so elected. The term of office of the three members of the organization shall be for three years, with one member going off the Board each year. Initially these three organization members shall be elected as follows: one member for one year, one for two years, and one for three years.

SECTION 2.

Vacancies on the Board between elections shall be filled until the next Annual Meeting, by appointment of the Board.

SECTION 3.

The Board shall prepare a budget for the Annual Meeting.

SECTION 4.

The Board shall have the authority to transact any business necessary and proper to the conduct of the organization and the management of its affairs.

ARTICLE 3. COMMITTEES

SECTION 1.

There shall be two classes of committees: Standing and Special. Standing Committees shall be those the functions of which are continuous. The standing committees shall be Publicity, Education, and additional committees may be created or discontinued as needed by the President with approval of the Board. Special Committees shall be those appointed by the President for a purpose not covered by a standing committee.

SECTION 2.

All Standing committee members shall be nominated by the President, and approved by the Board. The Chairman protem of all Committees shall be appointed by the President; the Chairman of each will be elected by the Committee.

ARTICLE 4. MEMBERSHIP

Membership in the organization is open to any person interested in supporting the purposed of the Organization. There will be the following classifications of membership:

- a) Individual - Adult 18 or over. Voting member. Receives newsletters/mailings, membership card.
- b) Family - 1-2 adults (over 18) and any children in family (under 18). Adults voting. receive newsletters/mailings, membership cards.
- c) Junior - Under 18. Non-voting. Receives newsletters/mailings, membership card.
- d) Contributing - Any person, business, or organization contributing financially to the Organization. Non-voting. Receives newsletters.

Individual and Junior members will be elected to membership upon receipt of signed membership application and the payment of any dues required.

ARTICLE 5. DUES

Membership dues shall be payable yearly by annual meeting.

Individual - \$5.

Family - \$5 per adult.

Junior - \$5.

Contributing - Donation of at least \$10.

ARTICLE 6. MEETINGS

There shall be monthly meetings unless otherwise voted. The annual meeting shall be in April, the specific date of this meeting and the place in which it will be held shall be determined by the Board of Directors.

Special meetings may be called by the Board of Directors, or written request of five members.

ARTICLE 7. QUORUM

SECTION 1.

A quorum necessary to transact business at any general meeting of the Organization shall consist of five or 20% whichever is greater of the voting membership.

SECTION 2.

A quorum in a meeting of the Board of Directors shall consist of a majority of its members.

ARTICLE 8. AMENDMENTS

The By-Laws may be amended or repealed at any meeting of the Organization by a majority vote of the quorum present, provided that a written notice of proposed amendments is sent to each member at least ten days prior to such meeting.

ARTICLE 9. WHEN EFFECTIVE

By-Laws and amendments shall become effective upon their adoption.

Adopted May 23, 1987.

Amended 1/30/88.

Amended 1/21/90.

Amended 1/12/91.

Amended 4/12/92.

Amended 4/13/94.