

SOUTHWEST FOREST SERVICE AMIGOS

BYLAWS

~~Approved September 16, 2020~~ Approved _____

ARTICLE I. Name

The name of this organization is "Southwest Forest Service Amigos", hereafter referred to as Amigos.

ARTICLE II. PURPOSE

The purpose of the Amigos is to:

- perpetuate and preserve the traditions and esprit de corps of the Forest Service, its employees and retired employees;
- maintain contact and good fellowship among those retired and those nearing retirement from the Forest Service;
- maintain that family feeling traditionally characteristic of the relations between Forest Service employees and with families;
- compile and disseminate information of interest to members generally;
- inform members of new activities, problems, policies, and plans of the Forest Service.

ARTICLE III. LOCATION AND ADDRESS

The Amigos shall be based in Albuquerque, New Mexico, and the official address shall be a Post Office Box in Albuquerque rented in the name of the organization.

ARTICLE IV. MEMBERS

Section 1a. General Membership.

Any individual who wishes to join the Amigos, participate in their activities and support their programs, and who meets one of the requirements listed below may become a member:

- a. any retired employee of the Forest Service and his/her spouse/significant other, or surviving spouse/significant other.
- b. any current Forest Service employee within five (5) years of retirement, or former employee who was within five years of retirement at the time of leaving the Agency.

All paid up members are eligible to vote and participate in the business of the Amigos.

Section 1b. Associate Membership.

- a. any retiree of a Federal Natural Resources Management agency; and
- b. persons of special distinction invited by the Board because of their contribution to the mission of the Forest Service.

Section 2. Dues.

- a. Dues shall be payable with an application for membership and annually thereafter at the beginning of the calendar year. Upon failure to pay dues for one (1) year, members will be dropped from the rolls.
- b. A lifetime dues option is available for a one time payment of \$250. No annual dues are collected with the lifetime option. The lifetime option is for the life of the member and their spouse or significant other.
- c. The Board of Directors shall review the fee structure at least once a year, and shall have the authority to adjust the fee no more than \$5.00 per year as necessary for the financial health of the organization. Adjustment beyond that shall require submitting an amendment to the Bylaws. Members shall be notified of changes to the fee structure in the quarterly newsletter published in October. Members who have paid for multiple years in advance of the notification are not subject to additional charges.
- d. The income or benefit from dues must not inure to any individual or member, directly or indirectly.

Section 3. Special Assessments.

A special assessment on the membership may be made upon recommendation by the Board with explanation of the need. A two-thirds majority of those responding is required for passage. ~~A two-thirds vote of the members present at any regular meeting is required for passage.~~ No more than one assessment may be made per year.

ARTICLE V. BOARD OF DIRECTORS

Section 1. The Board.

The Board of Directors shall consist of the following members: elected officers, the Chairpersons of the ~~Standing~~ Committees, the immediate past president, and Wagon Master. All members of the Board of Directors are eligible to vote. The Board of Directors hereafter shall be referred to as the Board.

Section 2. Officers.

The officers shall be a President, a Vice President, a Secretary, and a Treasurer, and ~~two (2)~~ at-large Directors. Directors-at-large should represent the amigos membership and at least two but up to 5 Directors can be added to the Board, each of whom shall be elected at the Annual Meeting by a majority vote of the members present.

The officers shall hold office for one (1) year unless ~~he/she~~they resigns, ~~is-are~~ unable to serve or ~~is-are~~ removed from office; except for Directors-at-large, who shall hold office for two (2) years, and shall serve overlapping terms. Officers shall be elected at the Annual Meeting by a majority vote of the members present. Only the incoming Director-at-large shall be required to be elected. One person may not hold more than one office.

Section 3. Board Duties.

Members of the Board of Directors are expected to participate in meetings and activities of the Amigos as fully as possible. The Board shall establish detailed policies regarding duties of the officers and other Board members. General duties include but are not limited to:

- a. providing leadership and establishing policies needed to carry out the purposes of the Amigos effectively and as required by the Bylaws.
- b. devising and promoting programs and special activities for the enjoyment of members.
- c. authorizing expenditures of funds with advice from the membership.
- d. carrying on correspondence and communicating with other groups and agencies to enrich the Amigos programs.

e. ~~producing annual reports to inform members of the year's accomplishments.~~

f.e. conduct at least four (4) board meetings per year.

Section 4. Committees.

A. ~~Standing~~ Committees.

1. ~~There shall be the following Standing Committee~~The following are examples of Committees that can be added to the Board. This is not an inclusive list and can be added or deleted as the needs of the Board dictate:

- Meeting ~~Committee—which includes~~
- ▪ Luncheon Arrangement Coordination
- ▪ Calling Tree Coordination
- Membership
- Communications Committee ~~—which includes~~
- ▪ Newsletter publication
- ▪ Website
- ▪ Social Media
- Special Events ~~Committee—which includes~~
- ▪ Adopted Trail Program
- ~~Trips~~

2. The ~~Standing~~ Committee Chairpersons shall be appointed by the President and announced at the Annual Meeting. The Committee Chairpersons shall serve at the discretion of the President.

B. Ad Hoc Committees.

The President may appoint Ad Hoc committees and special advisors as needed to further the programs of the Amigos. They shall serve for the duration of an assigned project or at the discretion of the President.

Section 5. Wagon Master.

There shall be a Wagon Master and a Deputy Wagon Master who shall be elected by a majority of the members attending the Amigos Roundup Business Meeting. The Wagon Master may appoint assistants, master of ceremonies, duty officers, event chairs and teams as necessary to carry out the program of the Roundup. In the event the Wagon Master(s) are no longer able or incapable of fulfilling their duties the Board shall select a new Wagon Master(s) for the remainder of their term(s).

Section 6. Qualification. Vacancies. Removal.

A. Qualifications.

Members of the Board shall meet the membership requirements in Article IV, Section 1. ~~With the exception of the Wagon Master, members of the Board shall reside in a community close enough to Albuquerque to permit regular attendance at meetings and convenient conduct of Amigos business.~~

B. Vacancies.

In the event of officer vacancies due to resignation, inability to serve or removal, a successor shall be selected by the remaining Board members and shall serve the unexpired terms of the predecessor. In the event of ~~Standing~~ Committee Chairperson vacancies, successors shall be selected at the discretion of the President.

C. Removal.

An officer or an at-large Director may be removed for cause by a 2/3rd vote of the elected officers when the removal would be in the best interests of the Amigos. Any action deemed to be harmful to the Amigos or members may be grounds for removal.

Section 7. Compensation.

Members of the Board and others officially acting on behalf of the Amigos may be reimbursed for expenses incurred. Travel and per diem expenses shall be governed by the Federal Travel and Per Diem schedule issued annually.

Section 8. Proxies.

Members of the Board unable to attend meetings of the Board may participate by Proxy. A proxy must be in writing and specify the person to act as the proxy. The proxy is valid only for the event specified.

ARTICLE VI. MEETINGS

Section 1. Board Meetings.

Meetings of the Board shall be called by the President as needed or upon the request of three members of the Board.

Section 2. Membership Meetings.

Official meetings of Amigos will be held in the various communities with the Southwestern Region on a schedule determined by the membership.

~~Official meetings of the Membership shall be held as a part of the quarterly luncheons held on the 4th Thursday of the month and at the annual Amigos Roundup, and official business may be conducted at these meetings. Members living outside of New Mexico are also encouraged to organize and host gatherings of Amigos in their communities.~~

The primary purposes of ~~luncheon~~-meetings and other activities are to enrich lives of the participants by providing interesting interactive social, learning and business experiences that promote the purposes of the Amigos.

Section 3. Annual Membership Meeting.

Annual Membership Meeting.

The Annual Meeting shall be held in ~~conjunction with the~~ January ~~quarterly luncheon~~ unless otherwise determined by the Board and members are properly notified.

Section 4. Quorums.

1. A majority of Board members shall constitute a quorum for the conduct of Amigos business at Board meetings.
2. A quorum for the conduct of official business at the Annual Meeting shall be the actual number of voting members present at the meeting.

ARTICLE VII. ELECTIONS

- A. The President shall call for nominations for vacate Board members in the October newsletter. shall appoint a Nominating Committee no later than the October quarterly luncheon which The President shall present a slate of nominees for election to the Board at the January Annual Meeting. The Vice-President is expected to succeed to the office of the President for the coming year and, if available, shall be included on the slate for that position. The slate shall also include one candidate each for the office of Vice-President, Secretary, Treasurer and one Director-at-large. Nominations may also be made from the floor providing prior consent of the nominee has been obtained.

~~B. A two-thirds majority of those responding is required for passage. A majority of the voting members present is required for election.~~

ARTICLE VIII. POLITICAL ACTIVITIES

The Amigos organization shall not engage in lobbying, support of public candidates or other political activities. No member is authorized to make statements regarding political matters and represent them as positions of the Amigos.

ARTICLE IX. FISCAL AND ACCOUNTING PROCEDURES.

Section 1. Fiscal Year

The Amigos shall operate with the calendar year as its fiscal year.

Section 2. Financial Management

Financial and accounting procedures shall be carried out using generally accepted fiscal processes and will be handled on a timely basis. Full documentation of all transactions is required. Policies may be established for any specialized financial needs including the Wagon-masters' responsibilities. Contractual signing authority is restricted to elected officers. Expenditures and contracts will be approved in advance by the board.

Section 3. Financial Review

The President ~~shall~~can appoint an individual, independent of the board, to conduct ~~an annual~~ financial review. The results of this review shall be published in the ~~organizations~~organization's newsletter upon completion.

ARTICLE X. AMENDMENTS

The Bylaws may be amended at any official membership meeting of the Amigos provided notice of the proposed amendment has been given to members no less than sixty (60) days in advance through the Newsletter or other written communication. A two-thirds majority of those responding ~~vote~~ is required for passage.

ARTICLE XI. DISTRIBUTION OF ASSETS

In the event that the Amigos ceases to function, or in the event that the members decide to terminate it, the Board of Directors shall, after paying or making provisions for the payment of all of the Amigos' liabilities, distribute all of the remaining assets of the Amigos to such organization or organizations which the Board of Directors shall select which are then qualified as exempt under Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended, (or the corresponding provision of any future United States Internal Revenue Law).

CERTIFICATE

The undersigned, being the Officers of Southwest Forest Service Amigos, do hereby certify that these 7 pages are a full, true, and correct copy of the Organization Bylaws, as amended and approved by the membership of the Southwest Forest Service Amigos on September 16, 2020.

IN WITNESS WHEREOF, we have hereunto subscribed our names this.

/s/

Emily Irwin, President

/s/

, Vice-President

/s/-

Paul Tidwell, Secretary

/s/-

Randy Daniels, Treasurer

/s/-

Jan Polasky, Director at Large

/s/

Dan Winner, Director at Large