

GOLD SEARCHERS OF SOUTHERN NEVADA BY-LAWS
REVISED AUGUST 2020

Article 1: NAME

- A. The name of the organization shall be “Gold Searchers of Southern Nevada Incorporate.”
- B. The Organization is organized as a non-profit (501(c) 3) Nevada Corporation exclusively for charitable, scientific and educational purposes, more specifically to educate our members and others about prospecting for gold and other precious minerals.

Article 2: OBJECTIVES

- A. To protect the rights given us under the Mining Law of 1872.
- B. To educate, exchange information and knowledge concerning prospecting, milling, mining safety, and operating a small mining organization.
- C. To obtain enjoyment and success from prospecting potential mineral bearing areas.
- D. To locate, lease and/or purchase claims for the use of the organization.
- E. To exchange ideas with other like or similar organizations.

Article 3: MEMBERSHIP

- A. Any individual eighteen (18) years of age or older, wishing to participate in and further the objectives of the organization, is eligible for membership.
- B. A family membership is husband/ wife/ significant other, and children under the age of eighteen (18) years of age. When that child turns eighteen (18) that child must decide to become a member or not. The child under eighteen (18) years of age does not have voting privileges.
- C. Members will be required to pay the annual dues, which are set by the organization.
- D. Non members may attend a maximum of two (2) meetings and / or one (1) claim or club owned property visit prior to joining. Any person exceeding these limits during a calendar year may be asked to leave any meeting and /or claim or club owned property by any officer.
- E. To be considered a member in good standing and to retain voting privileges and use the organization's claims, the annual dues must be paid up to date. After thirty (30) days grace period a member will be removed from the organization's membership roles and shall pay a new membership fee to rejoin.

Article 4: PARLIAMENTARY GUIDANCE

- A. Robert's Rules of Order are hereby adopted for Parliamentary usage at the meeting of the organization.

Article 5: MEETING AND QUORUM

A. There shall be at least one (1) general meeting each month. Members have a right to have notice of all general meetings; and announcement at the previous meeting and on the GSSN website (goldsearchersnv.com) will meet this requirement.

B: The general meeting in November shall be designated as the annual meeting at which time the election of officers shall be held. Contested officers shall then be elected by written ballot. There will be no guest speakers at the November meeting; this will shorten the meeting if there are any discussions and debates.

C. A quorum for the general meeting of the organization for transaction of business shall be the ten percent (10%) minimum of the membership in good standing.

D. The executive committee shall designate the time and place for the general meeting and the executive committee meetings.

Article 6: OFFICERS AND DUTIES OF OFFICERS

A. All officers shall be “members in good standing” and shall remain so during their term of office.

B. The elected officers of the organization shall consist of one (1) President, one (1) Vice President, one (1) Secretary, one (1) Treasurer, one (1) Membership Officer one (1) Raffle officer.

C. The Executive Committee may create additional elected officers of the organization as the need arises.

D. The President shall be executive officer of the organization and shall preside at all meeting and /or events of the organization.

E. The President shall recommend committee chairperson(s) to the executive committee for appointment.

F. The President, with the approval of the executive committee, shall be authorized to assign other duties to officers as may be deemed necessary from time to time.

G. The Vice President shall preside at all meetings of the organization when the President is absent.

H. The Vice President shall carry out the duties as appointed by the President.

I. The Secretary shall take the minutes at all general meetings and executive committee meetings.

J. The Secretary shall be the holder of the corporate minutes book and corporate seal.

K. The Treasurer shall be custodian of the funds of GSSN and shall keep regular books of the accounts, and disburse the funds in the regular course of business of the GSSN; or as may be authorized by the Board, take proper vouchers for such disbursements; shall render to the executive committee, as they require, an account of all transactions executed by the Treasurer. The Treasurer shall have the authority to issue payments of less than five hundred dollars (\$500.00)

without prior approval of the executive committee; for payments of five hundred dollars (\$500.00) or more, but less than one thousand dollars (\$1,000.00) , approval of the executive committee is required; for payments of one thousand dollars (\$1,000.00) or more approval of the general membership is required.

L. The Treasurer shall be present at all audits of the books.

Article 7: ELECTION OF OFFICERS

A. The President will appoint an Election Official to conduct the election process.

B. Nominations for the election of officers shall be declared open at the October general meeting. Nominees may be nominated or appointed to any office. A member in good standing can nominate his/her self for election of office. NO MEMBER MAY BE NOMINATED FOR, OR APPOINTED TO ANY OFFICE WITHOUT HIS OR HER CONSENT.

C. The names of nominees for each respective office shall be published in the Organization's newsletter and/or website following such meeting to notify members that there is an election coming up in November.

D. At the November meeting before the election of officers, nominations will be reopened. Elections will follow immediately after nominations are closed. A motion shall be made in order to cast a majority ballot for all non-contested offices. After such motion has been made, seconded and passed such nominees shall be declared duly elected.

E. A contested office shall then be elected by written ballot on November's election general meeting.

F. If any office is declared vacant for any reason the President, with the approval of the executive committee shall appoint another officer to carry out the duties until an election can be held to fill the vacancy.

G. All records shall be transferred to the newly elected officers during the month of December.

H. Names of signers shall be changed in December.

I. Newly elected officers will take office January 1st.

J. All audits of the Organization will be completed in January.

K. The Organization's taxes and fillings will be done prior to May 15th.

Article 8: THE LENGTHS OF OFFICERS

A. President: Elected for a two (2) year term in “even” year election (i.e. 2018, 2020 etc.)

B. Vice President: Elected for a two (2) year term in “odd” year elections (i.e. 2019, 2021 etc.)

C. Secretary: Elected for a one (1) year term every year.

D. Treasurer: Elected for a one (1) year term every year.

E. Membership Officer: Elected for a one (1) year term every year.

F. Raffle Officer: Elected for one (1) year term every year.

Article 9: COMMITTEES, POSITIONS, STANDING AND OTHERS

- A.** General meeting minutes are the official record of the Organization and shall be published in the website newsletter (www.Goldsearchersnv.com)
- B.** Executive committee
 - a. Shall consist of all elected officers.
 - b. Shall conduct the affairs of the organization between its regular scheduled meetings.
 - c. At the executive committee meeting the Standing Committee chairperson will present reports and information to the executive committee but have no voting rights.
 - d. The executive committee meetings are open to membership by request.
 - e. Executive committee meeting minutes are kept in record of file and will not be published in the newsletter.
- C.** Audit committee
 - a. The President shall select the audit committee.
 - b. Shall consist of three (3) officers and three (3) non elected members.
- D.** Standing Committees shall be:
 - a. The Claims Committee
 - 1. Shall be responsible for the marking, filing and mapping of all claims.
 - b. The Education Committee
 - 1. Shall be responsible for education activities of the organization.
 - c. The Merchandise Committee
 - 1. Shall be responsible for selling and maintaining club merchandise and apparel.
- E.** The President will appoint other committees from time to time for specific purposes.
- F.** Other Positions
 - a. Newsletter Editor
 - 1. Will be responsible for the formatting of the Organization newsletter and will be published on the website within seven (7) days of the general meeting.
 - b. Webmaster
 - 1. Will be responsible for the Organization's website

ARTICLE 10: AMENDMENTS TO THE BY-LAWS

- A.** A motion to amend the By-laws may be made by any member in good standing at any general meeting. A written copy of the proposed amendment must be presented to the Secretary prior to start of the meeting.
- a. The proposed amendment must be published in the newsletter and/or website prior to the next general meeting.
 - b. At the next general meeting after publication, the proposed amendment shall be discussed under “New Business”. The final form of the amendment must be published in the next edition of the newsletter and/or website.
 - c. The President shall place the proposed amendment on the next agenda for the next meeting. It shall be taken up in “Old Business” and requires a two-thirds (2/3) majority of the members present at such meeting and if adopted it shall become effective immediately.

ARTICLE 11: DISOLUTION OF ORGANIZATION

- A.** Any member may make a motion to dissolve the Corporation at any general meeting of the organization. If such a motion is made, seconded and passed, it will be placed on the agenda for discussion and action at the next general meeting of the Organization under “New Business”. An announcement that such a motion has been made shall be published in the newsletter and/or website.
- B.** The motion to dissolve the Organization will then be acted on at the next general meeting under “New Business”. Two-thirds (2/3) of the members in good standing in attendance at the general meeting must approve the motion to dissolve the organization. The Audit Committee shall then meet and perform an audit to verify the remaining balance in the treasury. The audit committee shall research and submit the names of at least two (2) non-profit educational organizations that support mining and individual mining rights in Nevada.
- C.** All assets of the organization shall be liquidated at reasonable value and the funds shall be added to the treasury.
- D.** The executive committee shall select those organizations from the ones submitted by the audit committee and determine the amount each is to receive.
- E.** At the next general meeting the report of the audit committee shall be presented immediately after the President's opening remarks. The members present shall discuss the report and modify it or adopt it as recommended by a simple majority vote.
- F.** The Treasurer shall set aside a sufficient sum to pay all authorized and outstanding bills and report the balance in the treasury. The President will then call for an immediate vote on the dissolution of the organization. A vote of greater than two thirds (2/3) of the members in good standing shall be necessary

for the dissolution. If the vote to dissolve is passed it shall become effective immediately and the the Treasurer shall write and post the amounts in the designated percentages for the educational groups as voted upon by the executive committee within fourteen (14) days. This action shall deplete the treasury to a zero balance in the checking and savings account to be closed and the organization shall be dissolved.

G. Notification of dissolution are to be sent to the Secretary of State of Nevada.

ARTICLE 12: TERMINATION OF MEMBERSHIP

A. Membership may be revoked by the executive committee for cause. Cause shall be deemed to include, but not limited to (1) non-payment of annual dues, (2) improper behavior toward another club member, (3) failure to follow by-laws of the club (4) improper, dangerous or unlawful conduct at any club activity, function, or event or while on any GSSN claim or club owned property

B. Procedure for removal of a member: All charges against a member or members must be presented to the executive committee in writing and signed by the charging party. The charges must state the act or acts to be considered, including the approximate relevant dates and / or places. The executive committee shall schedule a special meeting for a hearing and immediately send a notice of the charges to the member at their last known address. Both the complainant and member in question shall be sent a written notice of the time and place of the meeting. If the member in question fails to attend the special meeting, the committee shall proceed with the meeting and render a decision as though that person were present. If the charging party fails to attend the special meeting, the charges will not be heard. Both parties will be allowed to present their statements of facts at the hearing and may request, in advance to the committee, the presence of other members whose testimony pertains directly or significantly to the matter at hand. At the conclusion of all testimony, the committee may privately consider the case and then vote on the charges. Removal shall require a super majority vote (greater than or equal to 2/3 of the full committee).

C Appeal process: Any member whose membership is revoked will have seven (7) calendar days to appeal the revocation. The appeal must be submitted in writing to the President and Secretary, via USPS or email: and must include any relevant information that has not already been presented. The President will then submit the appeal to the appeals committee members and four (4) general members, who will be selected from a general membership meeting. This committee will then render a decision at the next executive committee meeting. Any member whose membership has been revoked will not be allowed to prospect on any GSSN owned property, as a guest or otherwise.

Article 13: CLUB RULES AND REGULATIONS

The Executive Committee shall be responsible to establish and modify the rules and regulations for club and membership to guide by.