

CONSTITUTION AND BYLAWS OF THE SMOKY MOUNTAINS HIKING CLUB, INCORPORATED
Knoxville, Tennessee

Adopted as revised December 9, 2023 and August 14, 2021, and with Charter Amendments of December 10, 1999.

ARTICLE I NAME

The name of this organization shall be the SMOKY MOUNTAINS HIKING CLUB, INCORPORATED (the "Club").

ARTICLE II OBJECTIVES

To develop opportunities for enjoyment of the out-of-doors in the form of hikes and outings; to provide for related educational opportunities; to encourage and teach out-of-doors ethics; to encourage the conservation of wilderness and wildlife; to acquaint Club members and the public generally with the beauty and grandeur of the Great Smoky Mountains and other natural areas in this region; to edit, publish and distribute literature in furtherance of these objects; and to aid the federal agencies which manage the Great Smoky Mountains National Park and the Nantahala National Forest by helping to maintain the Appalachian National Scenic Trail (the "AT") in the 101.9 miles between Davenport Gap (TN/NC) and Wesser, NC.

ARTICLE III MEMBERSHIP

Any person of good character at least 16 years of age who subscribes to the Club's objectives and agrees to abide by the Club's Code of Ethics, which can be found on the Club's web site at <https://www.smhclub.org/Code-of-Ethics>, shall be eligible for membership in the SMOKY MOUNTAINS HIKING CLUB, INCORPORATED.

ARTICLE IV EXECUTIVE BOARD

The Executive Board consists of a President, Vice President, Recording Secretary, Membership Secretary, Treasurer, Historian, Communications Director, Trust Liaison, and a minimum of four Directors. These officers shall not be subject to removal from their terms of office except for cause.

The President acts as the chief executive of the Club, presiding at all meetings of the Executive Board and of the members. The President appoints all committees, stands as an ex-officio member of same, and is responsible for general supervision, direction, and active management of the business of the Club. The President acts to see that all resolutions of the Executive Board are carried into effect, enforcing the provisions of the Constitution and Bylaws and the mandates of the Club.

The Vice-President, in the absence of the President, has all the powers of the President to carry out the functions of the President. The Vice-President acts to perform such other duties and has such other powers as prescribed by the Executive Board.

The Recording Secretary acts to keep the minutes of all meetings of the Executive Board, attends to all correspondence addressed to the Club and to the giving and serving of all notices of the Club by which the Executive Board, the members, and the committees are brought together for the transaction of business. The Recording Secretary performs all duties incident to the office of secretary, subject to the direction and control of the Executive Board.

The Membership Secretary acts to keep a roll of the membership and maintains a record of participation of members and visitors on Club sponsored hikes.

The Treasurer acts as custodian of funds for the Club. When necessary and proper, the Treasurer can endorse on behalf of the Club all checks, notes, or other evidence of money payable to the Club, and shall deposit the funds arising therefrom, together with all additional Club funds coming to the credit of the Club.

In addition, the Treasurer shall draw upon such funds only by order of the Executive Board, keep regular books of accounts containing a complete and accurate statement of the cash accounts and all other transactions involving the Club's funds, and account to the Club at its annual installation, or at any other time upon the request of the Executive Board. The Treasurer shall perform all duties incident to the office of treasurer under the direction and control of the Executive Board.

The Trust Liaison acts to convey the Club's interests to the Trust manager (The Trust Company) and to communicate trust issues to the Executive Board (for Conservation Trust) and the ATMC Finance Committee Chair (for AT Trust). Actions can include working with the Trust manager on distribution decisions by the Executive Board and ATMC Finance Committee and arranging an opportunity yearly for Executive Board and ATMC Finance Committee members to meet with a representative of the Trust manager.

The Historian maintains records of the activities and accomplishments of the Club, gathers, and preserves information germane to the Club's interests in the Great Smoky Mountains and other nearby natural areas, and such other duties as may be assigned as directed by the Executive Board.

The Communications Director oversees all Club communications, including the newsletter, the handbook, the website, social media, and any other publicity activities, and is responsible for implementing communications policies approved by the Executive Board.

The Directors engage in all decisions of the Executive Board. The business, interests, and transactions of the Club are to be managed and controlled by the Executive Board.

The terms of all officers will be for one year and begin on January 1 of the year immediately following the installation.

A majority vote of the Board shall fill any vacancy occurring in the Executive Board during the year but prior to the annual election of the officers of the Club.

A majority of the Executive Board will be necessary to constitute a quorum for the business transaction at any meeting.

The Executive Board appoints Club members to all administrative positions and committee chairs.

ARTICLE V ELECTION AND MEETINGS

The annual election of the officers of the Club shall be held in August each year at such time and place as designated in a notice to be communicated by a posting in the monthly newsletter to each active member at least thirty days before the meeting.

The President appoints a Nominating Committee of five members, with two selected from the Executive Board and one designated as the Chair. The membership of the Nominating Committee will be published

in the annual handbook. During the year in which it serves, the Nominating Committee acts to identify candidates to serve as club officers for the subsequent year. Such nominations will be announced through a notice posted in the monthly newsletter at least thirty days preceding the annual election. However, the committee's nominations do not preclude club members from making nominations for the respective offices at the meeting wherein the election is held.

The installation of officers shall occur at a meeting of the membership in December of each year.

Special meetings of the Club may be called by the President or by the Executive Board at any time.

ARTICLE VI DUES

Dues amounts vary depending on the type of membership a person chooses. Dues for Individual Memberships are \$30 per year. Up to 4 additional Family Members (defined as those age 16 or older, living at the same household with the same address) can be added at a cost of \$2 for each and will be listed in the Club handbook.

There are also two additional classes of membership which augment the funds available for conservation and AT work. Supporting Membership dues are \$40 a year (or more if the member desires to contribute more) and can include one additional Family Member (as defined above). Life Memberships are a one-time fee of \$1,000 per person.

Upon payment of dues, all Club households receive the annual Club handbook and monthly Club newsletter. Additional Club handbooks may be purchased at <https://www.smhclub.org> for \$8 each.

Membership options and corresponding dues amounts can be found at the Club's website at <https://www.smhclub.org>. With the exception of Life Memberships, dues are payable yearly, based upon the date the member(s) joined. The dues amounts may be modified from time to time by a majority vote of the Executive Board. Such modification shall be communicated through a notice posted in the monthly newsletter at least 30 days prior to such change taking place. Such modification will be subject to the approval process outlined in Article VIII Amendments.

ARTICLE VII DISCIPLINE

Any member whose conduct violates any of the provisions of the Constitution and Bylaws or the Code of Ethics may be expelled from membership by the Executive Board by a three-fourths vote of all the officers, provided that said member be given at least ten days' notice in writing of such pending action. Service of such notice may be made by personal delivery or by registered letter mailed to such member's last known address.

ARTICLE VIII AMENDMENTS

The Bylaws may be amended at any regular meeting of the membership of the Club, or any special meeting called for said purpose, provided that before any such meeting, a notice of proposed amendments to bylaws shall be published in the newsletter of the Club, posted on the Club website, or emailed to paid members of the Club ten days before such meeting.