

**SFEA GOOD NEIGHBOR OUTDOOR CLUB**  
**CONSTITUTION AND BY-LAWS**

**Article I - NAME**

Section 1. NAME -

The name of this club was changed from State Farm Good Neighbor Camping Club to the SFEA Good Neighbor Outdoor Club by a vote of the membership on February 13, 2001.

**Article II - PURPOSE**

Section 1. PURPOSE -

The purpose of the club is to encourage concern for the outdoors and to increase information and opportunities for outdoor recreation.

**Article III - MEMBERSHIP**

Section 1. ELIGIBILITY -

Members of the State Farm Employees Activities Association are eligible for membership.

Section 2. DUES -

Membership for each calendar year is effective with payment of the annual dues.

Section 3. VOTING -

Each member has one vote on each matter submitted to a vote of the membership.

Section 4. TERMINATION OF MEMBERSHIP -

Membership terminates at the end of each calendar year or on termination of eligibility.

**Article IV - YEAR**

Section 1. YEAR -

The club's year shall coincide with the calendar year.

**Article V - BOARD OF DIRECTORS**

Section 1. BOARD OF DIRECTORS -

There shall be a Board of Directors consisting of six officers elected by the membership.

Section 2. TERM OF OFFICE -

The Board of Directors shall serve for a one-year term starting January 1 following their election.

Section 3. REMOVAL FROM THE BOARD -

A Board Member may be removed from the Board by at least a three-fourths vote of the membership at a meeting with a quorum.

Section 4. REPLACEMENT PROCEDURE -

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In the event a Board Member fails to complete his or her term, the Board shall use one of the following procedures to select an alternate to complete the term:

- (A) A special election of the membership
- (B) A Presidential appointment

**Section 5. POWERS OF THE BOARD -**

The Board of Directors, as a body, conducts, manages, and controls the affairs of the club. The Board may propose by-laws and amendments to this constitution to the membership. It may issue rules and regulations for the government of the club and to promote its purposes, which are consistent with this Constitution. The Board shall safeguard all funds and other property of the club. The Board may delegate certain duties and powers to committees. However, the Board shall retain the right to overrule decisions and actions of these committees. The Board has the authority to set the annual dues.

**Section 6. MEETINGS OF THE BOARD -**

Meetings of the Board of Directors shall be held upon the call of the President. A majority of the Board membership shall constitute a quorum for the conduct of business.

**Section 7. ELECTION OF THE BOARD OF DIRECTORS -**

The President shall appoint a nominating committee by October 1 of each year. This committee shall be charged with the responsibility of securing a proposed slate of officers for the coming year. The nominating committee shall make its report to the membership by November 1 each year. The election of officers shall be conducted by December 1 each year.

**Article VI - OFFICERS**

**Section 1. PRESIDENT -**

It shall be the duty of the President to preside over the affairs of the club, subject to direction and control of the Board of Directors. The President with the advice and consent of the Board of Directors shall appoint all committees.

**Section 2. VICE-PRESIDENT -**

In the absence of the President or in the event of his/her inability to act as determined by the Board of Directors, the Vice-President shall exercise all powers and perform all duties of the President.

**Section 3. SECRETARY -**

The Secretary shall keep and maintain records of all non-financial transactions of the club and the Board of Directors, and prepare reports thereof as required Directors.

**Section 4. TREASURER -**

The Treasurer shall receive money belonging or payable to the club and will deposit, hold and/or disburse the same and keep records

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thereof in a manner approved by the Board of Directors. He/she shall account for all receipts and disbursements at such times and in such manner as the Board of Directors may specify.

**Section 5. TWO DIRECTORS**

Two additional directors will be elected to ensure a boarder voice while conducting the affairs of the club. Additional directors may be appointed by the newly elected board of directors to assist with the on going affairs of the club.

**Article VII - CLUB MEETINGS**

**Section 1. MEETINGS -**

Meetings shall be held at such times and in such locations as specified by the Board of Directors.

**Section 2. QUORUM -**

A quorum shall consist of a simple majority of the current membership.

**Article VIII - ADOPTION**

**Section 1. ADOPTION PROCEDURE -**

This Constitution shall be presented to the members of the Good Neighbor Camping Club present at the June 7, 1990 meeting by the President of the Good Neighbor Camping Club for a written vote on adoption. If at least two-thirds of the members voting on the adoption shall favor it, this Constitution shall be considered adopted on June 7, 1990.

**Section 2. ADOPTION OF AMENDMENTS -**

Amendments to this Constitution shall be presented to the members of the SFEA Good Neighbor Outdoor Club for a vote in an online meeting. The Amendments shall take effect on August 1, 2002 if approved as required in Article IX.

**Article IX - AMENDMENTS**

**Section 1. AMENDMENT PROCEDURE -**

Amendments to this Constitution shall be suggested either:

- (A) By the Board of Directors
- (B) By written petition containing signatures of at least a quorum of members of the SFEA Good Neighbor Outdoor Club presented to the President. The petition shall set forth, specifically, the proposed amendment and the reason therefore.

A favorable vote of two-thirds of the members voting on the amendment in a meeting with a quorum shall be necessary to adopt. All amendments shall take effect on the date of the election adopting the amendments.