



Boulder Climbing Community
498 Canyonside Drive
Boulder, CO
80302
boulderclimbingcommunity.net

**BY-LAWS GOVERNING
THE BOULDER CLIMBING COMMUNITY (BCC)**

ADOPTED
February 1, 2012

Amended:
January 13, 2013 and February 5, 2014

ARTICLE I: GENERAL MEMBERSHIP

Section 1: Membership in the Boulder Climbing Community

Membership in the BCC will be of two types:

Participating members: Any person with an interest in Boulder-area climbing may choose to be a participating member of the BCC and receive email news and other free services.

Contributing members: Any person who contributes money towards membership in the BCC, or towards the work of the BCC, will be a contributing member. In addition, any person may contribute in the form of work rather than money, subject to approval from the Board. Only contributing members may vote on decisions that have been put before the BCC membership.

ARTICLE II: BOARD OF DIRECTORS

Section 1: Size and Term of Office of Board of Directors

The Board will consist of seven to fifteen members who will serve for two years. Terms will begin and end at the Board meeting in April.

Section 2: Representation of the Board of Directors

The Board will ideally include at least one representative from each of the following affiliate organizations:

The Access Fund
The American Alpine Club

In addition, the Board will have two seats reserved exclusively for one representative from the Action Committee for Eldorado (ACE) and one representative from the Flatirons Climbing Council (FCC). These two organizations may fill their seat at their own discretion. All Board members are strongly encouraged to be contributing members of the BCC.

Section 3: Election of Board

Open positions on the Board will be filled by majority vote of the sitting members of the Board. This vote may be made at a regular meeting of the Board or by electronic communication. When a Board member retires or leaves the Board before his/her term expires, that Board member will be replaced in a timely manner by the sitting members of the Board. The newly elected replacement will serve out the term of the original Board member.

Section 4: Term Limits

There shall be no term limits for Board positions.

Section 5: Removal of Board Members

Any Board member may be removed from his or her position by a two-thirds vote of the sitting Board members at a regular Board meeting.

Section 6: Compensation of Board Members

Board members will not be compensated for their service on the Board.

ARTICLE III: MEETINGS OF THE BOARD

Section 1: Regular Meetings

Regular meetings of the Board will be held at least quarterly each year. The time and location of regular meetings will be set by the Chairperson, and must be acceptable to the majority of the Board.

Section 2: Notice of Regular Meetings

Notice of all regular meetings will be posted on the BCC website, www.boulderclimbingcommunity.net at least two weeks prior to each meeting. Meetings will also be announced in the BCC Email News and other available media outlets, such as Facebook.

Section 3: Special Meetings

Special meetings may be called by the Chairperson, or in his/her absence, the Vice-Chair, or upon request by three (3) or more Board members by giving each Board member 24 hours notice.

Section 4: Quorum

A quorum of the Board will be in attendance before action of an official nature can be taken. A quorum is at least half of the Board members.

Section 5: Voting

Voting will normally take place at regular Board meetings, and only attending Board members may vote. Alternatively, voting by email will be allowed if all Board members consent to it.

Section 6: Preparation of Agenda

The Board meeting agenda will be determined by the Chairperson, or in his/her absence by the Vice-Chair, and distributed to all Board members and posted on a public forum no later than one week prior to the regular meeting date. Board members may submit agenda items to the Chairperson at any time before the meeting, and, if so, inform the other Board members of this submission.

Section 7: Attendance of Members

A Board member who misses more than half of the regular meetings without good reason in one calendar year will lose his or her status as a member of the Board. The Board may vote to excuse a member's absence. An excused absence will not affect the member's status on the Board.

ARTICLE IV: OFFICERS

Section 1: Election of Officers

It will be the responsibility of the Board to select a Chairperson, a Vice-Chair, a Secretary, and a Treasurer. In the event an officer's appointment to the Board is terminated, a replacement to this officer will be elected by the Board at the meeting following the termination, or sooner via a special meeting or email vote subject to sections III.3 and III.5, above.

Section 2: Term of Office

New officers will be selected and take office at the first Board meeting in April of each year. Officers will serve for one year with eligibility for re-election.

Section 3: Duties of the Chairperson

It will be the duty of the Chairperson to preside at and facilitate all meetings of the Board and to sign official papers from the Board.

Section 4: Duties of the Vice-Chair

The Vice-Chair will perform duties of the Chairperson in the absence of the latter. When both the Chairperson and the Vice-Chair are absent, a Chairperson pro tempore will be selected by those members who are present to perform the duties of the Chairperson.

Section 5: Duties of the Secretary

It will be the duty of the Secretary to ensure that members are notified of all meetings, to keep a permanent record of the proceedings of all meetings and to have a copy of the proceedings of each meeting sent to each member of the Board no later than five (5) days in advance of the next scheduled meeting.

Section 6: Duties of the Treasurer

It will be the duty of the Treasurer to make all payments authorized by the Board, administer all BCC funds, report to the Board on the financial status of the organization at each regular meeting, and complete all necessary state, local, and federal tax forms.

ARTICLE V: OPERATIONS MANAGER

Section 1: Operations Manager

It will be the responsibility of the Board to select an Operations Manager to control the day-to-day operations of the BCC. The Operations Manager will serve at the pleasure of the Board.

Section 2: Duties and Limitations

The Operations Manager shall have the power to execute the day-to-day operations of the BCC. Any actions requiring more than \$500.00 of the BCC's funds shall require prior approval of a majority of the Board, which may be given at a regular meeting, special meeting, or by electronic mail.

ARTICLE VI: COMMITTEES

Section 1: Committees

The Chairperson will have the authority, subject to approval of the Board, to appoint such committees as may be deemed desirable to complete the work of the Board.

ARTICLE VII: AMENDMENTS

Section 1: Amendments

These by-laws may be amended at any regular meeting of the Board by a majority vote of the entire Board, provided previous notice of any proposed amendment is given at least one regular meeting before the action thereon will be taken.

APPROVED AND AGREED TO by the directors the first day of February 2012 and amended on the 9th day of January, 2013, and on the 5th day February, 2014.

