

GOLD SEARCHERS OF SOUTHERN NEVADA BY-LAWS

Article 1: Name

- A. The name of the organization shall be “Gold Searchers of Southern Nevada, Inc.”
- B. The Gold Searchers of Southern Nevada, Inc is organized as a non-profit 501 (c) 3 Nevada Corporation exclusively for charitable, scientific and educational purposes, more specifically to educate its 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 in 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. Members will be required to pay the annual dues which are set by the organization.
- C. Each member in good standing shall have one (1) vote in matters voted upon at the general meetings.
- D. Non members or guests may attend a maximum of two meetings and/or one outing prior to joining.
Any person exceeding these limits during a calendar year may be asked to leave any meeting and/or outing by any officer.
- E. To be considered a member in good standing, to retain voting privileges and use the organization’s claim’s the annual dues shall be paid up to date. After a 30-day grace period, all privileges will be suspended.
- F. After a 60-day grace period, a member will be removed from the organization’s membership and shall pay a new membership fee to rejoin.

Article 4: Meetings and Quorum

- A. There shall be at least one (1) General meeting each month.
- B. The general meeting in November shall be designated as the annual meeting at which time the election of Officers shall be held.
- C. A quorum for the general meeting of the organization, for the transaction of business, shall be 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 meetings.
- E. Any officer who misses three (3) consecutive meetings (without approval of the executive board) may be considered for removal from office.

Article 5: Officers and Duties of Officers

- A. All officers shall be “members in good standing” and shall remain so during their terms of office.
- B. The elected officers of the organization shall consist of the President, Vice President at least one (1) Secretary, at least one (1) Treasurer and (1) Membership Officer.
- C. Additional elected officers of the organization may be created by the executive committee, as the need arises.
- D. The President shall be the executive officer of the organization and shall preside at all meetings of the Organization. He/she shall recommend committee chairpersons to the executive committee for appointment.
- E. The Vice President shall preside at all meeting of the organization when the President is absent. He/she shall carry out the duties as appointed by the President.
- F. The Secretary shall take the minutes at all general meetings and executive committee meetings. He/she shall be the holder of the Corporate Minutes Book and Seal.

- G. The Treasurer shall receive all the funds of the organization and disburse only such funds as are \ authorized by the executive committee. He/she shall be present at all audits of the books.
- H. 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.
- I. The Membership officer is the point of contact for implementing methods to attract new members to the Organization.

Article 6: Election of Officers

- A. Nominations for the election of officers shall be declared open at the October general meeting, with the Election taking place at the November general meeting. Nominations may be made by any member, in good standing at such meeting. Any member in good standing may be nominated or appointed to any office. No member may be nominated for, or appointed to any office without his or her consent. The names of the nominees for each respective office shall be published in the organization's newsletter following such meeting.
- B. An election/nominating committee of not less than three (3) members, none of whom shall be a candidate for election, shall volunteer or be appointed by the executive committee to supervise and conduct the election.
- C. After any nominations have been made from the floor, a motion shall be 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. Contested offices shall then be elected by written ballot.
- D. If any office is declared vacant for any reason, the President, with the approval of the executive board, shall appoint another officer to carry out the duties until an election can be held to fill the vacancy.
- E. All records shall be transferred to newly elected officers during the month of December. Names of the signers on the bank accounts shall be changed in December. Newly elected officers will take office January 1st.

Article 7: Committees, Positions, Standing and Others

- A. The executive committee shall consist of all elected officers.
- B. The board shall consist of the executive committee and the chairperson of all standing committees. The Minutes of its general meetings are the official record of the board/club and shall be published in the Newsletter. Executive committee meeting minutes are kept in record of file for Executive committee member only, and will not be published in the newsletter.
- C. The standing committees shall be:
 - 1. The Executive Committee
 - 2. The claims committee
 - 3. The education committee
 - 4. The merchandise committee
 - 1. The executive committee shall conduct the affairs of the organization between its regularly scheduled meetings.
 - 2. The claims committee shall be responsible for the proper marking of all the claims, filing of all claims and mapping of all claims for the organization's use.
 - 3. The Education committee shall coordinate education activities of the organization.
 - 4. The merchandise committee will be responsible for the handling and selling of merchandise for the club. The audit committee will be appointed by the President at the time of the scheduled audit, and shall be responsible for conducting audits of the organization and meet annually. The President will appoint other committees from time to time for specific purposes.
- D. Positions
 - 1. Newsletter Editor
 - 2. Librarian
 - 3. Webmaster
 - 1. The newsletter editor will be responsible for the formatting of the club newsletter,

2. The librarian will be responsible for the club media
3. The webmaster will be responsible for the club website.

Article 8 Amendments to the Bylaws

- A. A motion to amend the Bylaws 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 the start of the meeting. The proposal must be seconded. The proposed amendment must be published in the newsletter prior to the next general meeting. 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 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. If adopted, it shall become effective immediately.
- B. The executive committee may introduce any amendments as a group, and cause the editor to publish the first draft of such proposed change. The amendment procedure will then proceed as though submitted by an individual member, as fully described in section "A" above.

Article 9: Parliamentary Guidance

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

Article 10: Dissolution 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." announcement that such a motion has been made shall be published in the newsletter.
- B. The motion to dissolve the Corporation will then be acted on at the next general meeting under "New Business." If two-thirds (2/3) of the members in good standing approve the motion to dissolve, 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 which support mining and individual mining rights in Nevada.
- C. All assets of the Corporation 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 ballot 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 corporation. A vote of greater than three-quarters (3/4) 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 treasurer shall write and post the amounts in the designated percentages for the educational groups as voted upon by the executive committee. This action shall depletes the treasury to a zero balance, checking account to be closed and the Corporation shall be considered dissolved.
- G. Notification of dissolution is to be sent to the Secretary of State of the State of Nevada.

Article 11: Code of Ethics

- A. Respect the rights of all members at meetings and activities. Those failing to be respectful of other will be asked to leave the meeting or activity.
- B. Before search or prospecting sites or lands, always check on laws, ordinances or regulation that govern your search area.
- C. NEVER trespass! Always get permission when searching or prospecting on private land.
- D. Never leave open holes. Try to leave the area as it was. Fill in and or level your prospecting holes and piles. Leave flora and fauna alone. Anyone not filling in their holes when detecting or dry washing will be banned from club claims.
- E. Report the discovery of any item of significant historical value to the local historian or museum.
- F. If you discover live ammo, explosives, detonators, or lethal objects. DO NOT touch it. Mark the site and notify the police at once.
- G. Be polite and informative to those who inquire about your activities. You are an Ambassador of the club, and we want to protect our being able to search for gold without negativity from other who will judge us by and how we act and respond.
- I. All gold found on our claims belongs to the finder.
- J. Access to the claims is on first come, first serve basis. There is no reserved location. Leave a ten-foot space between you and the next member when any members are present and working the same area.

Amendment of By-Laws;

These bylaws may be altered, amended, or repealed and new bylaws may be adopted by a majority of the Directors or voting members present at a regular meeting or special meeting of the Board or member, respectively, at least thirty (30) days written notice is given of the intention to alter amend, or repeal, or to adopt new bylaws at such meeting. Such notice shall include the proposed changes.