

## **Bylaws**

### **The Allegany Nature Pilgrimage**

*The mission of the Allegany Nature Pilgrimage is to provide an informative and environmentally responsible annual event open to all, that promotes outdoor education in Allegany State Park.*

#### **Section 1                      Name and Purpose**

- a)     The name of the organization shall be the Allegany Nature Pilgrimage.
- b)     The Allegany Nature Pilgrimage shall be administered by the Allegany Nature Pilgrimage Directors, hereafter referred to as Directors.
- c)     The purpose of the Directors shall be to support the mission of the Allegany Nature Pilgrimage.
- d)     The Allegany Nature Pilgrimage shall be held the first weekend following legally observed Memorial Day in Allegany State Park, New York.

#### **Section 2                      Sponsors**

- a)     The Directors shall work cooperatively with identified nature clubs and organizations (Sponsors) to support the mission of the Allegany Nature Pilgrimage. These Sponsors are currently: The Burroughs Audubon Nature Club (Rochester, NY), The Buffalo Audubon Society (Buffalo, NY), The Audubon Community Nature Center (Jamestown, NY), Presque Isle Audubon (Erie, PA).
- b)     Resignation by any Sponsor shall be by written notification to the Secretary of the Directors. At such time of resignation, the Directors from that resigning Sponsor shall immediately be removed from the Directors but may be considered as an "At Large" Director.

#### **Section 3                      Membership**

- a)     The membership of the Directors shall consist of members (Directors) drawn from the Sponsors and At Large members nominated and approved by the Directors. This is not to be construed as an encumbrance to other persons serving on committees, giving assistance or advice, or otherwise furthering the efforts of the Directors.

- b) The number of Directors drawn from each Sponsor shall be between two (2) and four (4). At-Large Directors shall be between two (2) and four (4).
- c) The length of the term of service for each Director shall be 4 years. No Director shall exceed their term unless agreed to by the Directors.
- d) Directors shall participate in at least two Directors meetings in each year. In the event a Director is unable to attend a meeting, they must notify the Chairperson and request an excusal. Failure to do so, may result in removal as a Director.
- e) Should it become necessary to replace any Director before the normal expiration of his/her term, selection of the appointee from a Sponsor shall be by the Sponsor according to its own procedures. For At Large Directors, the Directors shall select a replacement. Such appointment shall become effective upon approval by the majority vote of the remaining Directors and the new Director will serve the unfilled term of the Director they are replacing.
- f) A Director may be removed by a two thirds (2/3<sup>rd</sup>) majority vote of the Directors.

**Section 4**                      **Duties of the Directors**

- a) The Directors are invested with complete responsibility for furthering and carrying out and supporting the mission of the Allegany Nature Pilgrimage. The Directors shall have full and final authority in all matters pertaining to this duty.
- b) Except as noted, all actions of the Directors shall be a directive as expressed through a majority vote of those present at any properly convened meeting of the Directors.
- c) The Directors shall be self-sustaining with due and proper authority to raise and hold monies and other properties consistent with its purposes.

**Section 5**                      **Finance**

- a) The Allegany Nature Pilgrimage's Fiscal Year shall be September 1st to August 31st.
- b) The Directors shall set limits for spending decisions.

- c) An audit committee comprised of 3 Directors who are not Officers shall annually review the finances of the Allegany Nature Pilgrimage and report to the Directors its findings.

**Section 6**                      **Meetings, Quorum, and Majority**

- a) The Directors shall meet a minimum of four (4) times each year. This is not meant to limit the frequency of Committee meetings.
- b) The Annual Meeting.
  - 1. The Annual Meeting of each year shall occur to coincide with the weekend of The Allegany Nature Pilgrimage.
  - 2. During this meeting, a vote shall be held to proceed with the next year's Allegany Nature Pilgrimage
  - 3. Upon agreement to proceed, elections of Officers of shall be held. The Officers will assume responsibility effective August 1<sup>st</sup>.
- c) Quorum for Directors meetings. A quorum shall be present in order for the Directors to act. A majority of Directors with at least one (1) representing each of the Sponsors shall constitute a quorum for the conduct of the Directors meetings.

**Section 7**                      **Elections**

- a) Election of the officers of shall take place every two (2) years.
- b) Elections shall be held during the Annual Meeting unless agreed to by a majority vote of the all of the Directors.
- c) Only Directors may hold a position of Officer. This does not apply to Committee Chairs.
- d) Interested Directors should announce their interest as a candidate no less than 4 weeks prior to the Annual Meeting.
- e) If there are more than one candidate for any office, each candidate will prepare a statement of qualifications and present this to the Directors.
- f) Committee Chairpersons shall be nominated by the Chairperson and voted upon by the Directors.

- g) A plurality of Directors present during the Last Meeting shall determine the outcome of elections.
- h) Officers and Committee chairs shall not have a business relationship or family relationship with any other Officer.

**Section 8                      Officers**

**Chairperson**

- a) Shall be the chief elected official
- b) Shall preside over all Directors meetings
- c) Will, at the advice of the Directors create Ad Hoc Committees
- d) Shall nominate Committee Chairs to be approved by the Directors
- e) Shall emcee or assign an emcee at the weekend's evening programs
- f) Shall remain as a Director for 2 years subsequent to their term in the capacity of "Immediate Past Chairperson"
- g) The Chairperson shall be empowered to make decisions with consensus of the Officers providing they are within the established spending limits AND all decisions are documented to the Directors.

**Vice Chairperson**

- a) Shall be elected and presumed to be Chairperson upon the completion of Chairperson's term.
- b) In the absence of Chairperson, the Vice Chairperson shall assume Chairperson responsibilities
- c) The Vice Chairperson shall be the only Officer who can be a Committee Chair

**Treasurer**

- a) Ensure prompt financial transactions and recording of such transactions.
- b) Keep an audit trail for all financial transactions

- c) Routinely prepare and submit Financial Reports to the Directors
- d) Secure all necessary permits and insurance certification
- e) Reserve and contract in a timely manner Tent, Group Camps, Camp Allegany and other venues as needed
- f) Shall propose a budget for the next Fiscal Year to be approved by the Directors

**Secretary:**

- a) Record minutes of all Directors meetings
- b) Send and present minutes to the Directors in a timely manner
- c) Communicate agenda and meeting place to the Directors
- d) Communicate bylaws and procedures to all new Directors.

**Immediate Past Chairperson**

- a) This is an unelected position and shall be fulfilled by the outgoing Chairperson.
- b) Shall serve in this role for 2 years unless approved by a majority of the Directors.
- c) Shall not be limited to serving in another Officer's role or Committee.
- d) Shall have voting rights equal to the Directors

**Section 9 Committee Chairs**

**Registration Committee Chair**

Recruits and directs the Registration Committee which will have responsibility for:

- a) Registration of participants, Directors, and leaders
- b) Working with the Directors to set fees
- c) Working with the Chairperson of Media/Outreach/Promotions in preparation for year's registration opening
- d) Solicitation of registrations through postal mailing and email
- e) Collection of fees and tallying of registrants and their requirements for food and housing
- f) Maintaining database of past participants

- g) Assigning housing for leaders and the Directors
- h) Preparing and distributing registration materials for participants during weekend
- i) Accountability of all financial transactions and working within the approved budget, providing an update at each meeting to the Directors and Treasurer
- j) Acting in accordance with and reporting to the Directors.

**Field Trip and Program Committee Chair**

Recruits and directs the Field Trip Committee which will have responsibility for:

- a) Recruiting and retaining of field trip leaders
- b) Soliciting Main Tent Programs
- c) Maintaining a list of past leaders and potential leaders and their email addresses
- d) Maintaining and update Allegany Nature Pilgrimage Leader Information document to send to all prospective leaders
- e) Approving field trip proposals
- f) Providing Leaders with program guidelines and updates
- g) Developing field trip agenda and logistics
- h) During the weekend supervising leader reception, managing signage for field trips, departure point, and insuring timely field trip departures
- i) Audio/Visual Support for evening programs
- j) Accountability of all financial transactions and working within the approved budget, providing an update at each meeting to the Directors and Treasurer
- k) Acting in accordance with and reporting to the Directors

**Hospitality Committee Chair**

Recruits and directs the Hospitality Committee which will have responsibility for:

- a) Overall participant and leader wellbeing to include: food, coffee, rest rooms, information desk, entertainment and other associated requirements.
- b) Accountability of all financial transactions and working within the approved budget, providing an update at each meeting to the Directors and Treasurer
- c) Acting in accordance with and reporting to the Directors

**Media/Outreach/Promotions Committee Chair**

Recruits and directs the Media/Outreach/Promotions committee which will have responsibility for:

- a) Raising ANP awareness through promotion, outreach, publicity, and social media
- b) Serving as liaison with local and national organizations with similar missions
- c) Responsibility for documents and advertising sent to attendees and prospective attendees (with the exception of registration) and media including brochures, websites, signage, social and print media
- d) Accountability of all financial transactions and working within the approved budget, providing an update at each meeting to the Directors and Treasurer
- e) Acting in accordance with and reporting to the Directors

**Retail Sales Committee Chair**

- a) Responsible for obtaining and selling merchandise consistent with the mission of the ANP. This will be done with a goal of generating profits which will be deposited in the general fund
- b) Responsible for coordinating sales desk activities
- c) Accountability of all financial transactions and working within the approved budget, providing an update at each meeting to the Directors and Treasurer
- d) Acting in accordance with and reporting to the Directors

**Section 10                      Amendments**

- a) These bylaws shall be amended only by two thirds (2/3) majority vote of the Directors.
  
- b) A Director may propose amendments to these bylaws provided that a written notice and the text of the proposed amendment(s) has(ve) been submitted to all Directors at least Four (4) weeks in advance of a Directors meeting.

**Section 11                      Dissolution**

- a) The Allegany Nature Pilgrimage can be dissolved with a two thirds (2/3) vote of the Directors.
  
- b) The Treasurer shall pay all outstanding receivables, dispose of all equipment and provide a preliminary financial report to the Directors.
  
- c) The Treasurer, at the direction of the Directors, shall disburse equally to the named sponsors as of November 1, 2020, the residual assets.

**Section 12                      Annual Review of Bylaws**

- a) The Bylaws shall be reviewed and approved annually during the first meeting of the Fiscal Year.