

HUMANIST SOCIETY OF NEW MEXICO

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HSNM BYLAWS REVISION PROPOSAL 7/11/11

A. The Humanist Society of New Mexico (“HSNM” or “the Society”) is a non-profit educational chapter of the American Humanist Association (AHA), a 501-(c)(3) organization. HSNM is governed by an elected Board of Directors (“the Board”).

B. Purpose: The purpose of HSNM is to educate its members and non-members concerning humanist ideals and approaches to solving personal, social, and environmental problems.

C. Membership: Membership in HSNM is open to those individuals who are in general accord with the purpose of the organization and wish to support and promote its efforts. HSNM is a voluntary organization and no member will be compensated for services rendered on its behalf, although the Board may reimburse members for expenses incurred on behalf of the Society. Meetings will be arranged for the Membership at least monthly, and some will be open to the public. Meetings may include speakers, discussion, social activities, and/or business as determined by the President with approval of the Board.

D. Dues: Dues for HSNM are set by the Board periodically with approval of the Membership. Dues are payable during the month of August of each year to the Treasurer of HSNM. Members in good standing are those current in dues payment.

E. Governance:

1. The Board: The HSNM Board will consist of seven to ten (7-10) members. Seven (7) of these will be elected by the Membership: President, Vice-President, Treasurer, Secretary, Past President, and two (2) Members-at-Large (MaL). The President with consent of the Board may appoint up to three (3) additional MaL. Elected officers will serve for a two year term commencing the first day of November following his/her election, or if appointed, from the date of appointment and ending October 31 of an election year.

2. Board Meetings:

a. Regular Meetings: The Board will meet one or more times per quarter.

b. Special Meetings: Special meetings may be called by the President, or at the request of at least two other Board members, or by written petition from at least five HSNM members, to consider urgent business affecting the Society.

3. Notice: The President will arrange advance notice of all Board meetings to the general membership via newsletter and other means.

4. Quorum: The physical presence of a majority of Board members will constitute a quorum for the conduct of business.

5. Voting: Decisions and actions of the Board become effective only upon the affirmative vote of a majority of the Board at a duly called meeting at which a quorum is present. A minimum of four (4) votes is necessary to approve a motion.

6. Vacancy: In the event of the President's resignation, incapacity, or death, the Vice-President will complete the unexpired term. In the case of resignation, incapacity, or death of any other Board member, the President, with approval of the Board, shall appoint a successor for the unexpired term. Should the vacant position be that of Past President, the President shall appoint a previous past President or Vice-President to fill the position.

7. Removal: Any Board member, whether elected or appointed, may be removed for cause by the Board. This requires a majority of a quorum, but at least 4, to vote in favor of the removal. This action will be recorded by the Secretary in the minutes of the Board meeting and communicated to the Membership in the Newsletter.

F. Duties and Responsibilities of Board Members:

Compliance with Applicable Laws: The HSNM Board is responsible for assuring compliance with the Federal and State laws regarding 501(c)(3) organizations.

1. **President:** The President, when present, will preside at all meetings. All meetings will be conducted according to accepted parliamentary procedures. The President will present a proposed agenda to the Board at least three (3) days in advance of each Board meeting. The President will appoint chairpersons of all committees, subject to Board approval, who will serve at the pleasure of the President. The President may act as an ex-officio member of any HSNM committee. The President may speak publicly on behalf of HSNM in accordance with established humanist principles and may designate others to do so on specific topics. The President, with Board approval, shall choose a knowledgeable HSNM member to conduct a biannual review of the Society's financial records. The President will be responsible for handling all correspondence but may designate the Secretary, or others, to share responsibility. The President will set the time and place of all meetings of the Board and of the Membership, and will give notice in accordance with these Bylaws.
2. **Vice-President:** The Vice President will arrange for speakers and meeting places, and will preside at meetings in the absence of the President.
3. **Treasurer:** The Treasurer will keep a record of all income, disbursements and account balances of HSNM, and will report on these at each meeting of the Board, and to the Membership when requested to do so. The Treasurer will submit periodic financial reports and an annual report suitable for distribution to the Membership. The Treasurer will deposit all HSNM receipts in bank accounts under the name of HSNM. All disbursement of HSNM funds will be signed by either the Treasurer or the President. The Treasurer will ensure that HSNM is in full compliance with all IRS regulations, and will retain all pertinent financial records for the time required by the IRS. The Treasurer will also register HSNM annually with the New Mexico Attorney General's Registry of Charitable Organizations. The Treasurer will promptly transfer all HSNM funds, records and account information to his/her successor.
4. **Secretary:** The Secretary will take minutes of all meetings where official business is conducted, which will include details of formal motions as well as the essence of oral or written reports made by the Treasurer, committee chairpersons, or anyone else providing relevant information to the Board. The Secretary will provide copies of minutes of meetings within seven (7) days for review by the Board. The Secretary will retain all records of minutes. Members wishing to see minutes of previous meetings may do so upon their request. The Secretary will assist the President in initiating and responding to correspondence. The Secretary will promptly transfer all records to his/her successor.
5. **Past President:** The outgoing President will continue as a Board member for the two year term or terms of the next serving president.
6. **Members-at-Large:** Members-at-Large (MaL) will perform duties assigned by the President with Board approval.

G. Elections: Election of Board members by the Membership will take place each even-numbered year. The President will appoint a chairperson to form a Search Committee of at least two other members, all of whom have the approval of the Board, by July 4 of the election year to seek candidates to stand for election. The Committee will announce, in the August Newsletter and through other appropriate means, that nominations (including self-nominations) are being accepted for Board positions including four (4) officers and two (2) MaL. Candidates will submit proof of membership in good standing and a short biography to the Committee by September 15. The Committee may conduct a formal interview of any candidate and may recommend one or more candidates for each position. The Committee will arrange for the names and biographies of each candidate, indicating the position they seek, to be published in the October Newsletter. Sealed ballots, approved by the Board, will be distributed with the October Newsletter to all Members in good standing by September 15. Ballots must be returned by October 15 to be counted. Each Member in good standing by September 15 will be entitled to one vote for each elected position.

Votes will be tallied and recorded by the Board and those elected by a simple majority will be entitled to take office on November 1. Tie votes will be settled by a coin toss.

H. Standing Committees: Chairpersons of Standing Committees may select from the Membership the other members of his/her Committee. Chairpersons will keep records of Committee activities and make those available to the Board. The Standing Committees are:

1. Public Information: It will:

a. assign an editor to produce and distribute to all members a monthly Newsletter which will announce the time and place of meetings and all other HSNM events and activities. Newsletter content will advance the goals and ideals of Humanism.

b. assign a webmaster to create, maintain, and update an HSNM website.

c. disseminate to the general public, through various media, information about humanism, HSNM, and HSNM events.

2. Education: It will arrange Society programs for adult and child education about humanism. All programs must be approved by the Board.

3. Membership: It will recruit and retain members in the Society, keep records of all members and their status, and stay aware of member needs and views.

4. Social: It will arrange social events and see that refreshments are provided at general meetings and social events.

I. Ad-Hoc Committees: The President, with Board approval, will appoint chairpersons for Ad-Hoc Committees to perform special services or complete special projects as needed. These chairpersons will keep records of all Committee activities and make these available to the Board. The President will dissolve Ad-Hoc Committees when they are no longer needed.

K. Amendments: All HSNM members, including Board members, who wish to propose an amendment to the Bylaws must submit a written proposal to the Board. If the Board does not approve the proposed amendment, it must communicate to the Membership what the amendment was and why it was not approved. If the Board approves, the proposed amendment will be submitted to the Membership in the form of a ballot to all members in good standing by all appropriate means. The Board will count the votes, and if a majority approves, the amendment will immediately become a part of the Bylaws. The Board will arrange for the results to be communicated to the Membership.