

**The  
Constitution and By-Laws  
of  
The Cobb County Gem and Mineral Society, Inc.**



Passed at the General Membership Meeting held on March 14, 2023.

This document supersedes all others prior to March 14, 2023.

# **The Cobb County Gem and Mineral Society, Inc. Constitution**

## **Article I (Constitution)**

### **Name**

**Section 1** - The organization shall be known as THE COBB COUNTY GEM AND MINERAL SOCIETY, INC.

**Section 2** - THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. is a sovereign organization and may join or withdraw from any federation, organization, or congress at the discretion of its Executive Board subject to the approval of the membership.

**Section 3** - THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. is organized not for profit. No part of the net earnings of the society will be for the personal gain or profit of the private individuals except when the club has need of services that no member is capable of or is willing to do on a volunteer basis. These would be confined to skills or expertise outside of the normal activities of the club. Only in these cases, the club may negotiate with a member, outside person, or entity to compensate them for performing these services. Any agreement negotiated will be subject to approval by the membership prior to finalization.

## **Article II (Constitution)**

### **Purpose and Objective**

- (A) The purpose(s) and objective(s) for which THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. is organized are exclusively religious, charitable, scientific, literary and or educational within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue Law.
- (B) Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue Law.
- (C) The purpose of THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. shall be to promote interest and education in the various Earth Sciences and, in particular, the subjects of Geology, Mineralogy, Paleontology, Ecology, Lapidary and other related subjects; also to promote good fellowship, proper ethics and conduct, and association with members of the other Earth Science Societies in pursuit of these hobbies.
- (D) We will endeavor to educate the general public and our membership in all aspects of the society by sharing with each other.
- (E) Society members will visit schools, churches, or any organization that request their presence to share their knowledge of our society and their hobby at their expense.

**Article II (Constitution)**  
**Purpose and Objective – continued**

- (F) The society will support the Mayo Educational Foundation with yearly contributions in order to help worthy students further their education in one of the Earth Science fields.
- (G) The society will give aid, support, and financial assistance to the Tellus Science Museum. We will donate our time and knowledge to help in any need that may arise at our expense. We will obtain specimens for the museum and encourage non-members to visit and participate in the programs the museum has to offer.
- (H) We will encourage both members and non-members, especially the youth of the area, to attend all society meetings.
- (I) We will promote fellowship through the many activities of the society for all people that are interested.

**Article III (Constitution)**  
**Membership**

The By-Laws of THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. will provide the several classifications of members consistent with the society purpose. Any person of good moral character may become a member as provided in the By-Laws. Members in good standing are eligible to hold office.

**Article IV (Constitution)**  
**Officers**

The officers of THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. shall be a President, one Vice President, a Recording Secretary, a Corresponding Secretary, and a Treasurer. Offices may not be held by two (2) members of the same family unless they Co-Chair one office. All officers shall be elected as provided for in the By-Laws and shall be known as the Executive Board.

**Article V (Constitution)**  
**Dissolution**

In the event of dissolution of THE COBB COUNTY GEM AND MINERAL SOCIETY, INC., it's residual assets shall be turned over to the MAYO EDUCATIONAL FOUNDATION or other non-profit organizations related to Earth Science fields, which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (3) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue code, or to the federal, state or local government for exclusive public purpose.

**Article VI (Constitution)**  
**Amendments**

The Constitution and By-Laws of THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. may be altered or amended at any meeting by the vote and consent of two-thirds (2/3) of the members present and in good standing. Alterations and amendments shall be proposed in writing to the membership at least five days prior to such meeting. In lieu of written notice, the alterations and amendment proposal will be posted for 30 days prior to such meeting on the main page or via a link entitled “Members Notice: Proposed By-Law Changes” on the main page of the official COBB COUNTY GEM AND MINERAL SOCIETY, INC website. The proposals should contain the date posted and the 30-day expiration date of the notice. Approved changes become effective immediately upon the announcement of the voting results.

# **The Cobb County Gem and Mineral Society, Inc. By-Laws**

## **Article I (By-Laws) Name and Purpose of Organization**

**Section 1** – The organization shall be known as THE COBB COUNTY GEM AND MINERAL SOCIETY, INC.

**Section 2** – THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. is a sovereign organization and may join or withdraw from any federation, organization, or congress at the discretion of the Executive Board, subject to the approval of the membership.

**Section 3** – THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. shall be a non-profit organization and shall pay no salaries or remuneration to any officer or member of the society except when the club has need of services that no member is capable of or is willing to do on a volunteer basis. These would be confined to skills or expertise outside of the normal activities of the club. Only in these cases, the club may negotiate with a member, outside person, or entity to compensate them for performing these services. Any agreement negotiated will be subject to approval by the membership prior to finalization.

The purpose of the society shall be to promote interest and education in the various Earth Sciences; and in particular the subjects of Geology, Mineralogy, Paleontology, Ecology, Lapidary and other related subjects. It is also to promote good fellowship, proper ethics and conduct, and association with members of other Earth Science societies.

## **Article II (By-Laws) Classes of Member and Dues**

**Section 1** – The general membership shall be unlimited. Any member listed as a charter member when the society was organized shall be known as a charter member as long as he or she is active and will be eligible for any consideration that may arise in the future. An original member who, through no fault of his or her own, must take a leave of absence from the society will continue to be known as a Charter Member upon reinstatement as an active member.

**Section 2** – Honorary society membership may be conferred upon any person by a two-thirds vote of the total active membership present and shall be considered a Life Member and exempt from all dues.

(A) Dues of the COBB COUNTY GEM AND MINERAL SOCIETY, INC. shall be established from time to time by the Executive Board at the discretion and needs of the society. Dues are due with new membership application and shall be renewed annually on October 1<sup>st</sup> with a notification period to remind members lasting until December 31<sup>st</sup>.

**Article II (By-Laws)**  
**Classes of Member and Dues – continued**

- (B) Members who fail to pay dues by December 31<sup>st</sup> shall be dropped from the roll of active members.
- (C) Only one family membership fee is paid **annually** which entitles the entire family to membership privileges. **A family membership household is defined as the primary member, their spouse or significant other, and their legal dependents.**  
*added 2023FEB14*

**Article III (By-Laws)**  
**Officers**

**Section 1 – Elected Officers** – The officers of THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. shall be those designated in Article IV of the Constitution.

**Section 2 – Elections** – Nominations for society officers shall be made by a Nominating Committee, appointed by the President at the regular September meeting. The Nominating Committee shall consist of five active members who shall present only names of active and qualified members who consented to serve if elected. The slate of proposed officers will be published in the November Bulletin. In lieu of publication, the slate of officers will be posted for 30 days on the main page or via a link entitled “Members Notice: Proposed Slate of Officers” on the main page of the official COBB COUNTY GEM AND MINERAL SOCIETY, INC society website. The notice should contain the date posted and the 30-day expiration date of the notice. Further nominations may be made from the floor by any active member at the November meeting. All contested elections shall be by secret ballot, with a majority of all members present and voting.

**Section 3 – Term of Office** – New officers for the ensuing year shall be voted upon at the regular November meeting, installed at the December meeting, and shall assume office at the first regular meeting held in January of each year.

- (A) President – The term of office for the President shall be for a term of one calendar year, and he/she may be elected to succeed himself/herself each year for two years, but in no case will he or she serve more than three consecutive terms.
- (B) Vice President, Treasurer, Recording Secretary and Corresponding Secretary. Their term of office shall be for one calendar year, and he/she may be elected to succeed himself/herself any number of terms.

**Section 4 - Vacancies**

- (A) Any vacancy in office, except President, shall be filled by a special election held at the regular meeting following announcement of the vacancy. Candidate shall be selected by the Executive Board.

**Article III (By-Laws)**  
**Officers – Vacancies – continued**

- (B) Any elected officer unable or unwilling to attend meetings should resign his/her office. If he/she misses three consecutive meetings without good reason his/her office shall be declared vacant and a replacement shall be elected to fill the un-expired term.

**Section 5 – Duties of Officers**

- (A) The **President** shall preside at all regular meetings of the society and the Executive Board. He/she shall be ex-officio member of all committees of the society, except the Nominating Committee. He/she can authorize an unexpected expenditure (outside of the approved budget) up to \$100 for purpose of maintaining the normal operation of the Society; when such expenditure is transacted, the President shall make a report of the expenditure at the next scheduled Executive Board Meeting.
- (B) The **Vice President** shall assist the President and shall preside at meetings in the absence of the President. In case the office of President shall become vacant, the Vice President will assume the office of President and fill the un-expired term. If this is not possible, a special election will be held as described in Section 4A. The Vice President shall be the Chair of the Program Committee.
- (C) The **Recording Secretary** shall have custody of the society By-Laws and Constitution, the Society Seal and other records and documents of the Society. He/she shall also keep records of the regular society meetings, the Executive Board, and the Board of Trustees meetings. A copy of the Secretary's report of the previous meeting shall be furnished to the President prior to the next regular meeting.
- (D) The **Corresponding Secretary** shall be responsible for all correspondence, other than what is covered in other sections of the By-Laws, for the society and shall send letters of appreciation to speakers who have appeared on the society's programs; send out notices of special meetings and other invitations and announcements of the society business. He/she is requested to send letters of condolence; and cards to members who are ill or hospitalized.
- (E) The **Treasurer and Assistant Treasurer** shall receive and disburse all society funds, shall secure check books with the society name, THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. thereon; and make deposits of any moneys received for the society as soon as possible after receiving the money. They shall maintain accounting and up-to-date records according to good accounting practices and shall make or cause to be made a report of all receipts and disbursements to the society at the regular monthly meetings. A copy of the monthly report shall be given to the President and to the Recording Secretary. The books of the Treasurer shall be available for audit at any time and shall be audited not less than once a year. A year-end audit shall be given to the outgoing and the incoming President and to the Recording Secretary as soon as possible upon receipt of final statements for preceding year. The Treasurer shall retain all bills and receipts and their disposition shall be plainly marked thereon by the Treasurer. Disbursements can be made

**Article III (By-Laws)**  
**Officers – Duties of Officers – continued**

by the Treasurer/Assistant Treasurer using on-line bill pay or by check co-signed by the President or Vice-president.

**Section 6 – Board of Trustees** - Members to complete the Board of Trustees shall be elected, as needed, by a majority vote of the Executive Board at the first meeting of the calendar year after the new President takes office.

There shall be a board of **five (5)** Trustees. Trustees shall serve for **five (5)** years except the trustees now in office shall hold office as follows: The newly elected Trustee shall serve for **five** years. Of the **four** remaining, **one will serve a four-year term**, one will serve a three-year term, one will serve a two-year term, and one will serve a one-year term. Each year a new trustee shall be elected to serve for a term of **five (5)** years to fill the office of the retiring Trustee.  
*changed 2023FEB14*

**Article IV (By-Laws)**  
**Meetings**

**Section 1 – Membership Meetings**

- (A) Regular meetings of THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. shall be held at least once a month throughout the calendar year at such time and place as the society shall designate.
- (B) Special meetings may be called at anytime, for any valid purpose, by the President or the Chair of the Board of Trustees.
- (C) The Executive Board and the Board of Trustees of THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. shall meet at least three times a year.
- (D) Committee meetings shall be held at such time and place as designated by the Chair of the committee.

**Section 2 – Quorum**

- (A) A quorum for any general meeting shall consist of at least one elected officer and ten active members in good standing.
- (B) A quorum for a meeting of the Executive Board shall be at least one-half, plus one of the members of the Executive Board. They must be physically present. No voting may be done by write-in, telephone or proxy. The same method is used for the Board of Trustees.



**Article V (By-Laws)**  
**Duties of the Executive Board and Board of Trustees**

**Section 1 – Duties of the Executive Board** – The Executive Board shall transact the business of the society and will meet upon the call of the President. Reports of such meetings shall be read before the membership at the next regular meeting of the society and then published in the newsletter. Any action of the Executive Board must be approved by the membership present at the next regular meeting. In case a non-budgeted item over \$100 needs approval by the general membership between meetings, an email explaining the situation will be sent to each adult member with directions of reading more on our website, being able to join in on a forum, and being given an opportunity to vote electronically.

**Section 2 – Duties of the Board of Trustees** - The Board of Trustees shall have custody of all special funds and properties derived from gifts, bequests and other devices, **including purchased collections. After hearing of a collection, a board member will promptly notify the Trustees, with all participants understanding that time is of the essence. When necessary Trustees will enlist the aid of other members with expertise on the value of materials and consult those who have bought other collections about what is a fair price. After seeing the collection, hearing the asking price, and taking pictures for those who could not attend, the Trustees will meet to determine if there is room to house that collection and if the asking price is fair. Once they vote, they need to present their recommendation to the Executive Board. If the board votes for the expenditure, and it is passed by the general membership, the collection may be purchased. The Trustees may enlist the help of other members with expertise in these areas to help them determine how all the materials should be used whether for clubhouse display cabinets, auction, silent auction, door prizes, grab bags, cabbng room, Jr. Rockhound program, or rock pile. It will be the responsibility of the trustees to keep the rocks and minerals in the sheds labeled as to how they should be used. In the event any funds come into the hands of the Trustees, impressed with no particular trust, these funds shall be turned over to the society Treasurer. In the event funds come into the hands of the Trustees which is impossible to execute, said funds shall be transferred to a trust fund which shall be used for the society at the discretion of the Trustees. It shall be the responsibility of the Board of Trustees to see that each separate donation or bequest, be used for the purpose for which it was bequeathed or donated. No funds shall be transferred without the approval of the Trustees. A regular report shall be made at the next regular meeting of the society.**

*added 2023FEB14*

**Article VI (By-Laws)**  
**Committees**

**Section 1 – Powers and Duties**

- (A) The Chair-of all Standing and Special Committees are appointed by the President, with the exception of the Program Committee and the Clubhouse Committee. The President may appoint a sufficient number of regular members to act with the Chair or may direct the Chair to select the members to serve with them. The Chair shall select the meeting place of his respective committee and make a report at the next regular meeting.

**Article VI (By-Laws)**  
**Committees – Committees – continued**

- (B) The Chair of all committees shall be responsible to the President and shall furnish reports as requested by the President.

**Section 2 – Standing Committees** shall include but not be limited to the following:

- (A) **Advertising and Public Relations** - Advertising and Public Relations Committee shall be responsible for securing effective promotion for the society bulletin, and shows as well as any other function necessary.
- (B) **Bulletin Editor** – The Bulletin Editor shall prepare, edit and publish or cause to be published, the society bulletin, Cobb-L-Stones, for delivery to the members of the society, exchange with societies and other persons that may from time to time request a bulletin. The bulletin shall contain no political, religious or detrimental information that would reflect the sentiment of the membership.
- (C) **Exhibit** – The Exhibit Committee shall be responsible for exhibits, show cases, and special demonstrations.
- (D) **Field Trip** – The Field Trip Committee shall arrange and conduct all field trips for the society to collect various minerals, rocks, fossils, and artifacts. They shall obtain the necessary permission from the owners or custodians of said property. The committee shall give general information regarding the location, time, directions, and the other pertinent information to the Bulletin Editor prior to the bulletin deadline date and announce trips at the meeting preceding the field trip date. The Field Trip Committee shall act as Safety, First Aid and Trail Boss of each field trip, and shall be responsible for seeing that no one on the trip molests any machinery or defaces any property in any manner. The Committee is responsible for having all holes that have been dug, filled in and litter cleaned up before leaving the premises. If requested, all persons attending a field trip must sign a release absolving THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. and Property Owners of any responsibility whatsoever on the particular property and date. All those refusing to sign will be considered trespassers and will be asked to leave.
- (E) **Finance and Audit Committee** – The Finance and Audit Committee shall be responsible for auditing all books of the society at least once a year, and upon request of the Executive Board. The Audit Committee shall furnish a detailed report of all audits to the Executive Board.
- (F) **Historian** – The Historian shall have custody and shall be responsible for all past records of the society and receipts of such records from current officers. He/she shall be alert to preserve any pictures, clippings, articles, or letters which may have future historical interest for the society. He/she shall from time to time organize the accumulated records in appropriate form.

**Article VI (By-Laws)**  
**Committees – Standing Committees – continued**

- (G) **Hospitality** –The Hospitality Committee shall be responsible for any special functions and shall make arrangements for same. The committee shall also be in charge of acting as hosts and hostesses and shall have the responsibility of serving refreshments.
- (H) **Legislative and Parliamentarian** – The Legislative and Parliamentarian Committee shall keep the Constitution and By-Laws revised as the membership voting decrees. The committee shall act as Parliamentarian when called to do so.
- (I) **Membership** – The Membership Committee shall keep up-to-date records of members and dues paid. All funds received by this committee shall be turned over to the society Treasurer. Membership list will be turned over to the Bulletin Editor.
- (J) **Program** – The Program Committee shall have charge of general and specific programs of the society. It shall prepare special events for each monthly program of the society and shall determine if possible, assignment at least thirty (30) days in advance and notify the Bulletin Editor. It shall keep a chronological record of the guest speakers of all past and planned program events to be passed on to the succeeding Program Chair.
- (K) **Show** – The Show Committee shall be in charge of the annual show. They shall make arrangements as to the time and place for this event well in advance of the specific scheduled date. The show shall operate by guidelines set up by the Executive Board and voted by the membership.
- (L) **Facilities** – The Facilities Committee shall be responsible to oversee the general maintenance and up-keep of the clubhouse and the grounds and be in charge of overall security of the property. The Chair will be a member of the special Clubhouse Committee.
- (M) **Webmaster** – The Webmaster shall secure and maintain web site, making changes as requested or needed. The webmaster shall post notices for Constitution and By-Law changes and elections on the main page as requested by the President, the Nominating Committee and/or the Executive Board and send the link and verification of posting date via e-mail to the executive board.
- (N) **Workshop** – The Workshop Committee shall be responsible for overseeing the workshop. The Chair will secure the number of shop foremen necessary to help with the running of the shop. The Chair and foremen will maintain class schedules, library, and teach proper machine usage and safety. Foremen will be responsible for getting release of Liability waivers signed by members before using machinery. The Chair is responsible for the collection of any class fees, as voted upon by membership, and submitting same to the club Treasurer. The Workshop Chair will serve on the Clubhouse Committee, and when the Workshop Committee has individuals designated to coordinate classes, then the Workshop Chair shall appoint one of these coordinators to also serve on the Clubhouse committee.
- (O) **Photographer** – The Photographer will take pictures at different functions to add interest to our website and bulletin as needed.

**Article VI (By-Laws)**  
**Committees – Standing Committees – continued**

- (P) **Clubhouse Committee** – The Clubhouse Committee will have a fixed membership consisting of the Facilities Chair, the Workshop Chair, a coordinator of classes as designated by the Workshop Chair, a member of the Executive Board, and one at-large member from the general membership who is not an officeholder nor a Chair of a Standing Committee. The committee will elect its Chair from its fixed members. The committee will annually recommend to the Executive Board all fees associated with utilization of the Clubhouse by non-CCGMS individuals and groups. The committee will identify issues and improvements associated with the Clubhouse. The committee will also pursue new opportunities for use of the Clubhouse facilities that would generate revenue and expand CCGMS membership.

**Article VII (By-Laws)**  
**Parliamentary**

- (A) The suggested rules of order for regular meetings are as follows:
- (1) Call to Order
  - (2) Greetings
  - (3) Visitors/New Members
  - (4) Birthdays and Anniversaries
  - (5) Announcements
  - (6) Minutes
  - (7) Treasurers Report
  - (8) Committee Reports
  - (9) Old Business
  - (10) New Business
  - (11) Program
  - (12) Door Prizes
  - (13) Adjournment

**Article VII (By-Laws)**  
**Parliamentary – continued**

- (B) The final authority as to parliamentary procedure shall be Robert’s Rules of Order, revised insofar as they do not conflict with any provision of the Constitution and By-Laws of THE COBB COUNTY GEM AND MINERAL SOCIETY, INC.
- (C) The Recording Secretary who submits the written minutes to the president for approval may make an audio recording of a board meeting for the sole purpose of accuracy in the written minutes if approved by all present. The Recording Secretary must announce at the beginning of the meeting that it is being recorded and will permanently delete that recording one week after being published in our newsletter. Any other members who wish to record a board meeting must get the permission of everyone present before their recordings can proceed.  
*added 2023MAR14*

**Article VIII (By-Laws)**  
**Workshop**

The Workshop Chair, shop foremen and The Executive Board shall set schedules for classes and machinery use to be voted upon by membership.

The first Tuesday of each month, with the exception of holidays, shall always remain the free class night. The students can furnish their own materials and tools. Kits may be available for a fee.

**Article VIII (By-Laws)**  
**Workshop – continued**

In the event of the workshop dissolution, the Board of Directors and Board of Trustees shall determine the disposition of said assets.

**Article IX (By-Laws)**  
**Amendments**

The Constitution and By-Laws of THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. may be altered or amended as provided under Article VI of the Constitution.

A revised copy of the Constitution and By-Laws shall be furnished to any member upon request.

Each page of the Constitution and By-Laws as amended shall be dated on each page in a conspicuous place.

**Article X (By-Laws)**  
**Generalities**

The present address of THE COBB COUNTY GEM AND MINERAL SOCIETY, INC. is:

The Cobb County Gem & Mineral Society, Inc.

516 W. Atlanta Street SE

Marietta, GA 30060

It shall be the responsibility of a member, designated by the President, to pick up all mail from the Post Office Box which is changed from time to time so is not listed here and to open all mail addressed to the society and to distribute or forward all mail addressed to the society, and to distribute or forward all mail addressed to the individuals.