

**PROPOSED CLEAN-UP CHANGES TO THE
SEPTEMBER 14, 2017 BYLAWS OF THE
WHITE MOUNTAIN OPEN TRAILS ASSOCIATION
(Changes/Additions are shown in boldface type)**

1. ARTICLE II – Section 1. Change (501C7) to **(IRS 501(c)(7))**.
2. ARTICLE II – Section 1. Number 2: Arizona State Parks to Arizona State Parks [add] **and Trails**.
3. ARTICLE II – Section 1. Numbers 4 & 5: Change “insure” to “**ensure**”.
4. ARTICLE IV – Section 3. Any expelled member may [add] **submit a written or e-mail request** for reconsideration by the Executive Committee at the next monthly **Board of Director’s** meeting, [add] **and may, at their option, appear before the Executive Committee at that meeting to argue their case.**
5. Article IV - Section 4. Membership Dues and Fees: The Executive Committee shall establish dues and any special fees for membership in this organization. [Add] **Unless otherwise determined by the Executive Committee**, the term of the membership shall be for one year, ~~from~~ April 1 through March 31. [Add] **A renewal reminder email will be sent to all members not later than March 15, together with the renewal and waiver forms. These may be returned by mail, or submitted in person at the April or May meeting. Memberships will expire as of May 31 if the completed forms and dues payment have not been received by WMOTA on or before that date.** Dues, once paid, are not refundable [add] **except under special circumstances as determined and** directed by the Executive Committee.
6. ARTICLE IV – Section 5. Delete: ~~or Board of Directors meetings...~~
7. ARTICLE IV – Section 7. Change the word “govern” to “**guide.**”
8. ARTICLE IV – Section 8. [Add] **In addition, if all WMOTA members have been advised electronically that a vote will be taken at a general membership meeting, and the details of the issue have been made known to them in advance, any member who wants to vote on that issue but whom will be unable to attend the meeting may, at their option, submit their vote by letter or via e-mail to the President at least two days in advance of the meeting. Having done that, their vote will then be counted both towards satisfying the quorum requirement and also counted in the tally of the vote.**
9. ARTICLE IV – Section 9. Add new last sentence: **Seven days advance notice must be provided to all members via e-mail prior to the meeting.**
10. ARTICLE IV – Section 11. ~~All~~ Communication with members beyond the monthly meetings will be conducted [add] **primarily** via e-mail ...
11. ARTICLE V – Section 2. There shall be no ties and no abstentions [add] **except where one Executive Committee member is ineligible to vote because of a conflict of interest. In such**

case, the number of votes required to pass the issue will be reduced by one. Executive Committee members may attend board meetings in person to cast their votes, or may participate in the meeting and vote remotely via telephone or other electronic means. They may also cast their vote on any issue in advance by informing the President and other committee members of their vote by letter or email.

12. ARTICLE V – Section 4. As a general rule, funds originating from members’ dues shall be spent on things directly benefitting the members themselves. Organization funds will not be spent on donations to charities, nor used to purchase [delete] advertising where money is paid to an outside organization [add] **paid advertising or paid promotions**. This does not apply to WMOTA brand clothing or other promotional materials developed by WMOTA itself, [add] **or to contributions made to those organizations that share or support our open trail goals, as described in Article II – Section 1, Number 3.**
13. ARTICLE V – Section 8. The Executive Committee, together with appointed officers, as needed, shall [add] **generally** meet monthly [add] **between April and November** or as otherwise established by the Executive Committee. Change the word “Directors” to **“Members”**.
14. ARTICLE VI – Section 1. These [add] **are the** members of the Executive Committee [add] **who** shall...
15. ARTICLE VII – Section 1. The Nominating Committee (see Section 2 below) shall send out e-mail ballots to all members in good standing [add] **after the October general membership meeting but** not later than [change] October 7 **15**. **Ballots** must be returned electronically [add] **on or** before [change] October 21 **22** to be counted. In any case where more than one member is competing for a position, one of them must garner more than 50% of the vote to be elected. If no candidate earns a majority, a runoff [add] **election** will be conducted, [add] **via e-mail, between the two candidates who received the most votes for that position. Since runoffs are rare, the nominating committee will determine when the runoff election ballots will be e-mailed out and when they will be due back.**
16. ARTICLE VII – Section 2. Number 3. Ensuring that all nominees are willing to serve in the position ... and that they [add] **appear to** have the...
17. ARTICLE VII – Section 4. Delete **“for cause”** in first sentence. Add: **Any member of the Executive Committee may also be removed by vote of three quarters (¾) of all eligible voting members of the organization.**
18. ARTICLE VIII – Section 1. Change word “bar” to **“restriction”**.
19. ARTICLE VIII – Section 2. Change Arizona State Parks to Arizona State Parks [add] **and Trails**.
20. ARTICLE VIII – Section 5. The Webmaster function may also include the management of a WMOTA Facebook page [add] **and other social media sites**, or alternately, the Executive ...
21. ARTICLE IX – Section 1. The organization shall purchase and maintain insurance to indemnify any and all current and future Directors, Officers, and Committee Members, against liability

incurred by them after January 1, 2017 at which time WMOTA's [add] **liability insurance** policy...

22. ARTICLE X – Section 1, Number 3. Any member may examine the organization's financial records [delete] ~~giving sufficient notice~~. The Treasurer, [add] **however, must** maintain control of all [add] **financial** records **at all times**, and **thus** will determine the time and place for such a member's review.
23. ARTICLE XI – Section 1. Who ~~My~~ May Amend: These **Bylaws** may be amended by vote of three or more members of the Executive Committee, [add] **and subsequently ratified** by a simple majority **vote of** the [add] **eligible** members present at any regularly-constituted meeting of the membership or by electronic ballot, using quorum requirements listed [add] **in Article VI – Section 8 herein**.

Approved by the WMOTA Executive Committee
Jack Dyer, President
John Taylor, Vice President
Karen Smith, Treasurer

October 2, 2017