

Proposed New Bylaws of the Alabama Hiking Trail Society

I propose a comprehensive revision of The AHTS bylaws to streamline our governance structure and enhance clarity. The current by-laws (12 pages) are prohibitive, cumbersome and to be honest we have spent every annual meeting as long as I have been a member dealing with by-laws. By removing unnecessary language that ties the hands of our elected officers this proposal (Only 4 pages) would simplify our governance structure going forward so that we create a more efficient framework to serve our purpose/mission and focus on the fun things That AHTS used to be known for.

This restructuring will not only facilitate better understanding and compliance but also promote more effective decision-making and collaboration within our organization. A more concise and cohesive set of bylaws will empower our members, allowing us to focus on our mission and goals with renewed clarity and purpose. I believe these changes will strengthen our organization and foster a more engaged community.

Major changes include:

1-Streamline our Purpose Statement from 6 bullets to one all encompassing sentence.

2.-Having only a Board of Directors that includes our officers. Not two separate governing bodies. (Our organization is not large enough to necessitate a board of directors and also officers. It is important that we trust our members to put the right people in place to move AHTS forward) This proposal allows for members to vote on the officers that will make up the Board of Directors.

2- Amendments to the by-laws be approved by the Board of Directors, and reported to the membership by the elected Board of Directors. (let's be honest, most members don't care about the operational side of the organization and get tired of *that* being the focus of every meeting. Our members vote in directors who will create experiences where members can enjoy the outdoor spaces, and work on trails according to our mission which is the vision of our founding members, this allows us to go back to that structure)

3-Remove Chapters from the verbiage, which would allow our Board of Directors to create and dissolve committees as needed. (if there is a cluster created due to geography, a committee will be formed in a specific area.) As of right now, there is only one Chapter in AHTS that still has funds raised from that chapter.

4-Removing the requirement for a nominating committee for elections and allowing members to submit their names via email to the secretary, or from the floor at the annual meeting.

5-Streamlining our officer positions to fit the needs of AHTS for future growth

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By approving these by-laws, I would also suggest that the Officers are elected as follows for the 2024 annual meeting.

President and VP of Financial Development, 1st term- 3 years, 3 years going forward.

Secretary and VP of Trail Development, 1st term- 2 years, 3 years going forward.

Treasurer and Membership Coordinator, 1st term- 1 year, 3 years going forward.

This will allow for board continuity and only 2 positions each year will be open for election.

Respectfully,

Kimm Wright

VP for Flagg Mountain

AHTS

Proposed Bylaws of the Alabama Hiking Trail Society

Article I: Name and Purpose

1. **Name:** The name of this organization shall be the Alabama Hiking Trail Society (hereinafter referred to as "AHTS").
2. **Purpose:** The purpose of AHTS is to construct, maintain, preserve and protect the Alabama Trails; To promote hiking, camping and other activities that serve a community of hiking enthusiasts in Alabama.
3. **Tax Exempt Status:** The Association is a non-profit, tax exempt, charitable and educational organization under the applicable provisions of the United States Internal Revenue Code, Section 26-501(c)(3) and related sections.

Article II: Board of Directors

1. **Management of AHTS:** The Board of Directors, hereinafter the "Board," shall be the managing entity of the Association.
2. **Composition:** The Board of Directors shall consist of the following members,
 - a. **President:** Serves as the Chief Executive Officer of the organization, providing overall leadership and strategic direction. They preside over meetings, coordinate activities among officers, and represent the organization in the community. The President ensures that the mission and goals are upheld and fosters a collaborative environment among board members and volunteers.
 - b. **Vice President of Trail Development:** is responsible for overseeing all trail-related initiatives, including planning, development, and maintenance. This officer collaborates with local authorities, volunteers, and community members to promote safe and accessible trails. They also work to enhance trail-related programs, advocate for environmental sustainability, and organize trail events and outreach efforts.
 - c. **Vice President of Financial Development:** Leads efforts to secure funding and resources for the organization. This includes developing and implementing fundraising strategies, identifying grant opportunities, and cultivating relationships with donors and sponsors. The VP of Financial Development works closely with the Treasurer to ensure that financial practices align with the organization's goals and mission.
 - d. **Secretary:** Is responsible for maintaining accurate records of the organization's activities, including meeting minutes, official documents, and correspondence. This officer ensures effective communication among board members and keeps the organization compliant with legal requirements. The Secretary also manages membership records and assists in coordinating events and meetings.
 - e. **Treasurer:** Oversees the financial health of the organization, managing budgets, financial statements, and accounting practices. They ensure transparency in financial reporting and work closely with the VP of Financial

Development to track fundraising efforts. The Treasurer is responsible for preparing regular financial reports for the board and ensuring compliance with financial regulations.

- f. **Membership Coordinator:** focuses on recruiting, retaining, and engaging members of the organization. They develop and implement membership programs, manage databases, and create outreach strategies to increase awareness and participation. This officer acts as the primary point of contact for members, ensuring they have access to resources and opportunities within the organization.
3. **Powers and Duties:** The Board shall oversee the management of AHTS, set policies, and ensure the organization operates in accordance with its purpose.
4. **Term:** Board members shall serve for a term of three (3) years and may be re-elected.
5. **Resignation:** Any board member may resign at any time by written notice to the Secretary at least 30 days prior to a regularly scheduled board meeting. Any Board member who, without prior notification, fails to attend two consecutive meetings of the Board each year, may be deemed to have resigned from the office they hold.
6. **Meetings:** The board shall conduct a minimum of one meeting each quarter of the calendar year. Special meetings of the Board may be called by the President or majority of the board at any time upon seven (7) days advance notice or upon shorter notice with the consent of all Board members. The purpose of specially called meetings shall be stated. No business shall be transacted other than that set forth in the notice. The Board and any of its committees may meet in person, by telephone conference or other electronic media so long as a two-third majority agree to do so. Minutes must be kept and circulated for review and approval as with regular meetings.
7. **Quorum:** A quorum for Board meetings shall be a majority of the Board members.

Article IV: Committees

1. **Formation:** The Board may establish committees as deemed necessary to carry out the work of AHTS.
2. **Committee Chairs:** Committee chairs shall be appointed by the President and shall report to the Board.

Article V: Finances

1. **Fiscal Year:** The fiscal year of AHTS shall be from January 1 to December 31.
2. **Dues:** The amount of annual membership dues shall be determined by the Board.
3. **Budget:** An annual budget shall be prepared by the Treasurer and approved by the Board.

Article VI: Membership

1. **Eligibility:** Membership is open to any individual who supports the purpose of AHTS and pays the annual membership fee, as determined by the Board of Directors.

2. **Rights and Responsibilities:** Members shall have the right to vote on matters brought before the membership and are encouraged to participate in AHTS activities.
3. **Termination of Membership:** Termination of membership shall occur in any of the following circumstances:
 - a. **Resignation:** Any member may resign at any time. No reimbursement for the remainder of any fiscal year's dues shall be made upon such resignation. Any member who resigns may be reinstated by reapplying pursuant to the provisions of this Article.
 - b. **Failure to pay dues:** Any member who fails to pay dues within 90 days of the end of their membership expiration shall be automatically terminated as a member of the Association. Membership may again become available by complying with the other provisions of Article VI, Section 1.
 - c. **Violation of Bylaws and rules:** Violations of the Bylaws, or engaging in conduct that disrupts the community or negatively affects the reputation of AHTS may subject a member to expulsion. The member will receive a written statement of charges not less than two weeks prior to a meeting of the Board at which the expulsion is to be considered. The member may show cause in person or in writing as to why he/she should not be expelled. A two-thirds vote of the Board is required for expulsion.
4. **Voting Privileges:** Each paid/named member (over the age of 18) shall be entitled to one vote on each motion presented at any called membership meeting.

Article VII: Membership Meetings

1. **Annual Meeting:** The annual meeting of AHTS shall be held at a date, time and location to be determined by the Board of Directors. Notice of the meeting shall be posted and made available to all current members on the AHTS website (30) days prior to such meeting. Annual meetings may be conducted in person or electronically as deemed by two-thirds vote of the Board of Directors, There shall be no proxy voting at annual meetings. The total number of members present at a duly called meeting shall constitute a quorum.
2. **Special Meetings:** A special meeting of the membership may be called by the AHTS President, a majority of the Board or 20% of the voting membership by notice communicated to members via the AHTS website not less than fourteen (14) days in advance of such a meeting. Notices shall state the purpose(s) of the proposed meeting and shall state the time and place of the meeting. The agenda for such meetings shall be limited to the purpose(s) for which the meeting was called. There shall be no proxy voting at special meetings. The total number of members present at a duly called meeting shall constitute a quorum.

Article VIII: Elections

1. **Timing:** Elections for the Board of Directors will take place at the Annual meeting.

2. **Nominations:** All nominations for open Board Positions shall be received in writing by the Secretary no later than 15 days prior to the posted annual meeting. Nominations for any positions without a candidate will also be taken from the floor at the annual meeting. A member may only be nominated for one position and the slate for the election will be closed prior to voting.
3. **Voting:** A ballot will be presented to membership after the slate and nominations have been closed. A Candidate receiving a majority of the votes cast for an office shall be declared the winner for the office. In the event of a tie, reballoting shall occur.
4. **Vacancies:** Recommendations for any unfilled positions may be made by the President and approved by a 2/3 vote of the Board of Directors at their first meeting in office.
5. **Qualifications:** To hold a board position, a nominee must be over the age of 18 and be a member in good standing for 1 year prior to the annual meeting.
6. **Term:** The term of office for a Board member is 3 years. Board members may be re-elected.

Article IX: Amendments

1. **Authority to Amend: Procedure:** These by-laws may be amended by a two-thirds (2/3) vote of the Board of Directors at any regular or special meeting, provided that notice of the proposed amendment has been given at least seven (7) days prior to the meeting.
2. **Record of Amendments:** All amendments shall be recorded in the minutes of the meeting at which they were voted on.

Article X: Limited Activities

1. No substantial part of the activities of AHTS shall participate in, or intervene in any political campaign on behalf of any party or candidate for public office. Such activities shall include publishing or distributing of statements

Article XI: Dissolution

1. **Dissolution:** In the event of dissolution of AHTS, any remaining assets shall be distributed to a designated non-profit organization with a similar purpose, as determined by the remaining Board of Directors.