

# Friends of Eagle Nest Lake and Cimarron Canyon State Parks

## BYLAWS

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### ARTICLE I- NAME

The name of this group shall be Friends of Eagle Nest Lake and Cimarron Canyon State Parks, referred to in this document as “Group”.

### ARTICLE II- PURPOSE

This Group is a private entity whose principle and authorized purpose is to complement, contribute to and support, aid the function of and forward the purpose of Eagle Nest Lake and Cimarron Canyon State Parks (Parks) and the New Mexico State Parks Division (Division) of the Energy, Minerals and Natural Resources Department (EMNRD). The Group will support the Parks and the Division in accordance with these Bylaws and the signed Cooperative Agreement between the Group and EMNRD.

### ARTICLE III- MEMBERSHIP

- A. Membership in the Group is open to all individuals and groups (families, businesses, private and non-profit organizations), who are interested in pursuing the purpose of the Group, are committed to Group’s activities, and comply with the Cooperative Agreement and these Bylaws. Each individual member and each group member will be entitled to one vote.
- B. The Group Board of Directors at the November meeting will set annual membership dues for the following year.
- C. The Manager/Superintendent of Eagle Nest Lake and Cimarron State Parks or his/her designate shall serve as an ex-officio, non-voting member of the Board.
- D. Membership shall be as follows:
  1. Active Membership: Active dues paying members are those, individual or group, who are entitled to vote at annual meetings and must participate in at least one of the following activities:
    - a. Serving as a Board Member or Officer.
    - b. Serving on at least one committee.
    - c. Serving in at least two activities or events.
  2. Sponsoring Membership: Sponsoring members are financial contributors, but not active members, and have no voting privileges.
- E. Membership Benefits include:
  1. Free entry to Eagle Nest Lake and Cimarron Canyon State Parks.
  2. Networking opportunities with community members.
  3. Opportunities to contribute to the development of valuable educational resources of the community.

## **ARTICLE IV- BOARD OF DIRECTORS**

- A. The Group's Board of Directors shall govern the Group in accordance with the signed Cooperative Agreement between the Group and Energy, Minerals and Natural Resources Department (EMNRD) and these Bylaws.
- B. The Board of Directors shall consist of five members to be elected at the Annual Meeting. For the first year only, two members shall be elected for a one-year term and three members shall be elected for a two-year term. In subsequent years, the newly elected Board members shall be elected for two-year terms. Board members shall serve until their successors are elected. Members of the Board of Directors whose terms expire may stand for re-election for up to two consecutive terms, after which a one-year absence is required prior to re-election. When available, the past-president shall serve as an ex-officio, non-voting Board member. Should the past-president not be available to serve on the Board, this position shall remain vacant.
- C. The Group Board of Directors will approve or disapprove all Group activities and expenditures.
- D. Each Board member will have one vote, with the President voting only in the case of a tie.
- E. If a Board member resigns, or if the Board membership is increased, the position(s) will be filled by Board appointment for the remaining term.

## **ARTICLE V- OFFICERS**

The Board members shall elect officers from the Board members at its first meeting following the Annual General Meeting. Election is by a simple majority vote of the Board members present.

- A. Election of Officers
  - 1. All elected Officers shall serve one-year terms which will commence with the first Board meeting after their election.
  - 2. An elected Officer may serve three consecutive one-year terms and is eligible for subsequent elections after being out of office for one year.
  - 3. If there is more than one candidate for office, the election will be conducted by written ballot. Board members must be present to vote but need not be present to be elected to an office if they have stated their intentions in writing prior to the election.
  - 4. When an Officer resigns or is removed from office, a replacement shall be appointed by the Board for the remaining term.
- B. Duties of Officers
  - 1. President
    - a. Shall preside over all meetings
    - b. Shall appoint committee chairpersons, as appropriate.
    - c. Shall be designated representative of the Group.

2. Vice President
  - a. Shall assume the duties of the president in the absence of the President or at the President's request.
  - b. Shall assist the President in carrying out his or her duties as necessary or requested.
3. Secretary
  - a. Shall keep minutes of all monthly Board and annual meetings.
  - b. Shall provide draft minutes to members as requested in advance of the regularly scheduled meetings.
  - c. Shall prepare such official Group correspondence as may be necessary.
  - d. Shall ensure all Annual Reports are filed in accordance with the signed Cooperative Agreement between the Group and EMNRD.
4. Treasurer
  - a. Shall keep accurate account of all monies and properties accumulated and maintain the bank account.
  - b. Present monthly financial reports to the Board
  - c. Assure that all tax reporting forms and financial statements are submitted to the appropriate State and Federal Agencies in the event that they are required.
  - d. Advise the Board of any fiscal conditions that may impact operations.
  - e. Shall be responsible for the bank checking account. The signatures of two officers are required on all checks.
  - f. Prepare and submit all financial requirements in accordance with the Cooperative Agreement between the Group and EMNRD.

#### **ARTICLE VI- REMOVAL OF OFFICER, OR MEMBER OF THE BOARD OF DIRECTORS**

The procedure for the removal of an officer or member of the Board of Directors who has proven on more than one occasion to be unsupportive of the Group or who has violated the Cooperative Agreement or Bylaws shall be as follows:

- A. A motion for removal of an officer or member shall be made in writing to the Board of Directors. The vote on the motion for removal shall be at a Special General Meeting called by the Board of Directors for the purpose of voting on removal.
- B. Notice of the motion to remove shall be sent to the officer or member at least fourteen days prior to the meeting at which the vote is to be taken.
- C. A simple majority of the membership present at the meeting is required for the removal of the individual.

#### **ARTICLE VII- MEETINGS**

- A. General Meetings:

The procedure of all meetings shall be in accordance with the Robert's Rules of Order, Revised.

1. Annual General Meeting
    - a. The Group's fiscal year shall commence on July 1<sup>st</sup>. The Annual General Meeting of the membership shall be held in June on a date established by the Board.
    - b. Written notice shall be sent to all members on record, by post or electronic mail, at least 14 days in advance.
    - c. Election of the Board members shall take place at this meeting.
    - d. Quorum: The membership in attendance constitutes a quorum. A quorum, once attained at a meeting, shall be deemed to continue until adjournment.
  2. Special General Meetings
    - a. May be called by the Board or by a majority of the general membership by written notice, post or electronic mail, at least 14 days in advance.
    - b. Quorum: The membership in attendance constitutes a quorum. A quorum, once attained at a meeting, shall be deemed to continue until adjournment.
- B. Board Meetings:
1. The Board shall meet monthly, or as established by the Board, but not less than quarterly.
  2. Board meetings shall be open to the general membership.
  3. Board members shall elect the officers at their first Meeting following the Annual General Meeting.
  4. The President or any two Board members can call special Board Meetings.
  5. The procedure of all meetings shall be in accordance with the Robert's Rules of Order, Revised.
  6. A quorum for monthly Board meetings shall consist of a simple majority of the Board members being present. A quorum, once attained at a meeting, shall be deemed to continue until adjournment.

## **ARTICLE VIII- AMENDMENTS**

These by-laws may be amended as follows:

- A. Any member can make recommendations for amendment at a regularly scheduled Annual General Meeting in written form. The vote on the proposed amendment shall be at the Annual General Meeting.
- B. Notice of "intent to amend" and a copy of the proposed amendment(s) shall be sent to the membership postmarked 14 days prior to the meeting at which the vote is to be taken.

## **ARTICLE IX- DISSOLUTION**

In case of dissolution of the Group and subsequent to settlement of all outstanding debts and obligations of the organization, all remaining assets on hand at the time of such dissolution shall be donated to Eagle Nest Lake State and Cimarron

Canyon State Parks. Special event funds must be turned over to the non-profit organization that has been designated to handle those future scheduled events, unless there is no non-profit organization designated to receive such funds or unless the designated non-profit organization is not able to receive such funds for whatever reason, then remaining funds must be turned over to Eagle Nest Lake and Cimarron Canyon State Parks.

**ARTICLE X- APPLICATION**

The above-described bylaws apply to Friends of Eagle Nest Lake and Cimarron Canyon State Parks, which shall be included in the signed Cooperative Agreement between the Group and EMNRD.

**ARTICLE XI- RECORDS**

The Group retains a copy of the Bylaws, the minutes of official meetings and the financial reports and they are available for perusal by any member, or any employee of EMNRD upon request.

ADOPTED IN Eagle Nest, New Mexico ON THE \_\_\_\_\_ DAY OF \_\_\_\_\_, 2005.

Signed by the officers of Friends of Eagle Nest Lake and Cimarron Canyon State Parks.

\_\_\_\_\_  
[Officer Name], President

\_\_\_\_\_  
Date

\_\_\_\_\_  
[Officer Name], Vice President

\_\_\_\_\_  
Date

\_\_\_\_\_  
[Officer Name], Secretary

\_\_\_\_\_  
Date

\_\_\_\_\_  
[Officer Name], Treasurer

\_\_\_\_\_  
Date