

# Coastal Shores and Spores Mycological Society Bylaws

(Approved by the Board of Directors on 05/07/2024)

## 1. NAME OF ORGANIZATION

The name of this organization shall be the "Coastal Shores and Spores Mycological Society" also referred to as "CSSMS" or "Shores and Spores".

## 2. PURPOSE

The mission of this organization is to "share the fun in fungi" through interactive education and mushroom identification, fun outings and events, and the inclusion of art, food, and friendship.

## 3. EXECUTIVE BOARD

The Executive Board of CSSMS shall consist of a Board Chair, Board Co-Chair, Secretary, Treasurer.

The Board Chair, Board Co-Chair, Secretary, and Treasurer shall initially be appointed by the Charter organizers of CSSMS and shall serve until December 31<sup>st</sup>, 2024, wherein the Executive Board shall be elected in accordance with the bylaws of CSSMS by members who are entitled to vote.

## 4. MEMBERSHIP

To promote engagement, many CSSMS functions will be free and available to the public. To establish funds and to offer value-added membership, individuals can choose to become a member and pay annual dues, as outlined in Section 5

- Public – All are cordially invited to attend the monthly meetings free of charge.
- Member – Any individual can become a Member if they pay the dues as outlined in Section 5. The following benefits are for Charter and Members only.
  - Early access to workshops and other events that are put on by CSSMS
  - Forays and field trips put on by CSSMS
  - Special Member only events
  - The right to vote for the Board of Directors and for amendments to the bylaws.
- Charter Member- Any individual who pays dues to become a Member of CSSMS in 2024.
- Honorary member - Honorary Members receive the same privileges as Dues-paying Members and Charter Members but they do not pay dues. Honorary membership is for one year and is available to the current Board of Directors, Foray Leads, and anyone else that the Board of Directors recommends for Honorary Membership due to their significant contributions to CSSMS that year.

## 5. DUES AND OTHER FEES

The funds of CSSMS shall be raised by the collection of annual membership dues and through other means that the board shall determine.

Annual membership dues shall be determined and voted on by the board. The membership dues shall be effective on the day the membership dues are paid by the Member and continue for one 1 year, upon which a renewal reminder will be sent to the Member. The Member has two months to renew their membership before being removed from the membership roster. Once the membership dues are paid, they will be reinstated as a Member.

Honorary memberships may be awarded to Members or non-members upon recommendation of the board.

## **6. MEETINGS**

The proper office or meeting place of CSSMS shall be in the State of Washington. Regular meetings shall be held at least once a month. There will be no meetings on legal holidays.

There will be an annual meeting, at which time the board shall present a financial report and such other business as it determines. It shall be held in the last quarter of the year, and it may be combined with a regular CSSMS meeting.

## **7. AMENDMENTS TO BYLAWS**

The bylaws may be amended by an affirmative vote of a majority of members participating, provided the proposed changes have been provided to the members at least two weeks in advance of the vote. Voting may be structured in any manner determined by the board, provided every member is provided an opportunity to vote.

## **8. DISSOLUTION**

CSSMS shall not be dissolved except by the affirmative vote on a resolution passed by a majority of the Board of Directors and by at least fifty percent of those members entitled to vote.

In the event of dissolution, the CSSMS proceeds shall be distributed in accordance with current Federal Regulations dealing with such matters.

## **9. ELECTION OF EXECUTIVE BOARD AND BOARD MEMBERS AT LARGE**

Elections by members shall be held in the last quarter of the calendar year at one of CSSMS meetings or through any other method of balloting determined by the board, provided all members are provided an opportunity to vote in accordance with this bylaw. The candidate for each position receiving the highest number of votes shall be elected. Members will be notified at least one month prior to the election. This notification will be through communication determined by the board.

The term of office for the Executive Board which includes the Board Chair, Board Co-Chair, Treasurer, and Secretary shall be one year,( January 1<sup>st</sup> through December 31<sup>st</sup> ) but they can serve multiple terms if they are re-elected to do so.

There will be Board Members at Large which will include the Past Board Chair and up to four additional members as appointed by the new Board Chair. The terms of office for the appointed Board Members at large shall be for one year. To keep continuity and help to onboard the new Board Chair, the Past Board Chair will automatically be part of the Board Members at Large and remain on

the board for one year. Terms of all elected and appointed Board Members shall commence on January 1<sup>st</sup>, immediately following their election and run through December 31st.

**Voting Members:** Any adult member with a single membership may have one vote in CSSMS elections or on any question before the members [membership] at any meeting. Adult members participating under a single group membership shall be entitled, collectively, two votes in CSSMS elections or on any questions before the members at any meeting.

Anyone who is a current member of CSSMS may be nominated for an elected Executive Board position or selected to be a Board Member at Large.

A candidate may be nominated by any current member, including the candidate, provided the nominee has consented to accept the nomination.

Nominations will be accepted up to and including the day of the election.

## **10. DUTIES OF OFFICERS**

The Board Chair shall supervise the general affairs of the CSSMS and shall appoint the Board Members at Large and preside over all meetings.

The Past Board Chair shall assist the new Board Chair in their onboarding and management of CSSMS.

The Co-Chair shall assume the duties of the Board Chair in the absence of the Board Chair. If the Co-Chair is unable to assume the duties, the Past Board Chair shall assume the duties of the Board Chair.

The Secretary shall take minutes of all CSSMS board and membership meetings and maintain files of same.

The Treasurer shall handle CSSMS funds, maintain financial records and make reports to the membership at the annual business meeting or as asked by the board. They will act as the Membership Committee Chair to collect dues or pass this on to another member who is willing to be the Membership Committee Chair.

## **11. BOARD OF DIRECTORS**

The board shall consist of the Executive Board, and appointed Board Members At Large, and the Past Board Chair. It can also at the discretion of the Board include additional Committee Chairs.

The board shall have general control of the affairs of CSSMS. The board shall approve the plans submitted by the various committees and groups and control all necessary and current expenditures of CSSMS.

Regular meetings of the board shall be held quarterly, whose dates may be set by agreement of its members. Special meetings of the board may be called by the Board Chair or by approval of the Board Chair. The board may invite other members or non-members to attend meetings.

When an Executive Board position becomes vacant mid-term, that vacancy shall be filled by a candidate nominated by any board member and by receiving the majority vote of the board.

The board shall have full charge of all funds of CSSMS and shall expend funds that in its judgment, shall best promote the interest of CSSMS. The board may establish limits for the Treasurer to pay routine bills as necessary. Financial records may be audited annually by the board of directors.

A board member may resign for any reason. Any member of the board may be removed by the two-thirds vote of the board (excluding the board member at issue). A Board Chair who has been removed from the board shall not serve as Past Board Chair.

## **12. COMMITTEES**

Committees shall be established as needed by the board.

## **13. QUORUMS**

Ten percent of the members entitled to vote for officers pursuant to Bylaw 8 shall constitute a quorum for the transaction of business at any regular, annual or special meetings of CSSMS.

A majority of the board members shall constitute a quorum for the transaction of business at any meeting or the board or directors.

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Approved by the Board of Directors on May 7<sup>th</sup>, 2024