



Wilderness Network of Georgia

BYLAWS

Adopted at the Corporate Organization Meeting on March 6, 2005 Amended December 4, 2005 Amended March 5, 2006. Amended September 7, 2008.

1. **NAME**
The name of this organization will be Wilderness Network of Georgia, Inc., customarily followed by the statement, A Non-Competitive Outdoor Activities Group for Gay Men.
2. **ACTIVITIES**
Subject to approval by the Trip Coordinator, WNG activities may include hiking, camping, backpacking, kayaking, canoeing, rafting, rock climbing, rappelling, caving, bicycling, mountain biking, snowboarding, downhill and cross-country skiing, snorkeling, scuba diving, sailing and board sailing, fishing, trekking, adventure travel, birding, environmental and conservation activities, and other such wilderness or nature-oriented activities. Other activities related to outdoor adventure may be offered by WNG, subject to approval of the Trip Coordinator and the President. Hunting is not approved, and firearms or any other dangerous items are not permitted at WNG events. WNG avoids competitive sports and is not politically oriented or activist. For the safety and enjoyment of all participants, all WNG events will be offered and conducted in accordance with The WNG Trip Leader's Guide and The WNG Participant's Guide, and will be rated according to The WNG Trip Difficulty Rating System. These items are available to all WNG members.
3. **MEMBERSHIP**
Membership in WNG is open to all gay and bi-sexual men at least eighteen (18) years of age who wish to participate in a spirit of good will, mutual respect, and discretion; and is offered to all such individuals without regard to race, ethnic origin, religion, physical ability, or degree of openness about their sexual orientation. All members must assume responsibility for their own safety at all WNG events. As a condition of joining, prospective members must read and sign such liability waiver as the EC may adopt or promulgate from time to time.
4. **NON-MEMBERS ON TRIPS**
Non-members are welcome to attend one event before joining WNG. Women are welcome at events when so indicated. Non-members who wish to participate must read and sign the WNG Liability Waiver before joining any WNG-sponsored event.
5. **MEMBERSHIP MEETINGS**
WNG will hold quarterly meeting each year for the general membership, commonly known as potluck and planning meetings.
6. **EXECUTIVE COMMITTEE**
WNG will be governed by an Executive Committee (EC) of eight to twelve members, elected for two-year terms. The EC will meet quarterly, prior to each membership meeting, and will be empowered to discuss and decide all WNG

matters, within the constraints of these Bylaws. Ongoing and emergency business may be conducted by the EC via electronic or telephone communications. Decisions will be made by a quorum -- at least 51% of EC members. EC meetings will be scheduled and announced at least 30 days in advance, except in emergency situations, and are open to all WNG members. To be eligible for the EC, an individual must have been a member of WNG for at least six months, and have led at least one WNG event, attended by at least two other people besides the leader. EC members may serve more than one term. A Nominations Committee chaired by the Vice President and two other EC members chosen by him will identify, interview, and submit nominees for vacancies on the EC. The Nominations Committee will submit nominees for EC membership at the third EC meeting. Those nominees will be presented to the general membership for approval by majority vote at the third membership meeting, after which they will comprise "EC elect" members until they take office following the fourth general membership meeting. Other nominees may also be presented to the membership by petition of at least five WNG members. Mid-term vacancies on the EC may be filled in the same two ways at any membership meeting.

7. OFFICERS

A Nominations Committee chaired by the Vice President and two other EC members chosen by him will identify, interview, and submit nominees for the following WNG offices at the fourth EC meeting. They will be elected to one-year terms by a majority vote of EC and EC-elect members present. The newly-elected officers will be presented to WNG members at the fourth membership meeting, after which their terms will begin.

- Trip Coordinator, whose duties are to solicit and offer to members a diversified calendar of appropriate events in keeping with the spirit, bylaws, and policies of WNG. The Trip Coordinator will work closely with the President and other individuals to see that all appropriate activities are offered in a timely manner. The Trip Coordinator will disapprove all trips that are not in keeping with activities listed in the Bylaws or if safety or other issues are involved.
- President, whose duties are to lead meetings, be a spokesman for WNG, assist the Trip Coordinator in providing appropriate WNG events, see that members are notified of trips in a timely manner, see that the WNG membership database and the WNG website are maintained, approve WNG activities other than trips, be a signer on the WNG bank account, make routine business decisions, and execute the Due Process Clause as provided for in these by-laws.
- Vice President, whose duties are to assist the President (especially in leading meetings, and as WNG spokesman), chair nominations committees, and fill in for the President at meetings in the President's absence. The Vice President shall receive, review, and reconcile any and all banking statements and financial records at least once a month. The Vice President shall discuss any and all questions and/or discrepancies first with the Treasurer and, if needed, with the Executive Committee. This process shall serve as a check-and-balance in tandem with the normal duties of the Treasurer as further outlined in these bylaws. The Vice President will report quarterly at the EC meeting with results of the monthly financial reconciliations of the previous quarter.

- Secretary, whose duties are to manage WNG mail, keep minutes of all WNG meetings and report them to the EC and the membership regularly, see that the WNG bylaws are maintained and made available on the WNG website, maintain appropriate printed and photographic documents in the WNG archives, and perform other secretarial duties as needed.
- Treasurer, whose duties are to be a signer on the WNG bank account, maintain a current list of members, maintain and update WNG financial records, insure all appropriate tax forms are filed with state and federal authorities in a timely and accurate manner, and provide an accurate financial summary to the EC each quarter and to the general membership in the first quarter each year.

The Executive Committee shall have power to employ necessary staff and other help, to fix dues and fees, to authorize expenditures and to take all necessary and proper steps to carry out the purposes of this corporation and to promote its best interests. All officers may obtain the assistance of other WNG members in carrying out their duties. Some of the specific official duties that may be delegated at the discretion of the EC include Archivist/Historian, Listserv Administrator, Mailing Coordinator, Membership Coordinator, Membership Database Manager, Newsletter Editor, and Webmaster. Officers may hold more than one of the above positions, except that the President may not also be the Treasurer. An officer may be removed from his position by a vote of at least two-thirds of all current EC members, and only for good cause.

8. TRIP LEADERS

All WNG events will be conducted by qualified leaders, ordinarily WNG members who volunteer their time and expertise. They must abide by all provisions in the Trip Leader's Guide and the Trip Participant's Guide and inform participants about trips according to the Trip Difficulty Rating System. Trip leaders have the specific responsibility of requiring all participants, members and visitors alike, to sign the WNG Liability Waiver before participating in any event, and to keep said Waiver available for reference if needed. Participation in any WNG event will be by permission of the trip leader, who may refuse any individual who appears to lack necessary fitness or experience for an event or if the event is full. Trip leaders may set other reasonable conditions for participation and require all participants to abide by them.

9. DUE PROCESS

Complaints or accusations involving a violation of WNG bylaws, policies, or procedures shall be reported in writing to the President and shall include names and contact information of witnesses with personal knowledge of the alleged violation. The President will notify the Executive Committee and the party or parties accused in the complaint of the allegation and schedule the matter for hearing before the Executive Committee with at least ten (10) days notice to both sides. All sides to a complaint shall be given an opportunity to present their case or defense with witnesses present at said hearing, consistent with principles of fairness and due process. A finding by a majority of EC members present at the hearing can result in actions ranging from no action, warning, or reprimand, to probation, suspension, or expulsion from WNG.

10. AMENDMENTS

These Bylaws may be amended by a majority vote of WNG members present at a membership meeting.