

HIGHPOINTERS CLUB BYLAWS

NOVEMBER 16, 2010

SECTION 1. NAME, PURPOSE, AND MEMBERSHIP

1.1 Organization Name

The name of the organization is the **Highpointers Club**.

1.2 Purpose

The purpose of the Highpointers Club is to promote climbing to the highest point in each of the fifty (50) states; provide a forum for education about the highpoints; aid in the preservation and conservation of the highpoints and their environs; provide a vehicle through which persons with this common goal can meet and correspond with one another; maintain positive relationships with owners of highpoints on private property; assist in the care and maintenance of highpoints; and support public and private efforts to maintain the integrity of and access to state highpoints.

1.3 Membership

A. Membership

Membership is open to any individual interested in climbing or promoting climbing of the highest point in each of the fifty (50) states; advancing education about the highpoints; and/or preserving and protecting the environment of the highpoints. Anyone whose dues are current is an active member. Annual dues shall be sent to the Membership Chairperson. An active member has full voting rights and may hold office.

B. Family Membership

An individual active member as defined in paragraph 1.3 A. of these Bylaws may include other members of their immediate family or household as members of the Highpointers Club by submitting their names to the Membership Chairperson. Family members shall have the same rights as the active members except that (1) only one vote may be cast by a family membership in all elections except as noted below, (2) family memberships count as a single member for the purpose of determining a quorum, (3) only one member of a family membership may be a member of the Board of Directors at any one time, and (4) only one copy of the Newsletter will be sent to the family membership. Regarding voting, all members of a family membership attending a Convention are each entitled to one vote when the vote for the location of the annual Convention is conducted.

C. Life Membership

The Highpointers Club does not offer Life Memberships.

D. Honorary Membership

Honorary membership in the Highpointers Club may be awarded by a unanimous vote of the Board of Directors. This honorary membership will be reviewed annually at the Board of Directors meeting to determine if those so honored still deserve recognition. This honor is primarily intended for those persons who own or have control of the private property surrounding a few of the highpoints. However, this honor may be granted to other individuals and/or organizations deemed worthy of being so honored. Honorary members are exempt from the provisions of Article 1.3 A. of these Bylaws but are not entitled to vote or hold office.

1.4 Annual Convention, Annual Banquet, and Membership Meetings

A. Annual Convention

The annual Convention shall be held at a time and place determined by a vote of the membership attending the membership meeting two years prior to the Convention in question. The Convention shall be held in a location that facilitates climbing a nearby state highpoint. In addition, the location of the Convention will alternate between the Northeast, South, Mid-west, and West sections of the United States. (See Appendix A for geographical section definition.) The only events sanctioned as official Highpointers Club activities at the Convention are: 1) the informal get together the night before the Club hike, 2) the Club hike to the highpoint, 3) the membership meeting, and 4) the banquet. No other activities conducted during the Convention are sanctioned by the Highpointers Club. Notice of the Convention shall be given to the membership by publication in the Newsletter. The notice shall specify date, time, and place of the Convention and must be published in a Newsletter prior to the Convention with no less than one (1) year between Convention and the publication date.

B. Liability Release

All annual Convention attendees shall sign a liability release prior to participating in any Convention activities. A parent or guardian must also sign for any Convention participant under eighteen (18) years of age. The Secretary shall keep liability release forms, approved by the Board of Directors, on file and make them available to the Annual Convention Chairperson.

C. Annual Banquet

An annual banquet shall be held during the annual Convention and may be held concurrently with the annual membership meeting. A Master of Ceremonies, selected by the Annual Convention Chairperson, shall preside at the banquet. At the banquet, the awards described in Section 8 of these Bylaws shall be presented.

D. Annual Membership Meeting

The annual membership meeting shall be held during the annual Convention and may be held concurrently with the annual banquet. Old and new Highpointers Club business requiring membership action shall be addressed during the membership meeting. A quorum for the conduct of business at a regular membership meeting shall be five percent (5%) of the membership.

E. Conduct of Membership Meetings

The President, or his/her delegate, shall conduct meetings. If the banquet and membership meeting are conducted simultaneously, the President may delegate the banquet Master of Ceremonies to conduct the meeting. In the absence of the President and his/her delegate, the Vice President shall conduct the meeting. In the absence of the President, his/her delegate, and the Vice President, active members present shall elect a temporary chair from among their number.

F. Record of Meetings

The Secretary shall keep a record of all meetings at which business is conducted and the annual banquet. The minutes shall be distributed to the Directors within sixty (60) days after the meeting.

G. Membership Meeting Agenda

Any active member may add a topic to the agenda by submitting it in writing to the President and/or the Banquet Master of Ceremonies, as appropriate.

H. Notice of Membership Meeting

Notice of membership meetings shall be given to the membership by publication in the Newsletter. The notice shall specify the date, time, and place of the meeting and must be published in the Newsletter immediately preceding the meeting with no less than one (1) year between the meeting and the publication date.

I. Special Membership Meetings

Special membership meetings may be called by the President with appropriate notice to the membership stating the time, place and purpose of the meeting. Upon written petition, signed by at least five percent (5%) of the active members, a special membership meeting shall be called by the Board of Directors to consider a specified subject or subjects. Special meetings shall be held within sixty (60) days after receipt of such petition. Special meetings shall be conducted in the same manner as regular meetings. No binding action may be taken at a special meeting but resolutions may be adopted and submitted to the Board of Directors for further action. A meeting may also direct the Board of Directors to conduct a referendum (election) by mail ballot of the entire membership on a specified issue.

1.5 Elections and Voting

A. Election of Directors

The membership shall annually elect active members to fill vacancies on the Board of Directors in the manner specified in Article 2.9 of these Bylaws.

B. Voting For Questions Before The Membership

A majority of active members voting is required for adoption of any proposal put before the membership. Special votes on any proposal shall be held by direction of the Board of Directors or upon a petition to the Board of Directors signed by at least five percent (5%) of the membership.

SECTION 2. BOARD OF DIRECTORS

2.1 Composition

Subject to the powers of active members as provided in these Bylaws, the Board of Directors shall manage the business of the Highpointers Club. The Board of Directors shall consist of a maximum of fifteen (15) active members of the Highpointers Club. The Board of Directors shall elect a President, Vice President, Secretary, and Treasurer from among themselves. Five Director seats shall stand for election each year. If the Board of Directors drops below fifteen (15) members for any reason, within sixty (60) days the President shall appoint an active member(s) to fill the unexpired term(s). The appointee(s) must be approved by a majority vote of the remaining Directors.

2.2 Powers

Only the Board of Directors or those specifically authorized by it shall act in the name of the Highpointers Club. The Board of Directors may make rules and regulations for carrying out the policies and procedures established by these Bylaws. Such actions must be consistent with the purposes, policies, and directives of the Highpointers Club. In disputes concerning Board of Directors actions, the membership may petition the Board for arbitration.

2.3 Meeting Schedule

The Board of Directors shall normally conduct business at a meeting held in conjunction with, and prior to, the annual membership meeting. Due notice of the Board of Directors meeting shall be given to all Directors. Special meetings, as required, shall be held at times and places the President specifies. Special Board of Directors meetings may be called by the President, or any three (3) Directors, with at least fourteen (14) day's notice, unless all Directors waive notice. Special meetings may be held by telephone, US mail, electronic mail, or in person.

2.4 Open Meetings

Board of Directors meetings shall be open to all active members. In unusual circumstances the Board of Directors may convene in executive session for discussion of sensitive issues, but shall take no vote except in open session.

2.5 Quorum

A quorum for the conduct of business shall be a majority of the Directors then in office. Directors may deliver absentee ballots to the President, either in writing, by telephone, or by electronic mail, on specific issues or provide a proxy to the President or another Director. Absentee ballots and proxies shall be counted for both vote and quorum purposes. A quo-

rum may act without a formal meeting only when quick action is necessary and there is insufficient time to call a special meeting provided that a determined and documented effort has been made to contact all Directors. Any action so taken shall be reported to all Directors as soon as possible following such action taken and, to remain in effect, must be reaffirmed by the Board of Directors at its next meeting.

2.6 Conduct of Meetings

The President, or in the absence of the President the Vice President, shall conduct Board of Directors meetings. In the absence of both the President and Vice President, Directors present shall elect a temporary chair from among themselves.

2.7 Term Limits

The term of the Directors shall be three (3) years. Five Director seats shall stand for election each year. The number of consecutive terms an individual Director may serve is two (2). There is no limit on the number of terms an individual may serve as long as the consecutive term limit is observed.

2.8 Voting by the Directors

Unless otherwise stated in these Bylaws, issues before the Board of Directors shall be decided by a simple majority of those Directors voting, including absentee and proxy votes.

2.9 Election of Directors

A. Nominations

The Board Election Committee Chairperson shall place a call for nominations for Board of Director candidates in the fourth (4th) quarter Newsletter. Nominations of candidates meeting the requirements specified in Article 2.9 B. of these Bylaws shall be submitted to the Board Election Committee Chairperson within thirty (30) days of receipt of the fourth (4th) quarter Newsletter.

B. Candidates

Any active member of the Highpointers Club may nominate one candidate for the Board of Directors. Nominees must be active members, meaning dues paid up, who consent with the restriction that only one member of a family membership may serve on the Board at any one time. In addition, the candidate must be able to attend at least two (2) of the three (3) Conventions during his or her term in office. Due to the varied geographical location of the Directors, each candidate for the Board of Directors must have access to electronic mail. The last two requirements are necessary for the effective and efficient conduct of Highpointers Club business.

C. Voting by the Membership

The Board Election Committee Chairperson shall prepare a ballot of candidates to be included in the first (1st) quarter Newsletter. The names of all nominees shall be in alphabetical order. Each family membership will be entitled to one vote regardless of how many members there are in a family membership. To be valid, the ballots must be returned to the Board Election Committee Chairperson by the due date shown on the ballot. The five (5) nominees receiving the highest number of votes will fill the open positions on the Board of Directors. Newly elected Directors shall take office immediately.

2.10 Absences

The unexcused absence of a Director from two consecutive regular Board of Directors meetings will constitute a resignation if two-thirds of the remaining Directors so vote.

2.11 Removal of a Director

In the event that it is deemed necessary to remove a Director from office, a two-thirds majority of the Directors voting is required.

SECTION 3. OFFICERS AND APPOINTEES

3.1 Election of Officers and Committee Appointees

The Board of Directors shall select from among themselves the following Officers: the President, Vice President, Secretary, and Treasurer. The officers shall be elected annually immediately after the Board of Directors election results are finalized. The current President shall conduct the election. In order to qualify as an Officer nominee, the Director in question must have served at least one (1) year on the Board. Nominations may be made by any Director with the prior consent of the nominee. The nominee receiving the highest number of votes for each of the positions shall be elected. Announcement of Officers shall be printed in the second (2nd) quarter Newsletter.

The President shall, with the consent of the Board of Directors, appoint the following Committee Chairpersons as soon as practical after election of the officers; a Membership Chairperson, a Newsletter Editor, an Annual Convention Chairperson (one for each active Convention), an Awards Chairperson, a Merchandise/Sales Chairperson, a Highpointer Records Chairperson, a Highpoint Liaison Chairperson, a Webmaster, a Board Election Committee Chairperson, and a Convention Oversight Committee Chairperson. Directors may be appointed as Committee Chairpersons. The Membership Chairperson, the Newsletter Editor, and the Annual Convention Chairperson, if not elected Directors, are ex-officio non-voting members of the Board. The immediate past-President is also an ex-officio non-voting member of the Board. Announcement of appointees shall be given in the Newsletter as soon as practical after such appointment. There are no term limits for Officers or Committee Chairpersons.

3.2 Duties of Officers

A. President

The President shall preside at all meetings of the Board of Directors; conduct Board of Directors meetings; call special meetings as required; settle disputes within the Board; shall preside at annual membership meetings; enforce the Bylaws; call meetings as empowered or directed; appoint, with the consent of the Board of Directors, special committees as required; exercise general supervision over affairs and have such other powers as ordinarily accompany the office. In addition, the President is the primary spokesperson for the Highpointers Club. In this capacity, the President's duties include, but are not limited to, representing the Club to the news media, writing congratulatory notices and letters to other organizations, and writing letters as appropriate to individuals.

B. Vice President

The Vice President shall assume all duties of the President in the President's absence.

C. Secretary

The Secretary shall maintain a record of membership meetings and Board of Directors meetings at which business is conducted; have or delegate custody of records, including those relating to Highpointers Club history; maintain written policies and administrative procedures to effect continuity from year to year; be responsible for correspondence as requested by the Directors; and give notice of meetings as required.

D. Treasurer

The Treasurer shall have custody of funds; keep proper accounting records; make disbursements at the direction of the Board of Directors; submit a report of receipts, disbursements and financial condition to the Board semi-annually and at other times as directed by the Board of Directors; and maintain the Highpointers Club financial record book. The financial reports shall be made available to any active member upon request.

3.3 Duties of the Appointed Chairpersons

A. Membership Chairperson

The Membership Chairperson shall maintain a list of active members and family/household members; send dues notices as applicable; actively promote membership in the Highpointers Club; provide dues to the Treasurer; provide a list of active members to the Newsletter Editor prior to the mailing of each Newsletter; provide membership information to those requesting such information; and provide a membership report to be included in each Newsletter. If required, the Membership Chairperson may appoint active members to the Membership Committee, with the consent of the Board of Directors.

B. Newsletter Editor

The Newsletter Editor is responsible for all aspects of developing the Newsletter, *Apex to Zenith*; serves as editor of the Newsletter; oversees its publication and distribution to the membership; and maintains a back-issue file. If required, the Newsletter Editor may appoint active members to the Newsletter Committee, with the consent of the Board of Directors.

C. Annual Convention Chairperson

The Annual Convention Chairperson is responsible for the coordination and direction of the annual Convention for which he/she volunteers. The Chairperson shall be selected from volunteers who are familiar with the location of the Convention in question. The Annual Convention Chairperson may appoint active members to the Annual Convention Committee. The Annual Convention Committee Chairperson shall coordinate with the Convention Oversight Committee Chairperson

D. Awards Chairperson

The Awards Chairperson shall recommend to the Board of Directors candidates for the awards set forth in Section 8 of these Bylaws. The Board of Directors shall approve award recipients. If required, the Awards Chairperson may appoint active members to the Awards Committee, with the consent of the Board of Directors.

E. Merchandise/Sales Chairperson

The Merchandise/Sales Chairperson is responsible for handling all Highpointers Club items authorized to be sold by the Board of Directors; recommends items to be sold; recommends prices of items for sale; purchases items for inventory, with the prior approval of the Board of Directors; sells and safeguards inventory and accounts as directed by the Board of Directors; and does research to facilitate the best deal for the Highpointers Club from sales item manufacturers. If required, the Merchandise/Sales Chairperson may appoint active members to the Merchandise/Sales Committee, with the consent of the Board of Directors.

F. Highpointer Records Chairperson

The Highpointer Records Chairperson is responsible for the maintenance of Highpointers Club records as are appropriate. These records include, but are not limited to, Newsletters, forty-eight (48) and fifty (50) state highpoint completers, Club records, and other records of historical significance. It is anticipated that these records will be eventually maintained in the Club museum. For the efficient use of records and archived material, the Highpointer Records Chairperson may delegate other active members to maintain Club material and records. If required, the Highpointer Records Chairperson may appoint active members to the Highpointer Records Committee, with the consent of the Board of Directors.

G. Highpoint Liaison Chairperson

The Highpoint Liaison Chairperson is responsible for maintaining good relations between the Club and those persons or agencies who own the property at and around the state highpoints. It is especially important that the Highpoint Liaison Chairperson maintain contact with the owners of the privately owned highpoints. It is the duty of the Highpoint Liaison Chairperson to maintain access to the fifty (50) state highpoints. The Highpoint Liaison Chairperson shall recommend Club action to the Board of Directors that is appropriate to accomplish his/her mission. If required, the Highpoint Liaison Chairperson may appoint active members to the Highpoint Liaison Committee, with the consent of the Board of Directors.

H. Webmaster

The Webmaster is responsible for the maintenance and modification of the Official Highpointers Club website, www.highpointers.org. The Webmaster shall recommend changes to the Board of Directors for their approval. If required, the Website Chairperson may appoint active members to the Website Committee, with the consent of the Board of Directors.

I. Board Election Committee Chairperson

The Board Election Committee Chairperson shall be appointed from the Directors whose terms are not expiring with the next election. The Board Election Committee Chairperson is responsible for conducting the Board of Directors election according to Article 2.9 of these Bylaws. The Board Election Committee Chairperson shall appoint two (2) other Directors whose terms are not expiring with the next election to constitute the Board Election Committee.

J. Convention Oversight Committee Chairperson

The Convention Oversight Committee Chairperson is responsible for overseeing the activities of the Annual Convention Committees and verifying that these Committees are performing their duties in a responsible and accountable manner. The Convention Oversight Committee Chairperson is also responsible for executing the "Highpointers Club Convention Host Policies and Procedures Agreement," as defined by the Board of Directors, with the Annual Convention Chairpersons.

3.4 Other Appointees

The President may, with the consent of the Board of Directors, appoint active members to such positions as may be necessary or desirable. The appointee must be approved by a majority vote of the Board of Directors.

3.5 Power to Change

Directors may exchange duties. The Board of Directors may fill vacancies and replace appointees. Notice of any such change shall be given to the membership as soon as practical following such change. In order to remove a member of the Board of Directors, a Committee Chairperson, or a member of any committee, a two-thirds majority vote of the Board of Directors is required.

SECTION 4. COMMITTEES

4.1 Designation of Committees

A. Standing Committees

The Committee Chairpersons shall appoint, with the consent of the Board of Directors, the members of standing committees. The President shall appoint, with the consent of the Board of Directors, the members of special committees. The standing committees are:

Membership Committee, Newsletter Committee, Annual Convention Committee, Awards Committee, Merchandise/Sales Committee, Highpointer Records Committee, Highpoint Liaison Committee, Website Committee, Board Election Committee, and Convention Oversight Committee.

B. Special Committees

Special committees are those that are required at various times. Special Committees may be appointed for such objectives as the Board of Directors may designate, consistent with the purpose of the Highpointers Club. The President shall be a member of any committee appointed for the purpose of reviewing all or part of the Bylaws or proposing amendments to the Bylaws. Committee Chairpersons, where not designated by these Bylaws, shall be appointed by the President with the consent of the Board of Directors. At least one member of the Board of Directors shall serve on each committee. Committee members shall serve until discharged. The Board of Directors may at any time add active members to a committee and recall or replace any committee member as specified in Article 3.5 of these Bylaws. The Board of Directors may discharge committees not mandated by these Bylaws at any time.

4.2 Committee Reports

Each committee Chairperson shall report to and consult with the President and the Board of Directors as required to effectively discharge the duties of the committee. Each standing committee shall submit an annual report to the Board of Directors. Special committees shall submit periodic and/or final reports as determined by the Board of Directors.

4.3 Standing Committees

A. Membership Committee

The Membership Committee, of which the Treasurer shall be a member, shall assist in recruiting new members, and in welcoming and encouraging them to participate in Highpointers Club activities. The Membership Committee shall assist potential members in interpreting membership requirements. The Membership Committee shall receive, review and, upon verifying that all requirements are met, approve all applications for membership. The Membership Committee shall also receive, review and, upon verifying that all requirements are met, submit to the Awards Chairperson for final action, all applications for achievement recognition. The Membership Committee shall maintain a current address list of active and inactive members and provide a current mailing list to the Newsletter Editor prior to the mailing of each Newsletter.

B. Newsletter Committee

The Newsletter Committee shall publish and mail the Newsletter. Publication dates and subscription prices shall be determined from time to time by the Board of Directors.

C. Annual Convention Committees

Two Annual Convention Committees may be active at the same time; one committee for each of the next two Conventions. The Annual Convention Committee shall plan the annual Convention including the banquet and coordinate special activities. The Annual Convention Committee may call upon the Convention Oversight Committee for assistance as required.

D. Awards Committee

The Awards Committee shall determine candidates for awards to be granted to active members; shall submit award candidates to the Board of Directors for approval or disapproval; shall submit recommendations for award structure changes for approval by the Board of Directors; and determine prices for the various awards.

E. Merchandise/Sales Committee

The Merchandise/Sales Committee shall be responsible for recommending, to the Board of Directors for approval items to be sold by the Highpointers Club. Once approved, the Merchandise/Sales Committee shall acquire such items for inventory and offer them for sale in the Newsletter and on the Official Highpointers Club website. The Committee shall arrange to have available Highpointers Club merchandise for sale at each annual Convention.

F. Highpointer Records Committee

The Highpointer Records Committee shall maintain the official Highpoint List. Only the Board of Directors may make changes in the Highpoint List. The Highpointer Records Committee shall also maintain a list of forty-eight (48) and fifty (50) highpoints completion status and other records as the committee, President, or Board of Directors so specifies.

G. Highpoint Liaison Committee

The Highpoint Liaison Committee shall assist the Highpoint Liaison Chairperson in the execution of his/her duties.

H. Website Committee

The Website Committee shall assist the Webmaster in the maintenance and modification of the official Club website.

I. Board Election Committee

The Board Election Committee is responsible for conducting the annual Board of Directors election. Duties include, but are not limited to, assisting the Board Election Committee Chairperson in the execution of his/her duties, screening the nominees to ensure that they meet the requirements of Article 2.9 B. of these Bylaws, tallying the ballots, and ensuring that the election is conducted properly.

J. Convention Oversight Committee

The Convention Oversight Committee shall assist the Convention Oversight Committee Chairperson in his/her duties.

4.4 Committee Requirements

Meetings of standing and special committees shall be at the call of their respective Chairpersons and shall be scheduled so as to efficiently and effectively discharge their duties as designated by these Bylaws or as directed by the Board of Directors.

SECTION 5. FINANCES

5.1 Receipt of Funds

The Board of Directors may assess and collect dues from the membership. Voluntary contributions may be accepted and expended for supplies, equipment, refreshments, prizes, or other expenses provided such expenditures are consistent with the policies of the Highpointers Club. The Highpointers Club may assess reasonable fees, to be established from time to time by the Board of Directors, for the Newsletter and for other items such as pins, patches and other insignia, available for sale.

5.2 Fund Raising

Consistent with the policies or instructions of the Board of Directors, the Highpointers Club may conduct fund-raising and other activities that require members, as well as others, to pay a fee to participate. Money may not be raised by direct mail appeals.

5.3 Funding for Outings

Outings shall be conducted on an independent financial basis, except insofar as they are net fund-raising activities authorized by the Board of Directors and are consistent with the policies or instructions of the Highpointers Club and Board of Directors. Funds shall not be used for outings, except insofar as they are derived from outings; however, the Board of Directors may authorize the Treasurer to make monetary advances for the purpose of outings.

5.4 Bank Accounts

The Board of Directors may authorize the opening of checking and savings accounts, in institutions insured by the FDIC or FSLIC and in the name "Highpointers Club" and regulate withdrawals. If necessary to facilitate efficient operation of other Club Committee Chairpersons, the Treasurer may authorize opening of additional bank accounts. The Treasurer shall maintain records and statements of all checking and savings accounts. The Treasurer, the President, or their designees may sign checks and withdrawal requests. Upon a change of officers, new signature cards shall be signed and presented promptly to the appropriate financial institutions before checks can be signed or withdrawals made by the new officers. No signatory shall sign a check made payable to himself or herself.

5.5 Deposit of Funds

Unless otherwise specified by the Board of Directors, all monies received shall be deposited in Highpointers Club accounts as directed by the Treasurer.

5.6 Delegation of Authority

Subject to these Bylaws, the Board of Directors may delegate authority to committees and may authorize expenditures by committees, but the Board of Directors shall retain responsibility and control. Any committee so authorized must provide a proper accounting to the Treasurer and Board of Directors.

5.7 Prohibitions

Neither the Highpointers Club nor any entity thereof may borrow money.

5.8 Fiscal Year

The fiscal year shall be from January 1 through December 31 of a given year.

SECTION 6. HIGHPOINTERS LOGO, MEMBERSHIP ROSTER, AND HIGHPOINT LIST

6.1 Highpointers Club Logo

The official Highpointers Club logo, approved by the Board of Directors, shall be maintained and copyrighted by the Awards Chairperson. Any modifications to the logo must be approved by a two-thirds majority vote of the Board of Directors. Use of the logo for any purpose must be approved by the Board of Directors.

6.2 Membership Roster

The membership roster shall not be used for any commercial or charitable purpose without the approval of the Board of Directors. Further, members e-mail addresses shall not be used for any purpose outside of regular official Highpointers Club operations directly related to Highpointers Club business. Those persons receiving members email addresses shall keep them strictly confidential. The list of e-mail addresses shall not be provided to any other entity.

6.3 Highpointers Club Representation

Directors and Committee Chairpersons are authorized to speak and/or act on behalf of the Club and use the Club name in the execution of their duties. Other members must obtain permission of the President before any such action is taken.

6.4 Highpoint List

The Highpointers Club and its Highpoint Records Committee shall maintain an official Highpoint List. Any changes in the List approved by the Board of Directors during the preceding year shall be published in the first (1st) quarter Newsletter. Corrections in the Highpoint List, such as changes in altitudes, maps, etc., may only be made by the Board of Directors.

6.5 Recommended Additions and Corrections

Any active member may submit recommendations for additions/changes to the Highpoint List. Such recommendations shall be incorporated into the List to the extent practical and upon the approval of the Board of Directors. Changes in the List shall be included in the next Newsletter.

SECTION 7. RECOGNITION OF ACHIEVEMENT

7.1 Highpointers Patch

Any active member who has climbed any five (5) state highpoints is eligible to wear the official Club patch. Patches may be purchased from the Awards Chairperson or his/her designate upon submitting the correct remittance and a written list of highpoints climbed including dates of ascent.

7.2 Highpointer Pins

Active members who have climbed any twenty-five (25) state highpoints are entitled to wear the twenty-five (25) state Highpointers Pin. The Board of Directors shall also award Emblem Status to an active member who has climbed thirty (30) highpoints, with at least five (5) in each of four (4) geographical sections of the country. (See Appendix A for geographical section definition.) Members awarded Emblem Status shall be entitled to wear the thirty (30) state Highpointers Pin. A pin with a different design is available to active members who climb any forty (40) state highpoints. Upon completion of the forty-eight (48) contiguous state highpoints, a forty-eight (48) contiguous state pin is available. Upon completion of the fifty (50) state highpoints, the Highpointers Club will award a list completion pin at no charge. Pins may be purchased from the Awards Chairperson or his/her delegate upon submitting the correct remittance and a written list of highpoints climbed including dates of ascent.

7.3 List Completion and 48 Contiguous State Completion Plaques

The Board of Directors shall award List Completion Status to an active member who has climbed all fifty (50) highpoints in the United States and has submitted a written list of highpoints climbed including dates of ascent to the Awards Chairperson. The Highpointers Club also recognizes an

active member who has climbed the forty-eight (48) highpoints in the contiguous United States and has submitted a written list of highpoints climbed including dates of ascent to the Awards Chairperson. Members who are awarded List Completion Status or have climbed the forty-eight (48) contiguous states are eligible to purchase a plaque from the Awards Committee. Any member shall be awarded either the forty-eight (48) state plaque or the fifty (50) state plaque; both plaques will not be awarded to an individual member.

7.4 Criteria for Attainment of a Highpoint and List Completion

In order to claim reaching a state highpoint, one must place some part of his/her anatomy on the actual highpoint as recognized by the Highpointers Club. In rare cases, reaching an acceptable alternate location, as recognized and approved by the Highpointers Club Board of Directors, constitutes attaining that state's highpoint. List completion is recognized as reaching the highpoint of all fifty (50) states. The Highpointers Club also recognizes reaching the highpoint of the forty-eight (48) contiguous states.

SECTION 8. ANNUAL AWARDS

8.1 Vin Hoeman Award

The Vin Hoeman Award is made in recognition of distinguished overall service to the Highpointers Club. The Awards Committee shall put a call for nominations in the first (1st) quarter Newsletter. Any active member may nominate one active member or, in special cases, a couple, for the Vin Hoeman Award. Honorary Members are also eligible for this award. Nominations shall be secret and submitted only to the Awards Chairperson or his/her delegate. Recipients of this award shall be determined by a secret two-thirds majority vote of the Board of Directors from candidates submitted by the Awards Committee. The Vin Hoeman Award shall be presented at the annual membership meeting. It is not required that the Vin Hoeman Award be given each year nor is it limited to one individual in any one year. The Board of Directors shall maintain criteria for recipients of this award.

8.2 Frank Ashley Award

The Frank Ashley Award is made in recognition of significant volunteer service to the Highpointers Club in the year prior to the annual membership meeting. The Frank Ashley Award shall consist of a certificate of appreciation from the Highpointers Club signed by the President. The Awards Committee shall put a call for nominations in the first (1st) quarter Newsletter. Any active member may nominate an active member for the Frank Ashley Award by submitting the nominee's name to the Awards Chairperson. Honorary members are also eligible for this award. Nominations shall be secret and submitted only to the Awards Chairperson or his/her delegate. Recipients of this award shall be determined by a secret majority vote of the Board of Directors from nominees submitted to the Board by the Awards Chairperson. The Frank Ashley Award(s) shall be presented at the annual membership meeting. It is not required that the Frank Ashley Award be given each year nor is it limited to one individual in any one year. If warranted, multiple awards are encouraged. The Board of Directors shall maintain criteria for recipients of this award.

8.3. Paul Zumwalt Award

The Paul Zumwalt Award is made in recognition of significant volunteer service by a non-member of the Club to a highpoint or the Highpointers Club in the year prior to the annual membership meeting. The Paul Zumwalt Award shall consist of a certificate of appreciation from the Highpointers Club signed by the President. The Awards Committee shall put a call for nominations in the first (1st) quarter Newsletter. Any active member may nominate a non-member for the Paul Zumwalt Award. Nominations shall be submitted only to the Awards Chairperson or their delegate. Recipients of this award shall be determined by a majority vote of the Board of Directors from nominees submitted to the Board by the Awards Chairperson. The Paul Zumwalt Award(s) can be presented anytime during the year. It is not required that the Paul Zumwalt Award be given each year nor is it limited to one individual in any one year. If warranted, multiple awards are encouraged. The Board of Directors shall maintain criteria for recipients of this award.

8.4. Jack Longacre Award

This is the highest honor that can be bestowed on an individual by the Highpointers Club. The Board of Directors may elect Jack Longacre Award recipients by a secret unanimous vote in recognition of individuals who have provided sustained exceptional service to the Highpointers Club. In order to qualify for this award, a nominee must have been previously awarded the Vin Hoeman Award. Any active member may nominate an active member for the Jack Longacre Award. Nominations shall be secret and submitted only to the President. This honor must not be taken lightly and it is anticipated that very few of the Highpointers Club members will qualify to be so honored. The maximum permissible living Jack Longacre Award recipients shall be limited to ten (10) persons. Jack Longacre Award recipients are considered active members for life, are exempt from paying dues, and are entitled to vote and hold office.

8.5 Special Awards

The Board of Directors may make special awards. The Awards Committee may make recommendations for special awards to the Board of Directors.

SECTION 9. PROCEDURAL MATTERS

9.1 Interpretation of Bylaws

The Board of Directors shall decide all questions as to the construction or interpretation of these Bylaws. Appeals from such decisions may be made to the Board of Directors to be resolved at the annual business meeting. All procedures not prescribed by these Bylaws shall be in accordance with Roberts' Rules of Order, revised.

9.2 Amendments

Any active member may submit a proposed Bylaw amendment to the President for consideration by the Board of Directors. A two-thirds majority vote of the Board of Directors is required to approve an amendment. At their discretion, the Board of Directors may submit a proposed Bylaw amendment to the membership for a vote. If any Bylaw amendment, approved by the Board of Directors, is contested by the membership, that amendment shall be submitted to the membership for a vote if a petition to such effect, signed by at least five percent (5%) of the active members, is submitted to the President within sixty (60) days of the approved amendment appearing in the Club Newsletter.

9.3 Notification of Amendments

If these Bylaws are amended, the membership shall be notified by publication of such amendment, or a summary thereof, in the next issue of the Newsletter.

APPENDIX A. GEOGRAPHICAL SECTIONS

Geographical sections as defined for the purposes of selecting annual meeting locations and Emblem status are as follows:

| Northeast | South | Midwest | West |
|------------------|----------------|----------------|-------------|
| Connecticut | Alabama | Illinois | Alaska |
| Delaware | Arkansas | Indiana | Arizona |
| Maine | Florida | Iowa | California |
| Maryland | Georgia | Kansas | Colorado |
| Massachusetts | Kentucky | Michigan | Hawaii |
| New Hampshire | Louisiana | Minnesota | Idaho |
| New Jersey | Mississippi | Missouri | Montana |
| New York | North Carolina | Nebraska | Nevada |
| Pennsylvania | Oklahoma | North Dakota | New Mexico |
| Rhode Island | South Carolina | Ohio | Oregon |
| Vermont | Tennessee | South Dakota | Utah |
| West Virginia | Texas | Wisconsin | Washington |
| | Virginia | | Wyoming |

