



**CONSTITUTION AND BY-LAWS
OF
The Boeing Employees' Alpine Society**

CONSTITUTION

Preamble: We, the members of the Boeing Employees' Alpine Society, do organize for the mutual pleasure and recreation in mountaineering.

ARTICLE I NAME

Section 1 We shall be known as Boeing Employees' Alpine Society and by the acronym BOEALPS.

ARTICLE II MEMBERSHIP

Section 1 Membership shall be open to the following without regard to race, color, religion, national origin, gender, sexual orientation, gender identity, age, physical or mental disability, or veteran status.

- a. Boeing employees and retirees.
- b. Spouse and eligible dependent children (as defined by Boeing benefit guidelines) and domestic partners as defined by The Boeing Company of Boeing employees and Boeing retirees.
- c. Government, customer, vendor and contract personnel stationed at or exclusively serving The Boeing Company, who carry a Boeing badge, and their spouse and dependents.
- d. Certain limitations may be imposed by the company on participation for other than company employees based on available staff, facilities and budgets.

Section 2 Annual dues shall be established by the Executive Board on a year to year basis and subject to approval by the membership.

ARTICLE III OFFICERS

Section 1 The officers of BOEALPS shall consist of a President, Vice President, Secretary, Treasurer and Past President. The Treasurer of the club executive board must be an active Boeing employee. Eligible candidates for President, Vice President, and Secretary of the executive board may be an active Boeing employee or a retiree of The Boeing Company.



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ARTICLE IV DUTIES OF OFFICE

Section 1 The office of President shall:

- a. Preside at all BOEALPS Executive Board meetings.
- b. Be the chairperson of the Executive Board.
- c. Call extra Board meetings, appoint committees not otherwise provided for and fill board vacancies as specified.
- d. Perform such other duties as the office may require.
- e. Perform the duties of the Vice President in their absence.
- f. Review the monthly bank statement with the Treasurer.

Section 2 The office of the Vice President shall:

- a. Oversee and coordinate the efforts of all major committees.
- b. Perform the duties of the President in their absence and succeed to that office in case of emergency.

Section 3 The office of the Secretary shall:

- a. Keep minutes of all Executive Board meetings and other business meetings.
- b. Maintain an up-to-date roster of members.
- c. Notify members of all club meetings as specified.
- d. Maintain all required documents of the club.

Section 4 The office of the Treasurer shall:

- a. Keep an accurate account of all financial transactions of the organization.
- b. Be responsible for all funds of the organization and receive and disburse all money subject to the will of the Executive Board.
- c. Ensure that disbursements are made by check only. A checking account will be set up and no check will be honored by the bank for payment unless signed by the Treasurer, such signature to be countersigned by the President.
- d. Maintain accounts and render monthly financial statements of the organization at the Executive Board Meeting.
- e. All financial records shall meet specifications set by Boeing Recreation.
- f. Review the monthly bank statement with the President.
- g. Review the financial records with an officer or club member upon request.



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- Section 5 The office of the Past President shall:
- a. Ensure the transition occurs between the previous year Executive Board and the current year Executive Board.
 - b. Ensure the continuation of tasks and projects undertaken by the previous Executive Board are reviewed.
 - c. Maintain and update, as required, all contents of the BOEALPS Board Handbook. Ensure that the Handbook is passed on to next year's Past President.
- Section 6 The Boeing Company shall provide a Recreation Advisor who shall serve as an ex-officio member of the Executive Board.

ARTICLE V ELECTION OF OFFICERS

- Section 1 The offices of President, Vice President, Secretary and Treasurer shall be filled by election at the regular General Meeting in September.
- Section 2 Nominations for officers of the organization shall be made by a three-person Nominating Committee appointed by the President at the July Executive Board meeting.
- The Nominating Committee shall present a list of nominations to the BOEALPS membership to be voted upon at the regular General Meeting in September.
- Section 3 No person is eligible to hold office that is not a dues paying member of BOEALPS.
- Section 4 No member is eligible to hold more than one elective office at a time or be retained in office more than two successive term limits. The length of a term is defined as one fiscal year.
- Section 5 Only one member of a family, the active Boeing employee or Boeing retiree, at a time is eligible to hold the office of President, Vice-President, Secretary or Treasurer. This applies to the appointed voting members of the Executive Board.
- Section 6 All elections shall be by secret ballot.
- Section 7 Office vacancies of the President, Vice-President, Secretary and Treasurer must be filled within 60 days of vacancy either by appointment by the Executive Board or special election.



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Section 8 No officer or trustee shall receive any salary or wages by reason of office.

ARTICLE VI COMMITTEES AND BOARDS

Section 1 There shall be an Executive Board and 5 major committees.

Section 2 Executive Board

- a. The President, Vice-President, Secretary, Treasurer and Past President shall constitute the Executive Board.
- b. The Executive Board shall decide on all expenditures, promotion of activities, appointment of committees, and the general government of the organization.
- c. The Executive Board shall meet once a month. This requires that a quorum of the Executive Board be present for any motion and voting.

Section 3 Committees

The BOEALPS major committees shall be the Membership, Activities, Education, Equipment, and Publications Committees.

Subcommittees to the major committees may be formed at any time to carry out the various phases of the club activities.

- a. Membership Committee
 - i. The Membership Chair shall provide information about the organization to prospective and new members.
- b. Activities Committee
 - i. The Activities Committee shall consist of a chairperson and include subcommittees for Programs, Summer Climb Series, and Winter Climb Series.
 - ii. The Activities Committee shall promote and coordinate overall club activities. These shall include climbing, ski mountaineering, hiking and other special activities as determined by the chairperson, the Executive Board and the membership.
- c. Education Committee



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- i. The Education Chair shall arrange for and coordinate delivery of seminars and classes on topics such as Avalanche Awareness, Weather, Ice Climbing, Ski Mountaineering and any other seminars or classes the club promotes.

- d. Equipment Committee
 - i. The Equipment Committee shall consist of a chairperson and additional members appointed by the chairperson to maintain all club owned equipment and the library in specific geographical locations as defined in the Operating Procedures.
 - ii. The Equipment Chair shall maintain an accurate inventory and location for all club equipment at all times, and the appointed Librarian shall maintain an accurate inventory and location of all club library items at all times.

- e. Publications Committee
 - i. The Publications Committee shall consist of a chairperson (to be the Vice President of the Executive Board), editors and webmasters to be appointed by the Executive Board.

ARTICLE VII MEETINGS

- Section 1 Regular meetings shall be held according to the schedule defined in the club's operating procedures.

- Section 2 Special meetings may be called at any time as determined by the President.

- Section 3 All Meetings will be conducted in compliance with Roberts Rules of Order.

ARTICLE VIII AMENDMENTS

- Section 1 This Constitution may be amended by the submission in writing of a proposed amendment at any regular or special meeting of the organization. The proposal shall be received and acted upon at the next succeeding regular meeting of the organization at which there shall be a quorum present (present is defined as in person, or via virtual meeting method).



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- Section 2 Amendments may be acted upon at the announced meeting or by mail ballot. A two-thirds majority of the members present at the meeting or responding by mail ballot shall be required to adopt an amendment.
- Section 3 Written notice of the meeting shall be given three weeks prior to the meeting at which the amendment is voted upon.
- Section 4 All proposed amendments to this Constitution and By-Laws shall be submitted to Enterprise Recreation for clearance before a vote by the membership.



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BY-LAWS

ARTICLE I QUORUM

Section 1 A quorum shall consist of fifteen percent (15%) of the paid membership in attendance at the time of a vote.

ARTICLE II GENERAL PROVISIONS

Section 1 Property or equipment purchased by BOEALPS with BOEALPS funds shall be considered club property and not the property of any individual member or group of members.

Section 2 The fiscal year for Boeing Employees' Alpine Society shall be from January 1 to December 31 inclusive. All budgeting and financial accounting shall be rendered on this basis.

Print Name: MATT MITCHELL Sign Name: *Matt Mitchell* Date: 04/06/2011
Club President

Print Name: EUELYN L. Alexander Sign Name: *E. L. Alexander* Date: 4/6/2011
Enterprise Recreation Staff
The Boeing Company