

Sedona Westerners General Membership Meeting September 8, 2016

Trail Boss Jim Warren called the meeting to order at 7:02 PM. The minutes of the General Membership Meeting of April 4, 2016 were approved as posted. After welcoming new members and guests and asking them to introduce themselves, Jim called on the officers to make their reports.

Jim asked Jerry Walters and Andy Beeler to come up to the front of the room. He presented them with the badges that mark their **Honorary Membership**, a status given to members "who have been members for ten or more years and have significantly contributed to the welfare of the club through service to the Club as Board Members for four or more years." Cathy Lutz was also granted Honorary Membership, although she was not able to be present at the meeting.

Officer Reports:

Foreman's Report (Gretchen Yager) (Detailed report at the end of the minutes)

Starting Cash Balance	\$3, 836.55
Income	3,073.00
Expenses	1, 346.63
Ending Cash Balance	5, 562.92

Gretchen reported that the finances of the club are in good shape for the coming year and that the Board of Directors will further study the projections for the future after the first of the new year.

Roundup Boss (Barbara O'Connor for Louise Osborn)

Wagon Boss Barbara O'Connor stepped in to make the report for Louise Osborn who could not be present. She thanked all who had agreed to write articles for the Red Rock News. Paul Cooley has been writing up the articles on speakers to the monthly general membership meetings for the Red Rock News. He has stepped down after providing this valuable service to the club. Any one interested in stepping in for him should contact Barbara O'Connor.

Ranger (Paul Sullivan):

Officers of the club have been working with the Forest Service to get permission to receive special training to do brushing (light trail grooming) on the system trails with which the hike bosses are so familiar. Working with the Forest Service, club officers will be coming up with a training program for hike bosses and other

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members to do supervised light trail grooming. This is a major step for the club and will include special insurance from the Forest Service for those involved.

Paul is seeking a volunteer or two to participate in a workshop sponsored by the Sedona Red Rock Trail Fund. The workshop will form a Red Rock Sustainable Work Group to explore strategies to provide sustainable funding for the trails. If you are interested, you are invited to contact Paul Sullivan.

Cliff Walker (Paul Cooley)

Paul has prepared an outline of etiquette for sensitive archaeological sites. Once approved by Trail Boss Jim Warren, the outline will be distributed to the hike bosses for the general information of club hikers.

Paul noted that Travis Bone will no longer be the District Archaeologist for the US Forest Service in Sedona. A new person will be appointed. Jim also asked that any unusual activity on the trails observed by club members should be reported to Paul Sullivan.

Sunbeam (Karen Schudson)

The report is attached below. While hard at work as our Sunbeam, Karen will not return to Sedona until next month, but her report appears below. Cards were sent to the following members:

Get well cards:

Barbara Lewis, Len Ostrom.

Condolences to David Singer (former Trail Boss and Honorary Member) on the death of his wife Yvonne; Helen Ducharme on the death of her mother (6-22-16), and Joanne Makielski on the death of her father (7-29-16); Liz Sweeney on the death of Bill Sweeney's sister.

Congratulations on their 50th Anniversary: John and Debby Losse

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Prospector (Kevin O'Connor)

152 members have signed up including 20 new members. An additional 20 memberships are in process, so the membership appears to be on target.

Historian (Janet Wheeler)

Janet brought three former scrapbooks to the meeting for members to peruse. She will follow last year's model done by John Losse and create the scrapbook online using Shutterfly. She requested that members send her photos of Westerner hikes. They should set up a free account on Drop Box and let Janet know so that they can share an account. She will retrieve photos that they have posted on their Drop Box account. She would greatly appreciate it if members who post photos can add the names of the hikers to the photos unless it is a large group shot.

Hike Bosses Reports (Details at end of minutes)

Rough Rider Boss or Cactus Dodger (Brad Bell)

Brad explained that the Rough Riders is for experienced hikers in good physical shape able to hike two to three miles an hour. The first hike will be on Saturday September 10 to Bear Jaw Abineau, over 8 miles and 2,000 CEG. September 17 will be Kendrick Mountain in Flagstaff, a nine-mile hike and 2,460 CEG.

Drover Boss (Bert McLean)

Drover hikes are generally on Sunday afternoon from 1-4 or so. They are hikes of 3-5 miles. September 11 will include a hike to Doe Mountain, September 18 to Jordan Pass/Cibola. Bert is looking for a hike assistant. Please contact Bert if you are interested.

Ambler Boss (Scott McFeely)

Ambler hikes are generally 4-6 miles, with the average at 5 miles. The first hike was September 8 to Kelly Canyon with Hassan Hosseini leading. Cathy Lutz will lead the hike to Baldwin Trail on September 15, and Scott McFeely to West Fork on September 22.

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Tracker Boss (Everett Davidson)

Everett reminded members that Tracker hikes are educational and may or may not involve hiking. Trips to historical, archaeological, or geological sites may be involved. The first hike, Wednesday, September 21, will involve Astronomy. AJ Cook will speak to members about astronomy and have them look through his telescope. On October 12, members will travel to Riordan Mansion and the Lowell Observatory. Montezuma Castle and Well will be featured on November 19. Members must sign up for Tracker hikes as participation is limited.

Dogie Boss (Dave Vanderwater)

The Dogie hikes occur on Tuesday and are typically between 5 and 7 miles. Don Kling led the hike to Kelly Canyon on September 6 and Bill Birkeland tailgated. On September 13 they will do Voltee Arch to Sterling Pass. If you have a high-clearance vehicle and intend to hike, please consider driving as several high-clearance vehicles are needed. On Tuesday, September 20 the Dogies will hike the Kachina Trail at the Snowbowl.

Mustang Boss (Tom Yager)

Tom bequeathed the umbrella presented to him last year because of the number of cancelled hike days due to rain to Dave Vanderwater since the rain is a Dogie problem. We certainly hope that the rain does not follow Tom to the Mustangs.

The Mustangs are halfway between the Dogies and the Rough Riders in terms of difficulty. The first hike was on September 8 to Hangover. An early start made for an early return. On September 15 they will go to Bear Jaw Abineau and on September 22 to Wet Beaver Creek.

Rustler Boss (Al Barton)

The Rustlers are the newest hiking group, established last year. They are a bit faster than the Amblers and hike on Saturday mornings. Saturday, September 10 will take them on the Old Stage Route in the VOC for a distance of four miles.

Chuck Wagon Boss (Perlina McCombs)

Perlina thanked the following members for bringing snacks:

Linda Schermer, Janet Wheeler, Brad Bell, Paul Cooley, Al Barton, Linda and Jim Warren, Scott McFeely, Debby Losse, Dave Vanderwater.

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She asked members to volunteer to bring snacks for the November meeting. The Cookout will take place on October 13 (Thursday). Perlina seeks volunteers to bring the various salads for the picnic: potato, broccoli, fruit.

Jim reminded the members that there are 35 Sedona Westerner hats left. Members may purchase them at the cookout.

Unfinished Business

Jim outlined the process for the revision of the bylaws. The revisions had been presented at the April General Membership Meeting as required by the bylaws. The vote was then scheduled for the September meeting. Many of the revisions were to clarify existing practice but one substantive change was to return the name of the governing board from Executive Committee--comprised of Trail Boss, Immediate Past Trail Boss, Wagon Boss, Prospector, Foreman, Wrangler, Chuck Wagon Boss, Top Hand 1 (Actively Hiking Honorary Member), Top Hand 2 (a former Trail Boss), Top Hand 3 (actively hiking member at-large), Cactus Dodger, Ambler Boss, Mustang Boss, Drover Boss, Rustler Boss, Tracker Boss, Dogie Boss--to Board of Directors as it had been at the outset of the club. Currently there is a distinction between the elected officers who are eligible to vote (Executive Committee) and the appointed officers: Historian, Ranger, Cliff Walker, Lookout, Point Rider, Round-up Boss, and Sunbeam who are not eligible to vote (Board of Directors). This revision makes for a smaller governing board that will be called the Board of Directors, more typical of organizations. The appointed officers are not on the board as constituted but may be invited to attend a Board of Directors meeting at the discretion of the Trail Boss.

Jim O'Brien requested that the question of membership on the Board of Directors be revisited to include the position of Ranger.

The motion to approve the revised bylaws was moved and seconded. The motion carried. (Document attached to the April 14, 2016 General Membership Meeting.)

Break

Speaker. Wagon Boss Barbara O'Connor introduced the speaker, cowboy poet Michael "Coyote" Peach. He is a native Arizonan with a BA in Philosophy and MFA in Theatre. He performs at the Sedona Heritage Museum. His books are available at the museum. He began by spinning tales about Coyote, Rabbit, and Mountain Lion. We thank him for bringing the history of the Southwest alive with poems recited about our state and beyond.

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The meeting was adjourned at 9:00 PM.

Respectfully submitted,

Deborah Losse, Wrangler

Attachments: Detailed Foreman's Report
Approved Bylaws

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Foreman's Report - 09/01/2016

	<u>This Season</u>
Starting cash balance	\$5,266.54
Income	
Dues: cash/check	\$1,260.00
Dues: Paypal	\$1,800.00
Misc. Income	\$13.00
Total Income	\$3,073.00
Expenses	
Insurance	\$2,362.03
Spring Cookout	\$ 0.00
Fall Cookout	\$ 0.00
Holiday Party	\$ 0.00
PayPal Fees	\$ 71.10
Meeting Room Rental	\$ 100.00
Sunbeam	\$ 0.00
Chuck Wagon (meetings)	\$ 0.00
Honorarium	\$ 0.00
Nametags	\$ 55.99
Historian	\$ 99.00
eMail services	\$ 22.50
Miscellaneous	\$ 66.00
Total Expenses	\$2,776.62
Ending cash balance	\$5,562.92

* Reporting period is Aug 1, 2016 to Aug 31, 2016

BYLAWS

(Approved 9/8/2016)

Article 1 (Indemnification)

To the extent of insurance coverage under any policy of the Club, the Club shall indemnify any officer or director for any liability arising out of any action taken on behalf of the Club within the scope of authority of such officer or director.

Article 2 (Exclusions from Purpose)

It shall not be the purpose of the Club to engage in any activity that will promote or favor any commercial, political or special interest group, except when an action is necessary to protect the interests of the Club's regular activities as determined by a majority vote of the members present at a General Membership Meeting, following a Board of Director's decision on such an action. Any member of the Club may bring up a question of a need for such an action at a General Membership Meeting, which shall then be referred to the Board of Directors for an expression of their opinion before any vote is held by the general membership.

Article 3 (Membership)

Any adult (minimum: 18 years of age) shall be eligible for Club Membership. General Club Membership shall be renewable annually.

Honorary Membership may be granted by the Board of Directors to individuals who have been members for ten or more years and have significantly contributed to the welfare of the club through service to the Club as an elected or appointed officer for four or more years.

All members, General and Honorary, are entitled to vote at all General Membership

Meetings. All active members, General and Honorary, are required to execute a Release of Liability waiver statement on an annual basis along with a review of the recommended material. A List of Officers shall be made available to all members. The full Membership Roster of the Club shall not be generally available. However, the Roster shall be available to the Board of Directors and may only be used for official

Club sanctioned purposes.

Every member of the Club shall familiarize one's self with the Club's Hiking Rules and the Forest Service's Archaeological Site Guidelines and shall abide by them. The Club will make both the Hiking Rules and the Archaeological Site Guidelines available to each member.

Article 4 (Guests)

The Sedona Westerners require non-members wishing to participate in scheduled hikes to become members by paying the current annual dues and signing a Release of Liability waiver. On occasion, non-members may be invited by the Club leadership to provide instruction, education, or assistance as part of a scheduled hiking activity. Invitation may be recommended by a member of the Board of Directors and must be approved by the Trail Boss. Annual dues will be waived for these individuals to participate in a designated hiking activity, but a completed and signed Release of Liability Waiver will be required.

Article 5 (Dues)

The annual dues shall be payable by the first Club meeting in September or at any time thereafter that a member begins to participate in Club activities. Honorary Members are granted a lifetime exemption from the payment of dues. The amount of dues shall be set from year to year by the Board of Directors.

Article 6 (General Membership Meetings)

General Membership Meetings are regularly scheduled for the second Thursday of the following months: September, November, January, February, March and April. A General Membership Meeting can be opened at the fall and/or spring cookouts at the discretion of the Trail Boss. The time and location of the aforesaid meetings shall be made known to the membership and special notice will be given for any meetings where voting will take place.

Article 7 (Voting)

At any General Membership Meeting, a simple majority of those members present shall be required for a motion to be passed.

Article 8 (Anticipated Recurrent Club Activities)

Though the Club's activities may be changed from year to year to reflect the needs and interests of the membership the following are anticipated: Hiking for a variety of abilities, General Membership Meetings, October and May Cookouts, and a Holiday Party. General Membership Meetings may include a business meeting and a program with a guest speaker. When deemed necessary the October and May Cookouts may include a General Membership Meeting for business purposes.

Article 9 (Classes of Officers)

Officers shall be either Elected or Appointed. The titles of Club Officers shall be in keeping with the Western vernacular as indicated in Article 10.

Article 10 (Titles and Terms of Elected Officers)

The term of office for Elected Officers shall be one year, except for Top Hands who shall serve for three years. The term of office shall begin with the current Trail

Boss's adjournment at the May Cookout. All Elected Officers serve on the Board of Directors.

The following are the Elected Officer positions:

Trail Boss - President and Chair of the Board of Directors

Wagon Boss - Vice-President and Program Chair

Cactus Dodger - Coordinator of Rough Rider Hikes

Dogie Boss - Coordinator of Dogie Hikes

Ambler Boss - Coordinator of Ambler Hikes

Mustang Boss - Coordinator of Mustang Hikes

Rustler Boss - Coordinator of Rustler Hikes

Drover Boss - Coordinator of Drover Hikes

Tracker - Coordinator of Special Hikes

Wrangler - Secretary

Foreman - Treasurer

Prospector - Membership Chairperson

Chuck Wagon Boss - Coordinator of Social Activities and Refreshments

Top Hand #1 - Director (Actively Hiking Honorary Member)

Top Hand #2 - Director (A former Trail Boss)

Top Hand #3 - Director (Actively Hiking Member At-Large)

Article 11 (Duties of Elected Officers)

The duties of Elected Officers are described below:

Trail Boss (Club President and Chair of the Board of Directors) The Trail Boss is responsible for the overall direction of Club activities, including Hiking Programs, Cookouts, Holiday Party, and relationships with other agencies or organizations. The Trail Boss shall designate one or more member(s) to conduct the annual audit of the Club's financial records after the May cookout. The Trail Boss (or the Foreman) shall be authorized to sign checks for the Club up to a limit of \$500 - over \$500, both signatures shall be required. The Trail Boss shall designate a member to be the registered statutory agent who is responsible for submitting the required documents to the Corporation Commission. The Trail Boss shall also propose a replacement for any position vacated during his or her term of office to the Board of Directors for approval and appointment. The Trail Boss shall prepare the agenda and preside over all Club functions. The Trail Boss shall submit designees for Appointed Officer positions, and the Chair of the Nominating Committee, to the Board of Directors for approval. The Trail Boss shall be responsible for ensuring that the Club-sanctioned hiking schedule for the upcoming season is available to the membership by the September meeting. The Trail Boss may appoint a social committee to assist in organizing the Holiday Party and cookouts. The duties of the committee include collecting the required funds, scheduling crews for setup,

cleanup, serving, cooking and other duties necessitated by these special events. The committee will collect funds and maintain the roster for those committed to attend and turn these funds over to the Foreman. It is recommended that the committee be chaired by a current or past member of the Board of Directors.

Immediate Past Trail Boss serves on the Board of Directors providing counsel.

Wagon Boss (Club Vice-President and Program Chair) The Wagon Boss arranges for the programs at the General Membership meetings and, optionally, at the October and May cookouts. In the temporary absence of the Trail Boss, the Wagon Boss shall conduct scheduled meetings and otherwise assume the duties of the Trail Boss. In the event that the Trail Boss position shall become vacant during the year, the Wagon Boss shall be elevated to Trail Boss.

Hike Bosses (Coordinators of Hiking Groups) Cactus Dodger, Dogie Boss, Drover Boss, Ambler Boss, Mustang Boss, Rustler Boss and Tracker. Hike Bosses are responsible for the planning and implementation of their respective hiking programs. Hike Bosses are also responsible for ensuring that each hike has a Leader who is well versed in the Club's Hiking Rules, and a Tailgater, that every hiker has executed the Release of Liability waiver statement, and that every hiker is aware of the Club's Hiking Rules. This responsibility includes the authority to exclude participation by any member or guest in any hike, in accordance with the Club guidelines. Hike Bosses may delegate these responsibilities, including the right to exclude participation on any hike, to the Leader assigned to lead the hike. Hike Bosses (or Hike Leaders in their absence) are responsible for filling out incident reports for any and all events on hikes that warrant documentation.

Wrangler (Secretary) The Wrangler prepares the minutes of the scheduled monthly meetings, Board of Directors meetings, and records any significant occurrences at the Cookouts and the Holiday Party.

Foreman (Treasurer) The Foreman keeps a record of all funds received and disbursed, handles banking matters, provides a financial report for presentation at the General Membership Meetings, completes an annual financial statement and promptly files any and all appropriate federal and state tax forms. One or more members, to be designated by the incoming Trail Boss, shall audit the Foreman's records annually. The Foreman, as well as the Trail Boss, shall be authorized to sign checks for the Club. Only one signature shall be required up to a limit of \$500 - over \$500, both signatures shall be required.

Prospector (Membership Chair) The Prospector collects dues and required funds for Club functions and merchandise not otherwise handled by a special committee. The funds are turned over to the Foreman. In addition, the Prospector maintains and updates the Membership Roster, along with a file of executed Release of Liability waiver statements, and the completed sign-in sheets from every Club hike. Prior to the start of the hiking season the Prospector shall provide the names of current members eligible for Honorary Membership to the Trail Boss.

Chuck Wagon Boss (Social Activities Coordinator) The Chuck Wagon Boss takes responsibility for providing refreshment at the General Membership Meetings. The Chuck Wagon Boss coordinates, in collaboration with the Trail Boss and social committee, the refreshment and food services at the Holiday Party and the Cookouts.

Top Hands The three Top Hands, (also identified as “Directors” to satisfy the requirements of the Corporation Commission) serve as voting members on the Board of Directors. Individuals elected to serve as Top Hands are expected to have a perceptive understanding of the Club’s Constitution, Bylaws, Hiking Rules, and all Club practices and policies. Top Hands may concurrently hold an Appointed Officer position.

Assistants to Elected Officers: Any Elected Officer needing help with the requirements of their office may designate an assistant.

Article 12 (Board of Directors)

The Board of Directors is the Governing Body of the Club. The Board of Directors shall be composed of the Elected Officers of the Club, plus the Immediate Past Trail Boss. The Trail Boss shall call meetings of the Board of Directors. Additionally, meetings of the Board of Directors may be called by the Trail Boss at the request of any three Board of Directors members acting in unison. For voting purposes, a quorum shall be constituted by the presence of two-thirds of the Board of Directors members.

Article 13 (Scope of Authority of the Board of Directors)

The Board of Directors is solely responsible for establishing Club dues, formulating the Club’s Hiking Rules, and for the planning and direction of all Club activities. A majority of those present at a General Membership Meeting may vote to refer any matter back to the Board of Directors for reconsideration.

A majority vote shall be required for a motion to be passed at all meetings of the Board of Directors, provided that the quorum requirement has been satisfied.

Club officer positions and their responsibilities may be revised to meet the changing needs and interests of the membership. Any such changes shall require a majority vote of the Board of Directors followed by an appropriate amendment to the Bylaws requiring a majority vote of the members present at a General Membership Meeting.

Article 14 (Nominating Committee)

By the February General Membership meeting of each year, the Trail Boss, subject to the approval of the Board of Directors, shall appoint the Chair of the Nominating Committee. The Chair of the Nominating Committee shall appoint two or more additional committee members. The Nominating Committee shall function to determine nominees for each elective office, secure their acceptance of the nomination, and present the nominees at the General Membership Meeting in March. At the April General Membership Meeting, the Nominating Committee Chair will conduct the election proceedings, soliciting nominations from the floor in addition to those presented by the Committee, and then preside over the voting process.

Article 15 (Title and Duties of Appointed Officers)

The following are the Appointed Officer positions, with a one-year term of office for all positions with the exception of the three Forest Service liaison positions (Ranger, Lookout, Cliff Walker), each of which carries a two-year appointment.

Roundup Boss (Public Relations Chair) - The Roundup Boss arranges for the preparation of the Sedona Westerners article to appear each week in the "Sedona Red Rock News."

Historian - The Historian, the "keeper" of the Club's historical documents, collects and preserves newspaper articles, pictures, and other memorabilia to add to the Club Archives.

Ranger (Liaison to the Red Rock Ranger District) - The Ranger is the overall "Ambassador" of the Club to the local US Forest Service office, and conducts negotiations as needed. Term of office is two years.

Lookout (Coordinator of the Emergency Assistance Team) - The Lookout organizes the Club volunteer members who shall be available to provide emergency assistance to the Forest Service - as requested by the Forest Service Staff Officer for Volunteer Services. Term of office is two years.

Cliff-Walker (Coordinator of Cultural Resources Education) - The Cliff-Walker is the "Ambassador" of the Club, specifically to the archaeological personnel of the Coconino National Forest, and arranges for cultural-heritage experiences for Club

members. In addition, the Cliff-Walker provides consultation to Hike Bosses and Leaders on teaching proper site etiquette. Term of office is two years.

Point-Rider (Website Maintenance Manager) - The Point-Rider maintains the Sedona Westerners website under the direction of the Trail Boss.

Sunbeam (Counselor) - The Sunbeam sends appropriate messages of cheer or sympathy to members.

Assistants to Appointed Officers: Any Appointed Officer needing help with the requirements of their office may designate an assistant.

Article 16 (Exemption for Past Trail Bosses)

Past Trail Bosses shall be honored at the May Cookout and his or her cookout fee shall be waived.

Article 17 (Amendments or Changes to the Bylaws)

Any Club member may propose changes to the Bylaws. A proposed change to the Bylaws shall be presented as an informational item to the Club Membership in written form at a General Membership Meeting. It will then be discussed and voted on at the next general membership meeting and become effective upon approval by a majority of the members present.

