

THE PRESCOTT CORRAL OF WESTERNERS INTERNATIONAL

- BYLAWS -

ARTICLE I

Name

The Prescott Corral of Westerners International.

ARTICLE II

Object or Purpose

The Prescott Corral of Westerners International is non-profit and is organized for educational purposes by which it promotes interest in the history and culture of Western North America. The Prescott Corral disseminates knowledge about Western North America through regularly held meetings at which lectures are presented by knowledgeable experts, through field trips to historic locations in Arizona, through study groups and through published materials.

The Prescott Corral is dedicated to:

- A. Preserving historic subjects of the West which may be otherwise lost.
- B. Conducting research and developing a permanent record of the lore, traditions, historic explorations, prehistoric and present people of the West.
- C. Perpetuating and preserving this knowledge through education, oral and video histories, presentations, and writings.
- D. Promoting interest in the history and culture of the frontier experience.
- E. Sponsoring and conducting organized programs, studies and educational activities.

Fiscal Identification

- A. The term of office for Officers and the fiscal year shall be from January 1 through December 31.
- B. The Prescott Corral is incorporated under the laws of the state of Arizona as a non-profit organization and has been afforded Federal tax exempt status by the Internal Revenue Service under section 501(c)(3) of the Internal Revenue Code. Accordingly, contributions made to the Corral are deductible on the donor's Federal tax return in the year in which the donation is made.

ARTICLE III

Membership

Membership in the Prescott Corral shall be open to persons sincerely interested in the history and traditions of the West regardless of race, creed, color, marital status, sex or national origin. The term "West" is broadly used to cover the geographic area West of the Mississippi River.

- A. A prospective member shall be required to pay dues for the current year to be considered a member

in good standing.

- B. Members shall pay dues on the basis of the calendar year. Dues will be reviewed and established annually by the Posse. Dues must be paid by February 1st of each year. A member joining after June 30th will be required to pay one half the then established annual dues.
- C. Members are requested to attend at least six meetings during each calendar year.
- D. Members shall, to the best of their ability, participate in the activities of the Prescott Corral.
- E. The following nomenclature, in Western theme, will be utilized in identifying members, officers and activities:

Cowpoke	Member
Maverick	Prospective Member
Roundup	Regular meeting
Sheriff	President
Deputy Sheriff	President Elect
Keeper of the Chips	Secretary-Treasurer
Byteslinger	Website Administrator
Recorder of Marks and Brands	Assistant Membership Chairman
Trail Boss	Sergeant-at-Arms
Swamper	Assistant Secretary-Treasurer
Historian	Historian
Posse	Board of Directors, Elected Officers & Appointees

- F. From time to time the Posse may, at their discretion, grant to a long time member who has rendered unusual service, Life Membership in the Prescott Corral without further payment of dues.

ARTICLE IV

Officers

At its annual meeting, the Prescott Corral shall elect from its general membership the following Officers: Deputy Sheriff (Sheriff Elect), Keeper of the Chips, and Trail Boss. The duties of these Officers shall be as follows:

- A. Sheriff:
 - 1. The Sheriff shall be the presiding officer and shall have the power to assume the duties of president of the organization.
 - 2. The Sheriff shall preside at all public functions of the Prescott Corral and be spokesman for the organization.

3. The Sheriff shall be responsible for developing overall plans, budgets and financial controls for approval by the Posse.
4. The Sheriff shall maintain liaison with Westerners International, A Foundation, Inc. This liaison with Westerners International may be through a representative of the Prescott Corral, appointed by the Sheriff, who if possible, shall be someone who can continue in this role by reappointment for at least five years.
5. The Sheriff shall sign contracts and instruments of the Prescott Corral.
6. The Sheriff shall strive to achieve excellence in facilities, services, food and programs.
7. Upon assuming office the Sheriff shall appoint members of the Prescott Corral, subject to the approval of the Posse, to serve in the following capacities:
 - a. Historian. The Historian will record the presentations of each meeting and deliver the recordings to the Librarian at Sharlot Hall Museum for donation to their oral history archives.
 - b. Swamper. The Swamper will assist the Keeper of the Chips. This appointment shall be made in consultation with the Keeper of the Chips.
 - c. Recorder of Marks and Brands. The Recorder of Marks and Brands will assist the Keeper of the Chips with respect to membership activities, including the creation and maintenance of membership records. This appointment will be made in consultation with the Keeper of the Chips.
 - d. Byteslinger: The byteslinger shall be responsible for establishing and maintaining the club website, *prescottcorral.org*. Duties shall include:
 1. Ongoing maintenance of domain name registration and other services related to the operation of the domain.
 2. Establishment of e-mail addresses as necessary for club officers.
 3. Keeping the information on the website current and accurate.
 - e. Such other staff as is deemed necessary.
8. In September of each year the Sheriff shall appoint a Chairman of a Nominating Committee who shall be instructed to present a slate of Officers for consideration of the Prescott Corral at the November meeting for vote at the December meeting.
9. In September of each year the Sheriff shall appoint three members of the Prescott Corral to an audit committee who shall audit the books of the Corral and report to the Posse by first of February of the following fiscal year.

B. Deputy Sheriff:

1. The Deputy Sheriff is the Sheriff Elect and shall become the Sheriff one year after his election as Deputy Sheriff or sooner if the office of Sheriff becomes vacant. He/she shall assume the duties of the Sheriff in his/her absence and shall preside in his/her stead.
2. The Deputy Sheriff shall work with the Sheriff in making arrangements for meetings of the Prescott Corral.
3. The Deputy Sheriff shall arrange for the programs to be presented during the succeeding year

when he/she assumes the office of Sheriff.

4. The Deputy Sheriff, as requested by the Sheriff, shall exercise general coordination of the administrative affairs of the Prescott Corral. He/she shall provide assistance and guidance to the Keeper of the Chips, Swamper, Recorder of Marks and Brands, Historian and others as necessary.

C. Keeper of the Chips:

1. Serve as secretary of the Prescott Corral, keep minutes of Posse and special meetings, prepare and mail notices of all meetings to members.
2. Serve as treasurer of the Prescott Corral. Collect dues and all other monies due the Prescott Corral. Pay all accounts as directed by the Sheriff. Keep financial records and reports and prepare quarterly financial statements for the Posse.
 - a. Two signatures shall be required on all Prescott Corral checks.
 - b. The authorized signatories of checks shall be the Sheriff, Deputy Sheriff and Keeper of the Chips.
3. Serve as membership chairman. Provide membership records. Report membership activities and status to the Prescott Corral.
4. Report all secretarial, treasury and membership activities periodically and annually.
5. Direct the activities of the Swamper and the Recorder of Marks and Brands.

D. Trail Boss:

1. Serve as Sergeant-at-arms at each meeting or public function and exercise general review of activities for conduct, appearance and quality of service.
2. Provide meeting support and supervise the setting up of equipment, screen, etc, as may be required by the speaker; arrange for the invocation; obtain a door prize to be delivered to the Sheriff.
3. Conduct such other projects, studies and research as requested.

ARTICLE V

Meetings

The Prescott Corral shall hold at least ten regular meetings annually. Notice of the meeting and information on the program and speaker will be mailed at least one week prior to each meeting.

- A. Regular meetings shall be held on the first Friday evening of each month unless otherwise ordered by the Sheriff.
- B. Posse meetings will be called at the discretion of the Sheriff. The Sheriff shall serve as Chairman of the Posse and as Presiding Officer at all Posse and membership meetings. Written notice of any meeting of the Posse shall be sent at least one week before the scheduled meeting.
- C. All meetings shall be governed by accepted Robert's Rules of Order. A quorum for the transaction of business by the Posse shall be four members.

- D. Study Sessions under the auspices of the Prescott Corral as well as special tours and site visitations, subject to advance discussion and approval of the leaders and itineraries by the Sheriff, shall be encouraged. Notice and information shall be provided to the membership.
- E. The Annual Meeting of the Prescott Corral shall be at the regular December meeting of the Corral unless the Posse designates an alternate time or location.
 - 1. The Sheriff shall be the presiding officer and shall have the power to limit discussion as he/she deems appropriate.
 - 2. Reports may be presented by each elected or appointed Officer.
 - 3. Election of Officers for the ensuing year shall occur. The Officers elected shall be installed at this time.

ARTICLE VI

Nominations and Elections

Nominations for office shall be the responsibility of a Nominating Committee. The Chairman of this committee shall be appointed by the Sheriff in September. He/she shall, in consultation with the Sheriff, choose two other members of the Prescott Corral to serve on the Committee. At the time of election qualified candidates may be nominated from the floor, providing prior approval of the nominee-candidate has been obtained.

- A. The three members of the Nominating Committee shall be carefully selected for knowledge of the Prescott Corral, its objectives and the responsibilities of each office.
 - 1. Only members in good standing are eligible for nomination.
 - 2. The committee may interview candidates and investigate their qualifications.
 - 3. The slate of nominees shall be presented by the Nominating Committee at the November meeting of the Prescott Corral.
- B. The election of Officers shall take place at the Annual Meeting in December.
 - 1. All members in good standing are eligible to vote.
 - 2. If a single slate is presented a unanimous verbal consent is acceptable. If multiple candidates for an office are presented a secret written ballot shall be required. A simple majority of the votes cast shall result in election.
 - 3. Installation of Officers shall take place at the December meeting immediately following the election.
 - 4. Should an elected Officer be unable to serve, and a vacancy exist, the Sheriff shall present a nominee for the office to the Posse and if approved, this nominee shall be presented to the membership at the next regular meeting for election.

ARTICLE VII

Posse

The elected and appointed Officers plus the three immediate active past Sheriffs of the Prescott Corral shall constitute the voting members of the Posse. All other past Sheriffs, who are active in the Prescott Corral, shall be Ex-officio members of the Posse without vote. Their participation in Posse meetings is welcomed.

- A. The Posse is responsible for carrying out the purposes of the Prescott Corral as defined in the Bylaws and as follows:
 - 1. Manage business transactions and set dues.
 - 2. Approve major plans of the organization.
 - 3. Review policies and act on reports.
 - 4. Review Bylaws annually and amend as needed.
 - 5. Approve the appointments of the Sheriff.
- B. The Posse serves in an advisory capacity and may recommend new ideas and policies, discover problems and recommend action.

ARTICLE VIII

Standing Committees

Standing Committees may be created as needed to fulfill the specific objectives of the organization from year to year. Appointments shall be made by the Sheriff subject to the approval of the Posse.

ARTICLE IX

Amending Bylaws

These Bylaws may be amended by a two-thirds vote at any regular meeting provided that written notice of the proposed amendment has been given at the previous regular meeting and is posted as well as being contained in the announcement of the meeting at which action is to be taken.

ARTICLE X

Authority and Relationships

The Prescott Corral accedes to the authority of the Constitution and Bylaws of The Westerners International, A Foundation, Inc., a copy of which is filed with the records of the Prescott Corral.

Correspondence should be addressed to: Prescott Corral of Westerners
P.O. Box 11086
Prescott, AZ 86304-1086

All checks should be made payable to: "Westerners"

These Bylaws are as amended: December 2, 2005