

Dear ADK Member,

The executive boards of the North Jersey and Ramapo Chapters of ADK would like to present to you the plans to merge our two Chapters, and to ask for your approval.

We'll begin with the history of our chapters. In 1969, 40 ADK members formed the North Jersey Chapter. Membership increased rapidly and included many Rockland County residents, as well as members from New Jersey. The group continued to grow, and participation on hikes and at monthly meetings became uncomfortably large. In 1972, Rockland County members sought a new charter from ADK, and the Ramapo Chapter was created for the southern New York area.

Both chapters functioned independently and successfully for 36 years with parallel interests in hiking, trail maintenance, and conservation. Several years ago we began to share hikes because we walked in the same areas, and gradually our hike schedule was combined to create a fuller listing. The two chapters blended together as the years went on and we became hiking companions, sharing the trails with hikers and leaders from each chapter. We were effectively hiking as one chapter.

On August 12, 2008, representatives from the Ramapo and North Jersey Executive Boards met to discuss the pros and cons of a merger of our two chapters. It had become increasingly evident that merging the two clubs would be mutually beneficial to the members of both chapters. We would have the ability to fully share not only our outings and events, creating a richer schedule, but also share the dedicated volunteers who work to make our chapters successful for our members. Three volunteers from the leadership of each chapter agreed to serve on a committee to explore the details of a merger.

The committee has had several meetings and worked diligently to ensure that both chapters' interests were being considered in this merger, and now, we are asking the members of each chapter to approve the merger.

Included with this letter are the formal resolution to effect the merger, the slate of officers, and the bylaws for the new chapter, to be known as the North Jersey Ramapo Chapter.

The membership of each chapter will have the opportunity to vote on the merger resolution at their April meetings. Ramapo Chapter members meet on April 23rd at the Nanuet Library at 7 PM and North Jersey Chapter members on April 26th at the Unitarian Church on Forest Avenue in Paramus at 4:30 PM.

Please read the following documents carefully, and come to your chapter meeting prepared to vote on the merger resolution.

----- RESOLUTION -----

Combination of the North Jersey and Ramapo Chapters of the Adirondack Mountain Club, Inc.

WHEREAS the North Jersey and Ramapo Chapters of the Adirondack Mountain Club serve overlapping geographic regions;

AND WHEREAS the program offerings of the two chapters are largely complementary and a combination of the chapters would provide for a more efficient allocation of funds and a pooling of resources;

AND WHEREAS the Executive Committees of the two chapters have discussed and agreed to a combination of the two chapters as in the best interest of their members and of the Adirondack Mountain Club itself;

BE IT THEREFORE RESOLVED THAT the chapters be combined and that the members of the Ramapo Chapter and the members of the North Jersey Chapter shall become members of a new chapter, the North Jersey Ramapo Chapter, and that the assets of the Ramapo Chapter and the assets of the North Jersey Chapter shall become assets of the North Jersey Ramapo Chapter;

BE IT FURTHER RESOLVED THAT the initial Officers of the North Jersey Ramapo Chapter shall be the slate of Officers chosen and approved by the Executive Committees of the North Jersey and Ramapo Chapters and is attached hereto;

BE IT FURTHER RESOLVED THAT the Bylaws of the North Jersey Ramapo Chapter shall be those approved by the Executive Committees of the North Jersey and Ramapo Chapters and are attached hereto;

BE IT FURTHER RESOLVED THAT the Ramapo Chapter and the North Jersey Chapter cease to exist and are replaced by the North Jersey Ramapo Chapter and that the Bylaws and other documents and publications of the Adirondack Mountain Club, Inc., be so amended.

----- SLATE OF OFFICERS -----

Officers of the North Jersey Ramapo Chapter, chosen from among the current officers of the North Jersey and Ramapo Chapters, to serve until the election at the end of 2010

Chair	Suzan Gordon	Director	Manny Silberberg
Vice Chair	Richard Sumner	Director	Jeff Sovelove
Secretary	Debbie Bell	Alternate Director	Marilyn Adair
Treasurer	Marcia Greenwald	Alternate Director	Dean Gletsos

The existing directors of the two Chapters will be allowed to finish their terms. Our membership is not large enough to require two Directors, so in 2010 we will elect only one Director.

----- ADIRONDACK MOUNTAIN CLUB, NORTH JERSEY RAMAPO CHAPTER BYLAWS -----

Article I NAME This organization shall be called the Adirondack Mountain Club North Jersey Ramapo Chapter, hereafter referred to as the "Chapter."

Article II ORGANIZATION This Chapter shall be regulated and subject to the Articles of Incorporation and Bylaws of the Adirondack Mountain Club, hereafter referred to as the "Club."

Article III OBJECTIVES The objectives of the Chapter shall be:

- A. To further wilderness conservation values, protection of undeveloped areas, and responsible recreational use of the New York State Forest Preserve of the Adirondacks and Catskills, and the Shawangunks, Hudson Highlands, Ramapos, Palisades, and other parks and undeveloped areas and waters in New Jersey and the adjacent areas of New York.
- B. To organize and conduct outings and to encourage and educate members about outdoor recreation, such as hiking, canoeing, camping, cross-country skiing and snowshoeing, in the Adirondacks, Catskills and in New Jersey and the adjacent areas of New York in a manner which shall minimize the environmental impact on these lands.
- C. To support efforts to acquire additional public lands and conservation easements within the Adirondacks, Catskills and in New Jersey and the adjacent areas of New York, in order to ensure preservation of the public access to ecologically or recreationally significant areas.

Article IV MEMBERSHIP AND DUES Membership in the Chapter shall be open to any person who subscribes to the objectives of the Chapter. Membership in the Chapter shall be categorized in accordance with Article IV, Sections 1 through 14 of the Club's Bylaws. Voting membership shall be given to all members, with the exception of Affiliate members, provided they are 18 years of age or older.

A Dues shall be fixed by and paid to the Club. Dues for Affiliate members shall be set by the Chapter Executive Committee.

B. Non-payment of dues shall result in loss of membership according to the provisions of the Club Bylaws.

Article V OFFICERS Officers of the Chapter shall be Chapter Chair, Vice Chair, Secretary, Treasurer, Director and Alternate Director(s). The terms of these Officers will be two years. These Officers may be re-elected for additional terms, except the Director is limited to three consecutive terms. Only voting members shall be eligible to hold office. Should an office become vacant for any reason, the unexpired term shall be filled by a majority vote of the Executive Committee, except that the Vice Chair shall become Chapter Chair for the unexpired term, should the office of the Chapter Chair become vacant. The Officers shall perform the duties customarily associated with such offices as outlined in "Robert's Rules of Order".

A. The Chapter Chair shall preside over the executive committee and Chapter Membership meetings. The Chapter Chair shall be responsible for distributing the Chapter's Bylaws to all newly elected members of the Executive Committee.

B. The Vice Chair shall assist and substitute in the Chapter Chair's absence, and may, in addition, be appointed Chair of a committee.

C. The Secretary is responsible for taking minutes of all meetings, presenting these minutes to the membership and keeping all documents relating to the Chapter.

D. The Treasurer is responsible for keeping account of the Chapter's finances. An annual report shall be submitted to the membership at the end of the fiscal year. The fiscal year coincides with the calendar year: January 1 - December 31. The Chapter Chair, Vice Chair or Secretary shall audit the Treasurer's financial accounts before the annual report is submitted to the membership.

E. The Director shall represent the Chapter at meetings of the Board of Directors of the Club and shall report to the Executive Committee on Board of Directors' discussions and decisions.

Article VI COMMITTEE CHAIRS The Chapter Chair shall appoint Chairs for the following: Conservation, Hiking, Membership, Newsletter, Programs, Publicity, Trails, and Webmaster. Chairs shall appoint the members of their own Committees with approval of the Executive Committee. The Chapter Chair shall appoint a delegate to the New York - New Jersey Trail Conference.

- A. The Conservation Chair shall have charge of all matters pertaining to conservation, shall be responsible for the education of the Chapter membership and the general public in conservation matters, and shall recommend conservation policy and action to the Executive Committee and to the membership.
- B. The Hiking Chair shall arrange for hikes and hike leaders, and publicize the hikes in the Chapter Newsletter.
- C. The Membership Chair shall maintain current membership records, notify lapsed members of their status, and respond to inquiries about the Club.
- D. The Newsletter Chair shall be responsible for the preparation and distribution of the Chapter Newsletter.
- E. The Program Chair shall arrange for appropriate presentations at Chapter Membership meetings.
- F. The Publicity Chair shall be responsible for the public release of information, including announcements of Chapter events and outings.
- G. The Trails Chair, in cooperation with the New York - New Jersey Trail Conference, shall arrange for, and have charge of, all Chapter activities having to do with trail maintenance.
- H. The Webmaster is responsible for maintaining and keeping the Chapter's website current.
- I. The Chapter Chair may appoint Special Chairs as deemed necessary.

Article VII EXECUTIVE COMMITTEE The Executive Committee shall consist of the Officers, Chairs and Special Chairs, and the delegate to the New York - New Jersey Trail Conference. The Chapter Chair serves as presiding officer.

- A. The Executive Committee shall conduct the Chapter business between meetings of the membership. Each attending member of the Executive Committee shall have one vote.
- B. The Executive Committee shall meet a minimum of four times a year. Notice of regularly scheduled meetings will be published in the Chapter Newsletter. Notice of special meetings shall be sent to each Executive Committee member no less than one week in advance of the meeting, and be posted on the chapter website. Any Chapter member may attend an Executive Committee meeting in a non-voting capacity.
- C. A quorum for Executive Committee meetings shall be at least 50% of the committee, with at least two Officers present.

Article VIII CHAPTER MEMBERSHIP MEETINGS The Executive Committee shall determine the time and place of Chapter Membership meetings, of which there shall be at least four each year. These meetings shall be open to all members and to the general public.

- A. The Annual meeting shall be held at the last Chapter Membership meeting of the year.
- B. A quorum for Chapter Membership meetings shall consist of ten members entitled to vote.
- C. All Chapter Membership meetings shall be held in accordance with "Robert's Rules of Order".

Article IX ELECTIONS The Nominating Committee shall be appointed by the Chapter Chair at least five months prior to the annual meeting at which elections will be held.

- A. The Nominating Committee shall consist of not less than three members. This Committee shall present to the Chapter members, at the Chapter Membership meeting preceding the Annual meeting, a slate of nominees for the Officers, none of which may be members of the Nominating Committee. Additional nominations for any or all of these Officers may be made from the floor at the same meeting, nominees' consent having been previously obtained.
- B. Elections will be held at the Annual meeting in even numbered years. The newly elected Officers shall take office at the conclusion of that meeting, with the exception that a newly elected Treasurer will assume the position when the outgoing Treasurer completes the financial statement for the current calendar year.

Article X AMENDMENTS These Bylaws may be amended only by a two-thirds majority of the voting members present at a Chapter Membership meeting provided a quorum is present and written notice of the meeting and the proposed amendment has been submitted to all members two months in advance of the meeting. Any voting member may propose amendments of the Bylaws to the membership, providing the above procedure is followed.