

**Colorado Section
of the Society for Mining, Metallurgy & Exploration Inc. (SME)**

BYLAWS

**ARTICLE I
Name**

The name of the Section shall be the Colorado Section (Section) of SME.

**ARTICLE II
Purpose**

The aims and purposes of the Section shall be the promotion of mutual cooperation in furthering the objectives of SME by providing regular meetings for the discussion of subjects relating to those objectives as well as subjects related to the mining, mineral, and underground construction industries.

**ARTICLE III
Jurisdiction**

The jurisdiction of this Section will encompass the following counties in the state of Colorado: Adams, Alamosa, Arapahoe, Archuleta, Baca, Bent, Boulder, Broomfield, Chaffee⁴, Cheyenne, Clear Creek, Conejos, Costilla, Crowley, Custer, Denver, Douglas, Eagle⁴, Elbert, El Paso, Fremont, Gilpin, Grand⁴, Huerfano, Jackson, Jefferson, Kiowa, Kit Carson, Lake⁴, Larimer, Las Animas, Lincoln, Logan, Mineral, Morgan, Otero, Park, Phillips, Prowers, Pueblo, Rio Grande, Saguache, Sedgwick, Summit⁴, Teller, Washington, Weld, and Yuma (48 counties).

**ARTICLE IV
Membership**

The Section membership shall consist of SME Members, Section Members, and non-SME Members within the jurisdiction of the Section.

- **SME Members** – Professional, Registered, Student, Legion of Honor, and Retired in good standing with SME (i.e., active status).
- **Section Members** – any member in good standing with the Section (i.e., active status).
- **Non-SME Members** – any person with an interest in the advancement of the mining and minerals industry, including mining engineers, geologists, and other allied professions.

ARTICLE V Officers and Directors

Section 1. The Officers of the Section shall comprise the Chair, Vice Chair, Secretary, Treasurer, Program Chair, Publicity Director, and Golf Tournament Chair, each of whom shall be elected annually.

Section 2. The Directors of the Section shall comprise the Immediate Past Chair, two Directors-at-Large elected by the Section Members, and a Representative of each active Subsection appointed by the respective Chair of each active Subsection.

Section 3. The Executive Committee of the Section shall comprise the aforementioned Officers and Directors. Only the Executive Committee shall have voting privileges. The Executive Committee shall function in all respects the same as a board of directors or board of managers of the Section.

Section 4. SME membership and Section membership are requisite to serve as a member of the Executive Committee of the Section.

Section 5. All members of the Executive Committee must be in good standing and maintain active status in SME while serving on the Executive Committee.

Section 6. All Officers must keep their contact information updated with SME (sections@smenet.org).

Section 7. Officers and Directors shall continue to serve until their resignation or retirement or the election of their successors by the Section Members. A vacancy in any Officer or Director position occurring between annual elections may be filled by the Executive Committee with exception for the position of Chair of the Section, where the Vice Chair of the Section will fill this vacancy and the subsequent vacant Vice Chair position would then be filled by the Executive Committee.

ARTICLE VI Election of Officers and Directors-at-Large and Terms of Service

Section 1. No later than January of each year, the Chair of the Section, with approval from the Executive Committee, shall appoint a Nominating Committee comprising a minimum of three Section Members. The Nominating Committee shall present a slate of at least one candidate for each Officer and Director-at-Large position to the Executive Committee at the April Executive Committee meeting. Election voting by Section Members will occur during the May Section meeting. Additional Officer and Director-at-Large nominations from Section Members may be made in writing at the time of voting.

Section 2. The Officers and Directors-at-Large of the Section shall be elected at the May Section meeting. The election of Officer and Director-at-Large candidates shall be determined by a vote of the Section Members present. To be elected, each candidate must receive a simple majority of the votes from Section Members present at the May Section meeting.

Section 3. The Secretary of the Section must notify SME of the new slate of Officers and Directors each year, no more than ten (10) days following the election (sections@smenet.org).

Section 4. Terms of Service of Officers and other Members of the Executive Committee elected by the Members shall begin on June 1 and end on May 31 of the following year. Section membership is a requisite to vote for the Section Officers or for the other Members of the Executive Committee.

ARTICLE VII Duties of Officers and Directors

Section 1. The Chair shall preside at all meetings of the Section and Executive Committee. The Chair shall appoint all committees and perform all other duties that pertain to the direction of the Section. The Chair shall serve as the Section representative at all SME Section Leadership activities. The Chair shall send a welcome letter to new Section Members. The Chair shall respond to requests from SME by the deadlines set by SME (e.g., Section Grant applications, Section Audit reports).

Section 2. The Vice Chair shall serve as Chair of the Section Scholarship Committee, detailed in Article XIV, Section 1. The Vice Chair shall serve as or appoint a liaison to each SME Student Chapter within the jurisdiction of the Section. In the absence or incapacity of the Chair, the Vice Chair shall serve as Chair.

Section 3. The Secretary shall record the proceedings of the meetings of the Executive Committee. The Secretary shall maintain a list of active Section Members, provide the Chair with a list of the new Section Members for the welcome letter, and provide the Program Chair with a list of Section Members to include in the monthly Section meeting invite and newsletter announcement.

Section 4. The Treasurer shall prepare and monitor the budget for the Section's operating fiscal year beginning July 1 and ending June 30, and present the budget for review and discussion at the annual in-person meeting of the Executive Committee in June. The Executive Committee must vote to approve the Section's annual operating budget by simple majority or revise accordingly until a simple majority vote for approval is obtained. The Treasurer shall be responsible for the receipt and disbursement of all Section funds and shall have audit and reporting responsibility for all Subsection funds. The Treasurer shall submit records of Section and Subsection accounts to the Section Audit Committee, detailed in Article XIV, Section 2, within two weeks following SME's fiscal year ending September 30. The Treasurer shall submit the Section and Subsection(s) fiscal year report from October 1 through September 30 to SME by the deadline set by SME; subsequently, the Treasurer shall submit the Section Audit Committee report to the Executive Committee for review and discussion at the November meeting of the Executive Committee.

Section 5. The Program Chair shall be responsible for the selection of speakers, arrangement and coordination of Member programs, and all incidentals related to meetings of the Members. The Program Chair shall notify the Publicity Director of pertinent information regarding Member programs and meetings of the Members (e.g., date, meeting location) to be distributed to the Section Members.

Section 6. The Publicity Director shall maintain a physical and electronic address mailing list of all Section Members. The Publicity Director shall be responsible for all communication with Section Members including monthly newsletters, meeting announcements, and social media posts. The Publicity Director shall maintain the SME Section website and all Section social media and event accounts.

Section 7. The Golf Tournament Chair shall be responsible for organizing, fundraising, coordinating, managing, and executing the Annual Section Scholarship Golf Tournament. The Golf Tournament Chair shall maintain the Section golf tournament website and coordinate funds received with the Treasurer. The Golf Tournament Chair shall notify the Publicity Director of pertinent information regarding the Annual Section Scholarship Golf Tournament (e.g., sponsorship opportunities, date, location, registration) to be distributed to the Section Members.

Section 8. The Immediate Past Chair shall serve as a Director and a resource for the Chair and other Officers as needed. The Immediate Past Chair shall be responsible for coordination of the May Section meeting, including venue selection, programming, and election voting. The Immediate Past Chair shall notify the Publicity Director of pertinent information regarding the May Section meeting (e.g., date, location). In the absence or incapacity of the Immediate Past Chair, the Chair shall appoint a previous Chair to serve as the Immediate Past Chair.

Section 9. The Directors-at-Large shall serve as liaison between the Executive Committee and the Section Members. Directors-at-Large are expected to assist the Section Committees, Article XIV, but have no defined duties otherwise as their roles may change to meet the needs of the Section and Executive Committee.

Section 10 – The Subsection Representative(s) shall serve as liaison between the Executive Committee and the Subsection. The Subsection Representatives shall notify the Publicity Director of pertinent information regarding meetings of the Subsection Members (e.g., dates, meeting locations, sponsorship opportunities).

ARTICLE VIII Dues and Finances

Section 1. The annual Section dues amount shall be as voted upon by the Executive Committee.

Section 2. Section accounts payable shall be paid by the Treasurer from funds in the treasury of the Section. Similarly, the Treasurer of each Subsection shall pay that Subsection's accounts payable from the treasury of the respective Subsections.

Section 3. Only the Executive Committee shall authorize financial obligations on behalf of the Section. Authorization of financial obligations on behalf of a Subsection will be governed by the bylaws of that Subsection.

Section 4. The operating fiscal year of the Section shall commence on July 1 and end on June 30. The Section and Subsection(s) fiscal year report from October 1 through September 30 must be provided to the SME Section Coordinator (sections@smenet.org) by the deadline set by SME.

ARTICLE IX Meetings

Section 1. The annual election of the Officers and Directors-at-Large shall be held during the May Section meeting. The annual in-person meeting of the Executive Committee shall take place no later than the end of June.

Section 2. Regular meetings of the Section's Executive Committee and Section Members shall be held as joint meetings each month of the year from September through May, excluding December. The regular meeting day shall be the third Thursday of each month. The Program Chair may substitute regular meetings with other SME-related events and days as directed by the Executive Committee. Meetings of the Executive Committee shall be open to all Section Members. However, the Executive Committee may vote to enter a closed Executive Session to discuss Section business without other Section Members present. The Executive Committee may hold closed meetings on alternate dates from the joint Section Members meetings.

Section 3. Special meetings of the Section Members or of the Executive Committee to consider important business, or to hear technical papers or discussions that cannot be scheduled at regular meetings, may be called by the Chair or Program Chair, with the approval of the Executive Committee.

ARTICLE X Quorum

Section 1. A quorum at any regular or special meeting of the Section shall consist of seven Members, present in person (including telephonic participation) or by proxy.

Section 2. A quorum at a meeting of the Executive Committee shall consist of a majority of the Members of the Executive Committee present in person, by telephone, or via email. Executive Committee Members cannot vote by proxy but actions of the Executive Committee may be taken by written consent of the requisite number of Executive Committee Members so long as all Executive Committee Members receive prior written notice of the matters to be covered by the consent and no Executive Committee Member requests a meeting to consider the matters prior to its approval.

ARTICLE XI Amendments to Bylaws

Amendments to these bylaws shall be made by a two-thirds vote of all Members present at a meeting, providing that all those Members of the Section are in good standing and have been notified at least one week in advance of the meeting of the proposed amendments. Amendments will be reviewed by a staff liaison and if warranted, the amendments will be reviewed by the SME Structure & Governance Strategic Committee (SGSC). After the SME SGSC approves the changes, they will be submitted to the SME Executive Committee. The SME Executive Committee must approve final amendments to Section bylaws.

ARTICLE XII Disposal of Funds Upon Dissolution

On the dissolution of this Section, all funds remaining after the payment of its debts and obligations shall be turned over and paid to SME. Every effort will be made to use the funding for its original intention (professional development, scholarships or other support of the mining industry). This Article XII is not amendable during the existence of this Section.

ARTICLE XIII Parliamentary Authority

Unless otherwise determined in a particular case by a vote of the Executive Committee or of the Section Members, as the case may be, Roberts' Revised Rules of Order shall be the official guide of this Section in conducting business at its meetings.

Article XIV Committees

Section 1. Scholarship Committee: The Vice Chair shall serve as Chair of the Section Scholarship Committee and appoint additional members annually in January. The Scholarship Committee shall comprise the Vice Chair and two or more members from the current Executive Committee and/or available Past Chairs of the Section. The scholarship committee shall interview potential undergraduate and graduate scholarship candidates and propose recommendations to the Executive Committee to obtain a simple majority vote of approval from the Executive Committee. The Viola Vestal Coulter Scholarship, if awarded, shall be administered in accordance with the regulations of the Viola Vestal Coulter Scholarship Foundation, Inc., notably to support undergraduate student scholarship only.

Section 2. Audit Committee: The Section Audit Committee shall comprise a minimum of three members (e.g., Chair, Vice Chair, Treasurer, Immediate Past Chair), at least one of which shall be a current member of the Executive Committee. If a member of the Audit Committee is not a current member of the Executive Committee, they must have served as a Section Chair or Section Treasurer in the previous five years. The Audit Committee shall perform an audit and submit a report on findings to the Section Treasurer within two weeks after receipt of the Section and Subsection records and accounts from the Treasurer.

Section 3. Program Committee: The Program Chair shall serve as Chair of the Section Program Committee, comprising the Program Chair, Publicity Director, and at least two other Section or Executive Committee members. The Program Committee shall develop the annual Section program schedule and assist with event coordination.

Section 4. Other Committees: The Chair may appoint other standing or special committees and charge them with the performance of such duties as required. Such committees may include, but are not limited to, mineral information, student relations, and workshops.

Article XV Subsections

Section 1. The Section may establish Subsections or any Member(s) in good standing with SME (i.e., active status) may solicit the Executive Committee to establish a Subsection.

Section 2. Approval to establish a Subsection shall be made by a two-thirds vote of all Members and present at a meeting, provided that all Members of the Section have been notified at least one month prior to a vote, and a quorum of Members are present. After approval by the Members, the SME Executive Committee must approve the creation of the Subsection.

Section 3. The Section Chair or an appointed designee shall serve as a member of each Subsections' governing committee or board, and will regularly attend the meetings of the Subsection(s) as available.

Section 4. Subsections shall establish their own bylaws, but must obtain approval of their bylaws by the SME Executive Committee and must file approved copies with the Section and with SME.

Section 5. Subsections shall use the SME Federal Tax ID Number. Subsection Treasurers shall furnish records of accounts and financial reports to the Section Treasurer as requested by the Section or by SME. Requested records of accounts and financial reports are due within two weeks of a request and/or two weeks prior to SME reporting deadline.

Article XVI Affiliations With Other Organizations

As long as the Section continues its membership in or liaisons with other organizations, the Chair of the Section shall act as the official delegate. The Vice Chair shall act as alternate delegate in the event the Chair cannot attend these functions. In the event neither the Chair nor the Vice Chair is available, the Section Chair shall appoint a delegate.

Approved: December 18, 1970
Effective: June 15, 1971
Amended: January 17, 1980
Amended: February 19, 1981
Amended: April 21, 1983
Amended: May 24, 1984
Amended: February 21, 1985
Modified: 1987¹
Amended: October 20, 1988
Modified: 1989²
Amended: May 16, 1991
Modified: April 18, 1996³
Amended: September 20, 2001
Amended: February 20, 2003
Amended: September 16, 2004
Modified: February 10, 2005⁴
Modified: June 26, 2018⁵
Modified: September 20⁶, 2019
Modified: October 19⁷, 2023

¹ Changes occasioned by the separate incorporation of the Society of Mining Engineers.

² Changes occasioned by the parent organization's name change to Society for Mining, Metallurgy & Exploration Inc.

³ Changes occasioned by TMS name change to The Minerals, Metals & Materials Society and by elimination of the member category called Junior Members.

⁴ Changes occasioned by the addition of the Intermountain Section counties (Chaffee, Eagle, Grand, Lake, and Summit).

⁵ Changes occasioned by the review of the Bylaws by the Executive Committee in order to comply with SME bylaw template standardization.

⁶ Changes occasioned by the Executive Committee in order to add and define the Officer position of Golf Tournament Chair and the Programs Committee.

⁷ Changes occasioned by the Executive Committee to align Officer and Director Duties and Committee responsibilities with current practice and for the addition of the CO Rocky Mountain Section.