

# American Association for Nude Recreation

## Western Region

### Bylaws



#### List of Recent By-Laws Changes

Affected Page	Effective Date (M-YY)	Affected Article	Description
4	8-2019	Article 4 B	Dates of Regional Assembly
5	8-2019	Article 5 C	More Flexible Dates for Board Meetings
10	8-2018	Article 12-C	Right of Regional Assembly to Amend Motions from the Floor

Changes made at most recent Regional Assembly in red.

## TABLE OF CONTENTS

<u>Article</u>	<u>Title</u>	<u>Page</u>
<b>Article I</b>	<b>NAME</b> .....	3
<b>Article II</b>	<b>PURPOSE</b> .....	3
<b>Article III</b>	<b>ORGANIZATION</b> .....	3
<b>Article IV</b>	<b>REGIONAL ASSEMBLY</b> .....	3
	A. General.....	3
	B. Time and Place .....	3
	C. Delegates and Voting .....	3
	D. Notification .....	4
<b>Article V</b>	<b>BOARD of DIRECTORS</b> .....	4
	A. General.....	4
	B. Directors .....	4
	C. Meetings.....	4
	D. Interim Voting .....	5
<b>Article VI</b>	<b>CLUBS</b> .....	5
	A. Local Clubs.....	5
	B. New Clubs .....	5
	C. Club Suspension .....	5
	D. Club, AANR West and AANR Relationship.....	5
<b>Article VII</b>	<b>MEMBERS</b> .....	6
	A. General.....	6
	B. AANR West Associates.....	6
	C. Membership Suspension.....	6
	D. Membership Dues .....	6
<b>Article VIII</b>	<b>OFFICERS CHART</b> .....	7-7
<b>Article IX</b>	<b>AANR TRUSTEES</b> .....	9
<b>Article X</b>	<b>FUNDS</b> .....	9
	A. General Fund .....	9
	B. Legal Fund .....	9
	C. Scholarship Fund .....	9
	D. Special Funds .....	9
<b>Article XI</b>	<b>PARLIAMENTARY AUTHORITY</b> .....	9
<b>Article XII</b>	<b>AMENDMENTS to BYLAWS</b> .....	9
	A. Automatic Amendments .....	9
	B. Regional Amendments .....	9
	C. Policies and Procedures .....	9

## **Article I**

### **NAME**

The name of this organization shall be the AMERICAN ASSOCIATION FOR NUDE RECREATION, WESTERN REGION, INCORPORATED (AANR West).

## **Article II**

### **PURPOSE**

The purpose of AANR West shall be as detailed in Article II of the Articles of Incorporation.

## **Article III**

### **ORGANIZATION**

For the purpose of effecting the powers and purposes specified for regional organizations in the bylaws of the AMERICAN ASSOCIATION FOR NUDE RECREATION (AANR), AANR West shall be composed of members in good standing as of any given date. Through its membership AANR West shall be comprised of the following divisions and subdivisions hereafter stated or enacted: (1) the regional assembly, (2) the board of directors (board) and (3) AANR West members. The aforementioned divisions and sub-divisions shall be subject to the will of the members of AANR West.

## **Article IV**

### **REGIONAL ASSEMBLY**

#### **A. General**

The regional assembly shall be composed of the delegates selected from AANR West members of charter clubs and the regional associates and shall constitute the legislative body of the AANR West. It shall be the duty of the regional assembly to act on all matters within its jurisdiction. This assembly shall constitute the final authority on matters of policy, principles, and standards affecting AANR West within the authority granted by AANR. Any member of AANR West in good standing shall be entitled to attend the annual convention of the regional assembly. Any member who is not a delegate to the annual meeting may be permitted a voice, but no vote, at the regional assembly.

#### **B. Time and Place**

The annual meeting of the Regional Assembly shall be held at the annual AANR West convention. The convention shall be held within 30 days prior to the AANR annual membership meeting, at a time and place to be determined by the Regional Assembly. The board of directors shall have the power to amend or change the date or time of the annual AANR-West convention within 60 days after the Regional Assembly adjourns.

#### **C. Delegates and Voting**

1. Delegates to the regional assembly shall be elected each year not more than 90 days prior to the opening prior to the opening session of the assembly.
2. The elected delegates shall represent the clubs by apportionment of one vote for every 25 basic AANR West members, or fraction thereof.
3. Should none of the accredited delegates of a club be able to attend, a club may delegate its right to vote at the regional assembly to an accredited delegation. However, no delegation shall cast a combined total of more than 30 votes, except that a club which has a valid voting strength in excess of 30 shall be entitled to cast the full number of its

own votes. The instructions on the delegate forms may not be altered or controverted by the general assembly. If delegate forms are not received, the votes will neither be cast nor be delegated by the general assembly.

4. The AANR West regional associates shall meet at the annual convention prior to the opening of the general assembly to elect delegates. Votes shall be allocated in accordance with item two above. Votes shall be carried only by a member of the regional associates, with each elected delegate carrying no more than one vote. No proxies to clubs or other delegates shall be permitted.
5. A quorum of the regional assembly shall consist of a majority of the accredited delegates.
6. The number of votes to which a club is entitled at the regional assembly shall be based on the AANR year-end membership count. Any club chartered after January 1 shall use the membership count at the time of receiving its charter to determine its delegate count.

**D. Notification**

The AANR West secretary shall notify the AANR office of the results of elections and other pertinent business within 10 days after the election or transaction of business.

**Article V**

**BOARD of DIRECTORS**

**A. General**

The AANR West board shall be composed of nine members and shall constitute the governing body of AANR West in the interim between annual meetings of the regional assembly. The board shall be responsible for conducting the affairs of AANR West and shall be responsible to the regional assembly and to the members of AANR West.

**B. Directors**

1. For purposes of these bylaws, members of the AANR West board will be considered elected officials.
2. The list of alternate directors shall consist of all board nominees who received 10 or more votes for that position in the most recent election, highest number of votes received first.
3. No two persons in the same family (siblings, parent/child, husband/wife), even though they may belong to different clubs, shall serve simultaneously as directors.
4. No more than two persons having their basic AANR West membership in the same club may serve simultaneously on the board.

**C. Meetings**

1. Two-thirds majority of the members of the board shall constitute a quorum.
2. The first board meeting shall be held within 24 hours following the adjournment of the Regional Assembly at which the new officers were elected.
3. The Fall board meeting shall be held within 45 days after October 15 at a place and time to be determined by the board of directors.
4. The Spring board meeting shall be held within 45 days after the last day of February at a place and time to be determined by the board of directors.
5. The final meeting of the board of directors shall be held within 24 hours preceding the opening of the next annual Regional Assembly.

6. Special board meetings may be called in accordance with California law. by the president or by a two-thirds vote of the entire board. All officers, directors, trustees, and clubs shall be notified of the time and place of the meeting. Such notice shall be mailed at least ten days prior to the meeting.
7. Meetings of members may be held at a place within or outside this state. Members of the board may participate in a meeting through use of conference telephone, electronic video screen communication, or other communications equipment. Participation in a meeting through use of conference telephone pursuant to this subdivision constitutes presence in person at that meeting as long as all members participating in the meeting are able to hear one another. Participation in a meeting through use of electronic video screen communication or other communications equipment (other than conference telephone) pursuant to this subdivision constitutes presence in person at that meeting if all of the following apply:
  - a. Each member participating in the meeting can communicate with all of the other members concurrently.
  - b. Each member is provided the means of participating in all matters before the board, including, without limitation, the capacity to propose, or to interpose an objection to, a specific action to be taken by the corporation.
  - c. The corporation adopts and implements some means of verifying both of the following: (i) A person participating in the meeting is a director or other person entitled to participate in the board meeting. (ii) All actions of, or votes by, the board are taken or cast only by the directors and not by persons who are not directors.

**D. Interim Voting**

Voting between board meetings shall be in accordance with AANR West interim voting procedures as established in the procedure manual when a Special Board Meeting cannot be called.

**Article VI**

**CLUBS**

**A. Local Clubs**

Local clubs shall accept members in accordance with the principles and standards of AANR. Suitability for membership is the responsibility of each club.

**B. New Clubs**

The formation of new clubs shall be regulated by AANR West in accordance with the AANR bylaws.

**C. Club Suspension**

A club may be suspended in accordance with the provisions of the AANR and AANR West standing rules and procedures.

**D. Club, AANR West and AANR Relationship**

AANR West shall represent AANR to all clubs within the AANR West geographical area. AANR West shall supervise all clubs in matters not exclusive to AANR.

## Article VII

### **MEMBERS**

#### **A. General**

1. Membership shall be open to all as specified in the AANR bylaws.
2. The term "member in good standing" shall be defined as a person whose AANR and AANR West dues are currently paid in full.

#### **B. AANR West Regional Associates**

Membership in the AANR West Regional Associates shall conform to AANR bylaws and the AANR Governance Manual.

#### **C. Membership Suspension**

A local club may suspend or expel a member for good cause in accordance with established club procedures. No member shall be expelled from AANR West without the opportunity of a hearing, and he must be furnished a copy of all charges against him at least five days prior to such hearing.

#### **D. Membership Dues**

Dues shall be established by the regional assembly.

**Article VIII**  
**OFFICERS CHART**

OFFICE	PRESIDENT	VICE-PRESIDENT
Qualifications	Shall be an AANR West member in good standing for two years immediately prior to election.	Same as for president.
Election or appointment	By a majority of ballots cast by the accredited delegates at the regional assembly.	Same as for president.
Installation	By any current member of the board or outgoing president or vice-president.	Same as for president.
Term of office and limits	Term - two years; may be elected to two consecutive terms but may serve no more than five consecutive years.	Same as for president.
Vacancy due to death, resignation or for inability to perform duties of office as determined by board	The vice-president shall serve as president.	Board shall elect successor.
Recall or removal	For good cause, by the board not less than 60 days after charges filed with AANR West IA chairman and after a hearing before two-thirds of total board membership; recall effective upon two-thirds affirmative vote of the total board members.	Same as for president.
Meeting and voting rights	Shall conduct all meetings of regional assembly and board of directors; shall not be a delegate in the General Assembly nor vote in the regional assembly except in case of a tie; shall have no vote in the Board of Directors' meeting except in case of tie.	Attend all meetings; no vote unless presiding in place of president.
Authority and special provisions	Shall preside at all meetings of regional assembly and board; appoint chairmen of committees; may delegate authority to conduct meeting to vice-president or other elected official; shall be bonded.	None except when properly presiding in place of president.
Preparation & signing of AANR West documents	Shall sign all official AANR West documents as directed by the board; may countersign checks.	None except when properly presiding in place of president.

**OFFICERS CHART, continued**

<b>OFFICE</b>	<b>SECRETARY</b>	<b>TREASURER</b>	<b>DIRECTORS</b>
Qualifications	Shall be an AANR West member in good standing one year before election.	Same as for secretary.	Shall be an AANR West member in good standing one year prior to election.
Election or appointment	Same as for president; term of office shall be concurrent with the term of president.	Same as for president.	Same as for president; four elected in even-numbered years, five elected in odd-numbered years.
Installation	Same as for president or by new president.	Same as for president or by new president.	Same as for president or by new president.
Term of office and limits	Term – two years; limit on consecutive - none.	Same as for secretary.	Same as for president.
Vacancy due to death, resignation or for inability to perform duties of office as determined by board	Same as for vice-president.	Same as for vice-president.	Vacancy filled from the alternate director list until the next regional assembly; if none available, president appoints until the next regional assembly.
Recall or removal	Same as for president.	Same as for president	Same as for president.
Meeting and voting rights	Attends all meetings; has no vote	Same as for secretary.	Voting members of the board.
Authority and special provisions	None	Shall be bonded.	Attend meetings of the board; authority as defined throughout bylaws.
Preparation & signing of AANR West documents	Prepares corporation reports; prepares and distributes minutes of regional assembly and board meetings, mail ballots and amendments to standing rules.	Has charge of corporate seal; receives and disburses funds, maintains the general ledger; signs checks and prepares and distributes financial statements.	Prepare and present committee reports.



## **Article IX**

### **AANR TRUSTEES**

- A.** One AANR West member shall serve as the AANR West representative (AANR West Trustee) to AANR in accordance with the AANR bylaws, the Officials' Qualifications Chart and the AANR Governance Manual.
- B.** The AANR West President shall be the alternate AANR West trustee per the AANR Bylaws.

## **Article X**

### **FUNDS**

**A. General Fund**

This operating fund of AANR West shall be paid all income not otherwise directed.

**B. Legal Fund**

This fund shall be used to retain legal counsel when necessary and to defend the constitutional right to practice nudism. The fund shall be supervised by the board of directors. In an emergency, expenditure not to exceed \$1,000.00 may be authorized by the Legal Committee.

**C. Scholarship Fund**

This fund shall be used to award scholarship money to AANR West members and their families for their academic programs and achievements. The Scholarship Fund shall be supervised by the board of directors. Scholarship awards shall be authorized by the Scholarship Program Committee.

**D. Special Funds**

Funds for special needs may be established by, and shall be under the direct supervision of, the board of directors.

## **Article XI**

### **PARLIAMENTARY AUTHORITY**

*Robert's Rules of Order* shall govern AANR West unless they are inconsistent with the AANR West or AANR ruling documents.

## **Article XII**

### **AMENDMENTS to BYLAWS**

**A. Automatic Amendments**

1. If AANR revises any portion of its bylaws, such revisions shall automatically, although not necessarily verbatim, become part of the AANR West bylaws, effective at the same time as the AANR revisions.
2. The legislation committee may correct spelling, punctuation, abbreviation, capitalization, numbering and grammar of the ruling documents, to conform to current usage. No such corrections may alter the meaning or application of any document. All corrections shall be subject to review by the board of directors.

**B. Proposed Amendments**

Except as specified in Section A above, the AANR West Articles of Incorporation and the AANR West bylaws may be amended only by the regional assembly of AANR West by two-thirds vote of the accredited delegates. The legislation committee must receive amendments proposed by members no later than 60 days prior to the regional assembly. The legislation chairman may reword or revise such proposed amendments for clarity. A copy of such change, along with any other similar amendments, shall be mailed to the maker of the amendment. No later than 45 days prior to the regional assembly, the legislation chairman shall forward all proposed amendments to the recording secretary. No later than 30 days prior to the regional assembly, the secretary shall mail a copy of all proposed amendments to each AANR West officer, director, trustee and club. The legislation committee shall present proposed amendments to the regional assembly.

Motions to amend the bylaws may be amended by the regional assembly as provided in Robert's Rules of Order, Newly Revised.

**C. Policies and Procedures**

As its sole governing documents, the Articles of Incorporation, the bylaws, and the procedure manual of AANR West shall hereafter determine all policies and procedures of that body. In case of a conflict, the provisions of the AANR bylaws shall prevail.