Bylaws of the Mushroom Society of Utah

Revised 12/10/2025

ARTICLE I
(Name and Address)

Section 1. The name of this organization shall be: MUSHROOM SOCIETY of UTAH, and shall further be referred to in these bylaws as MSU.

Section 2. The mailing address of this organization shall be as agreed by the Board of Directors, and may change from time to time.

ARTICLE II
(Membership)

Section 1. Membership is open to anyone interested in the study of mushrooms (fungi). There shall be two classes of membership: (1) Active members – those who have paid their membership dues for the current calendar year. (2) Honorary Life members – those for whom dues are waived for services rendered to the organization or overall lifetime achievement.

Section 2. All memberships are household memberships. A household is defined as all persons residing at the same street address.

Section 3. The MSU membership year extends from January 1st through December 31st of a single calendar year.

ARTICLE III
(Fees and Dues)

Section 1. Dues for Active membership shall be determined by the Board of Directors, based on a sum sufficient to pay the estimated annual budget expenses, currently set at $25 per annum. Honorary Life membership can be bestowed upon an individual at the discretion of the Board of Directors, with no MSU dues required.

Section 2. Dues are assessed on an annual basis in January of each year, for the up coming year. Members who have not paid their dues by March of the year in which they are due are dropped from membership, for an effective 3-month “grace period” for membership renewal. Membership will be reinstated upon receipt of their dues.

ARTICLE IV
(Board of Directors)

Section 1. The Board of Directors shall consist of seven members: the current president, the immediate past president, the vice president, the treasurer, the secretary, and two general officers. All seats are to be elected by the membership at the January general membership meeting.

a. All board members shall be elected by the Active members of MSU for a term of two years, and may not serve in the same office for more than four years in succession, except when sponsored by a 3/4 vote on the first ballot. A majority of votes cast shall be necessary to elect. Board members other than the president must be voted in by the general membership to serve a second term.

Section 2. The Board of Directors shall meet at least biannually, and at such other times as the president shall deem necessary.

Section 3. Should a vacancy occur on the Board of Directors or officers, the board of directors shall be empowered to fill such vacancies by appointment or hold in-person special elections outside of the January general membership meeting

Section 4. Each member of the Board of Directors should be familiar with these bylaws, and shall retain a current copy for reference.

ARTICLE V
(Committees)

Section 1. All committees shall be appointed by the president. At least one member of the Board of Directors shall serve on each committee.

Section 2. Each committee shall have a chair appointed by the committee members and consented by the appointee. Each committee shall also have a secretary who shall record the minutes and share them with the Board of Directors.

ARTICLE VI
(Officers)

Section 1. The officers of MSU shall consist of a president, vice president, secretary, and treasurer, all of whom shall be Active members of MSU in good standing.

Section 2 The president shall serve for a term of two years, and then may either step down as president or serve for an additional term of two years. The president may not serve for more than two full terms. After the president's term is over, the next president will be chosen by the general membership at the general membership meeting. The next president must be a current MSU member in good standing.

Section 3. Duties of the officers shall be as follow:

a. President. The president shall preside at all meetings of the membership and the Board of Directors; appoint committees; and direct activities of the organization in accordance with the wishes of the Board of Directors.

b. Vice president. The vice president shall act in the absence or disability of the president. The vice president shall succeed the incumbent president in cases where the incumbent president cannot fulfill his or her duties as defined in these bylaws. In coordination with the treasurer (or possibly with the help of a member or committee), the vice president shall also facilitate communication with the membership by maintaining membership emailing lists for use by the Board of Directors and committees.

c. Secretary. The secretary shall keep accurate minutes of Board of Directors meetings and general membership meetings. The secretary (or a member or committee under the secretary's direction) shall distribute those minutes to the general membership as appropriate, and also distribute other information, announcements, etc. to members or others as directed by the Board of Directors. The secretary will also be the main line of contact for sending out general club announcements.

d. Treasurer. The treasurer shall deposit dues, keep accurate financial records, maintain bank accounts, maintain accurate records of membership and dues status for the current and past several years, coordinate the collection of dues, and receive and disburse monies. Current board

members, in close conjunction with the treasurer, may also receive and disburse monies. The treasurer shall also file appropriate forms and make payments to the Internal Revenue Service, State of Utah and other entities as applicable.

Section 4. The MSU was first organized on July 26th of 1994, at which time the founding officers were elected. Their names are found signatory to the first issuance of these bylaws.

ARTICLE VII
(Meetings)

Section 1. For purposes of record keeping, the calendar year shall be recognized. The annual MSU member meeting shall be held each January and in election years, will facilitate the nomination, election and installation of officers.

Section 2. General membership meetings shall be held at a date and time set by the board of directors. Active members shall be given at least 30 days notice of the date, time and location of future general or special meetings.

Section 3. Board member meetings shall be held in person or virtually at a date and time agreed upon by the board and frequency deemed necessary by the president.

a. The MSU board shall utilize the shared running agenda for each meeting.
    i. All board members shall add their business items, including any necessary links or documents, to the shared running agenda before the meeting.
    ii. The secretary shall take minutes of each meeting and update to-do lists on the shared running agenda, and add events/meetings to the shared calendar.
b. The order of business at all meetings shall be as follows.
    i. Revisiting items from the previous meeting as needed.
    ii. Treasurer's report as needed (quarterly or as deemed necessary by the president).
    iii. President's items.
    iv. Vice president's items.
    v. Any other board member items.
    vi. Review of responsibilities.

Section 4. Only Active members 18 years or older shall be entitled to vote.

ARTICLE VIII
(Parliamentary Authority)

Unless otherwise provided, Roberts Rules of Order, Newly Revised, shall be the rules of procedure governing the conduct of all meetings.

ARTICLE IX
(Quorum)

Section 1. A quorum of five board members shall be present to conduct official business at the board of director meetings, except as specified in Article XV.

Section 2. Members must be given 30-day notice of membership votes.

ARTICLE X
(Amending Bylaws)

Section 1. These bylaws may be amended by a majority vote of members present at a general membership meeting, following 30-day notice of proposed changes. Notice will usually be given verbally at the previous general membership meeting.

Section 2. The amended language shall be placed into the body of these bylaws, and the changes shall additionally be clearly described in an attached "amendment document", noting what the "old" language was, and what the "new" language will be. Revision dates will be disclosed in the body of this instrument, and also in the amendment document.

Section 3. Bylaws, and bylaw amendments, shall be made official by the signatures of the current elected officers being placed on the last page. Amendment documents shall also be signed.

ARTICLE XI
(Attendance of Directors)

Any member of the Board of Directors of MSU, who is absent from three board meetings in succession without acceptable reasons, shall be automatically retired from office.

ARTICLE XII
(Elections)

Section 1. Nominations and self-nominations may be collected prior to an election meeting. Nominations may be made from the floor, provided each nominee's consent thereto is first obtained.

a. The MSU board may choose to collect a letter of intent from each nominee, which may be shared with voting members at the election meeting.

Section 2. Nominations, election and installations shall be held at this same meeting and, in the event of a contest, shall be resolved by secret ballot.

Section 3. Officers and directors shall take office in January, or at the first meeting of the new year, following the election meeting. They shall serve their term of office, or until their successors are elected and installed.

Section 4. Upon termination of office, each officer or committee chair shall promptly convey records and properties to the incoming officer.

ARTICLE XIII
(Newsletters)

Section 1. A newsletter may be sent on a regular basis to Active members in good standing.

Section 2. An online version may also be accessible to past members and other interested parties.

ARTICLE XIV
(Activities)

Section 1. Participation in MSU activities constitutes acceptance of the rules governing such activities, whether the person is a member or guest. Attendance at MSU activities is usually restricted to Active members, but exceptions can be made as deemed appropriate by the appointed activity organizers.

Section 2. All children must be under the supervision and control of a parent or guardian.

Section 3. Special activities and events may be held. Additional fees may be collected for these events.

Section 4. Forays shall be held as conditions permit and at the discretion of the Board of Directors or appointed foray organizers.

Section 5. an annual Fall Foray shall be held near the end of August, typically on the weekend before Labor Day. In the event of exceptional circumstances, the annual weekend event may be moved to a different season.

ARTICLE XV
(Dissolution)

Section 1. The MSU may be dissolved only by a 3/4 vote of the Board of Directors at a Board of Directors meeting with all seven members in attendance.

Section 2. In the event of the dissolution of the MSU, any remaining MSU assets will be disposed of by the Board of Directors, as approved by a simple majority vote. All non-monetary assets shall be donated to individuals or organizations which the Board of Directors deems likely to make good use of the assets to promote the purposes and aims of the MSU. All monetary assets shall be donated to bona fide non-profit organizations or programs which the Board of Directors deems likely to honor the donation to promote the purposes and aims of the MSU.

ARTICLE XVI
(Purposes and Aims of the MSU)

The Mushroom Society of Utah's purpose and aim is to encourage and foster the local awareness, understanding, and sustainable enjoyment of mushrooms. This purpose is achieved through the following five emphases or approaches:

- Education and Mentoring
- Community and Social Interaction
- Culinary Applications
- Awareness and Appreciation
- Scientific Contribution

SIGNATURES
(Current Officers)

By the signing of this document and the attached amendment, the current officers of MSU shall accept these bylaws, on behalf of the Board of Directors and the general membership, as official policy of MSU.

President

Vice President

Treasurer

Secretary

Appendix A.

This document summarizes changes proposed by the MSU board in December 2023 and ratified by the MSU membership on 6/18/24 in person.

1. Article II, Section 1: Membership fee was changed from $20 to $25 per annum.

2. Article VI, Section 3 (now Section 2): The following sentence was deleted: “After the president’s term is completed, the president-elect shall assume the role of president. If the president-elect is unable or unwilling to step into that role, the president shall be elected as the other officers are.”

3. Article VI, Section 4c (now Section 3c). The following sentence was added: “ The secretary will also be the main line of contact for sending out general club announcements.”

4. Article VII, Section 1. Wording was changed from “ the meeting immediately preceding January of each year,” was changed to “held each January”

5. Article XIV, Section 5: The following wording was deleted: “on the first Saturday of each month”.

6. Article XIV, Section 6: Deleted entirely. Was: “An annual dinner and general member meeting will generally be held on the last Saturday of January.”

This document summarizes changes proposed by the MSU board in December 2025 and ratified by the MSU membership on January 14th, 2026 in person.

1. Article II, Section 1: **Requirements for assignment of Honorary Lifetime Members amended** from *“local dues are paid for these members as approved by membership vote for services rendered to the organization, or for overall lifetime achievement.”* to *“those for whom dues are waived for services rendered to the organization or overall lifetime achievement.”*

2. Article II, Section 2: **Specifications of memberships amended**: all instances of *“family”* were changed to *“household”* and *“family members”* changed to *“persons”*.

3. Article IV, Section 1: **Sentence removed**: *“Elections will be held every two years at the January general membership meeting.”* **Description of seven board members amended** from *“the three elected officers, the current president, the immediate past president, and two Active members in good standing.”* to *“the current president, the immediate past president, the vice president, the treasurer, the secretary, and two general officers.”*

4. Article IV, Section 1a: **Moved** from Article VI, Section 2.

5. Article IV, Section 3: **Clause added**: *“or hold in-person special elections outside of the January general membership meeting.”*

6. Article VI, Section 5: **Phrasing amended** from *“If a board member other than the president would like to serve a second term, they need to be put on the slate to be voted on by the general membership.”* to *“Board members other than the president must be voted in by the general membership to serve a second term.”*

7. Article VI, Section 2: **Moved** to become Article IV, Section 1a.

8. Article VI, Section 2 (previously Section 3): **Requirement for MSU president amended** from *"a current MSU board member."* to *"a current MSU member in good standing."*

9. Article VI, Section 3b (previously Section 4b): **Title changed**: all instances of *"president elect"* were removed from the position's title: *"President Elect Vice President"*. **Specification of contact lists changed:** *"mailing and*" was removed before *"emailing lists"*.

10. Article VI, Section 3d (previously Section 4d): **Money usage authorization amended** from *"The president may also, in close conjunction with the treasurer, receive and disburse monies."* to *"Current board members, in close conjunction with the treasurer, may also receive and disburse monies."*

11. Article VII Section 2: **Sentence removed:** *"Special meetings may be called by the directors, or by petition signed by at least 15% of the membership of MSU."*

12. Article VII, Section 3: **Sentences added:** *"Board member meetings shall be held in person or virtually at a date and time agreed upon by the board and frequency deemed necessary by the president."* **Order of business was removed:** *"a. Reading of the minutes of previous meetings, their correction, and approval. b. Treasurer's report, as deemed necessary by the president. c. Reports of the committees, as deemed necessary by the president. d. Announcements. e. Unfinished business. f. New business. g. Adjournment. h. Program."* **New guidelines and order of business was added:** *"a. The MSU board shall utilize the shared running agenda for each meeting. i. All board members shall add their business items, including any necessary links or documents, to the shared running agenda before the meeting. ii. The secretary shall take minutes of each meeting and update to-do lists on the shared running agenda, and add events/meetings to the shared calendar. b. The order of business at all meetings shall be as follows. i. Revisiting items from the previous meeting as needed. ii. Treasurer's report as needed (quarterly or as deemed necessary by the president). iii. President's items. iv. Vice president's items. v. Any other board member items. vi. Review of responsibilities."*

13. Article IX, Section 2: **Amended** from *"At general membership meetings, a majority of those present shall constitute a quorum."* to *"Members must be given 30-day notice of membership votes."*

14. Article X, Section 1: **Phrasing changed** from "one full month's" to "30-day".

15. Article XIII, Section 1: **Sentence removed**: *"A nominating committee, as appointed by the president, shall present a slate of candidates to the members, at the meeting immediately proceeding January in election years."* **Sentence added:** *"Nominations and self-nominations may be collected prior to an election meeting."* **Subsection added:** *"The MSU board may choose to collect a letter of intent from each nominee, which may be shared with voting members at the election meeting.*

16. Article XIII, Section 1: **Specification removed**: "*physical*" deleted from "*newsletter*". **Sentence removed**: *"An electronic version may also be published to active members."*

17. Article XIII, Section 2: **Sentence removed**: *"People inquiring about the activities of the MSU may receive one physical newsletter free of charge, but subsequent copies will be sent only to those who have become members by paying their annual dues."* **Phrasing changed**: "*electronic*" to *"online"* and "*published to*" to "*accessible to*".

18. Article XIV, Section 5: **Clause removed:** *"Unless canceled or rescheduled for exceptional reasons,"* to be specified with **sentence added**: *"In the event of exceptional circumstances, the annual weekend event may be moved to a different season.*"

19. Article XVI: **Rephrasing of objective**: *"Awareness and Aesthetic Appreciation"* to *"Awareness and Appreciation"*