

**NORTH BEND PROSPECTORS, INC.  
NORTH BEND, OREGON  
WWW.NBPPROSPECTORS.COM  
FACE BOOK**



**Mission Statement  
By-Laws  
Club Rules**

## **MISSION STATEMENT**

### **North Bend Prospectors, Inc.**

The mission of the North Bend Prospectors is to foster the spirit and preserve the rights and privileges of all miners and prospectors. We accomplish this by educating and encouraging small-scale mining and help to establish a positive image of today's mineral prospectors and miners.

1. Meetings and outings will be used to educate and provide the opportunity to prospect and mine.
2. Provide financial assistance to organizations and individuals fighting to maintain rights under the 1872 Mining Law as funds allow.
3. We are citizens of the Jefferson Mining District and as such adopt and support all rules and procedures of the district.
4. Fund raising will be used to educate the public on our mining history and recruiting like-minded folks. Funds raised will be used in support of the mission statement.

# **BY-LAWS OF NORTH BEND PROSPECTORS, INC.**

## **ARTICLE ONE**

### **NAME**

The name of the organization is and shall be North Bend Prospectors, a nonprofit corporation, Incorporated in the State of Oregon, sometimes referred to herein as "NBP" or the "Corporation".

### **OFFICE**

The principal mailing address of the Corporation shall be the address of the president elect. The Corporation may have such offices, either within or without the State of Oregon, as Board of Directors may determine from time to time.

### **PURPOSE**

The Corporation's purpose is to provide an environment for both members and any persons interested and to increase public awareness, with education of ecologically sound: prospecting, small scale mining and treasure hunting, for adults, families and their children. This includes training and education of locating, identification and legal removal of minerals, caches and treasures while keeping in mind the preservation of the environment and wildlife habitat. This shall be accomplished through lectures, demonstrations and hands on training at meetings, outings or any other setting deemed appropriate to the Board of Directors and at no cost to the participants. The Corporation, as a nonprofit entity, shall not be empowered to engage directly or indirectly in any activity, including distribution of its assets upon dissolution that would invalidate its status as an organization exempt from Federal Income Taxation under Sections 501 (a) and 501 (c)(3) of the Code. All references to the Code contained herein are deemed to include corresponding provisions of any future United States Internal Revenue Code.

[NOTE: Mission Statement is in addition to the purpose of NBP for clarification.](#)

# ARTICLE TWO

## MEMBERS

**SECTION 1. MEMBERSHIP** - Any individual who supports the purpose of the Corporation is welcome.

**SECTION 2. DISTRIBUTION OF THIS PUBLICATION.** A copy of these Bylaws and Policies & Procedures shall be given to all members.

**SECTION 3. VOTING RIGHTS.** Each member in good standing shall be entitled to one vote on each matter submitted to a vote by the members. Proxy voting will not be allowed. Good standing is defined as being current on all dues and/or assessments due the Corporation.

**SECTION 4. TERMINATION/SUSPENSION OF MEMBERSHIP.** The Board of Directors, by an affirmative vote of two-thirds (2/3) of all members of the board, may suspend or expel a member of the Corporation for cause after an appropriate hearing before the Board. The term "for cause" shall include (a) the member's conviction for a felony, (b) acts of reckless endangerment, (c) failure to perform commitments made to the Corporation, (d) conduct on the part of the member that would render him/her ineligible for indemnification if required by the Board, (e) member conduct which constitutes a conflict of interest with NBP. No termination or suspension of member shall be effective unless:

A: The member is given a 30-day written notice of the proposed termination or suspension of membership and of reasons therefore:

B. Such notice is delivered by first class certified mail sent to the address of the member shown on the Corporation's Records.

C. Such notice sets forth a procedure determined by the Board of Directors or a committee selected for the purpose by the Board whereby the member will be given the opportunity to be heard by such body, either orally or in writing, not less than (5) days before the effective date of proposed termination or suspension.

**SECTION 5. RESIGNATION.** Any member may resign by submitting a written resignation with the Secretary. The Corporation will consider any member to have voluntarily resigned when dues are ninety (90) days past due. Such resignation shall not relieve the member so resigning of obligation of promptly paying any dues, assessments, or other charges therefore accrued and unpaid.

**SECTION 6. REINSTATEMENT.** On written request by a former member to the Secretary, the Board of Directors, by affirmative vote of the majority of its members, may reinstate such former member to membership on such terms as the Board of Directors may deem appropriate.

**SECTION 7. MEMBERSHIP DUES.** Members dues are due for payment at the first membership meeting in January. Each member is responsible for filing a new membership application provided by the club with their dues. Payment must be in full at the time. Club will except Gold, Silver, Personal Check or Cash. A \$50.00 dollar fee will be assessed for any returned check.

**SECTION 8. MEMBERSHIP GUIDELINES.** It is each member's responsibly to read, understand, and abide by the NBP Bylaws, Rules and regulations. Violations of any rules, or bylaws are subject to review by the Board of Directors.

## ARTICLE THREE

### MEETING OF MEMBERS

**SECTION 1. MONTHLY MEETINGS.** Monthly Meetings of the members shall be held in Coos County, Oregon, on the **Second Thursday of Month**, or as determined by the membership. All meetings to start at 7PM. If the date fixed for the monthly meeting is a legal holiday, such meeting shall be held on the previous Thursday. **The nomination of Officers will be held in October and the election by vote of the membership will be in November.** If the election of Officers is not held on the day designated herein for any meeting, or at any adjournment thereof: The Board of Directors shall cause the election to be held at a special meeting of the members as soon thereafter as is reasonably practical.

**SECTION 2. SPECIAL MEETINGS.** Special Meetings of the members may be called by the President/Chairperson, the Board of Directors, or not less than ten percent (10%) of the members in good standing at a time and place designated by the Secretary. If no designation is made, the place of the meeting shall be the principal location of all regular meetings.

**SECTION 3. NOTICE OF SPECIAL MEETING.** Written or printed notice stating the place, day and hour of the Special Meeting of the members shall be given either personally, by Email or by first class mail to each member entitled to vote at such meeting, not less than three (3) days and not more than thirty (30) days before the date of such meeting; provided that such notice is given by mail, same shall be deposited with the US Postal Service at least eight (8) days prior to the date set for the meeting. Members entitled to attend such meeting shall be determined by the Secretaries Register of members. Business transacted at a Special meeting shall be limited to the purpose stated in the notice.

**SECTION 4. QUORUM.** At all Monthly or any Special Meeting of the Corporation, a quorum shall consist of a minimum of seven (7) voting members.

**SECTION 5. MEMBERSHIP LIST.** The Secretary shall keep the list of all members. Any mailing list of the NBP Members shall be used for NBP business only. All other uses are strictly prohibited.

## **ARTICLE FOUR**

### **BOARD OF DIRECTORS**

**SECTION 1. GENERAL POWERS.** The affairs of the Corporation shall be managed by its Board of Directors.

**SECTION 2. NUMBER, TENURE, AND QUALIFICATIONS.** The members of the board shall consist of elected officers as defined in Article 5 Section 1. A minimum of five (5) and a maximum of (9) additional members shall be appointed by the president-elect to serve as the Board

(5)

of Directors. All appointments must be confirmed by a majority vote of the membership present at a regular or special meeting called for that purpose. Members of the Board shall serve one (1) year term. All members will have only one (1) vote on any business brought before the Board.

**SECTION 3. REGULAR MEETING.** A regular meeting of the Board shall be held, without any notice other than the bylaw, at least four (4) times a year or as directed by the Board (except when conflicting with a Holiday) for the purpose of conducting the business of the Corporation. The regular meeting shall be held at a location designated by the Secretary. The time of these meetings shall be determined by resolution of the Board.

**SECTION 4. SPECIAL MEETING.** Special Meeting of the Board of Directors may be called by or at the request of the President/Chairperson or any two (2) Directors and shall be held at a location as the Secretary may determine.

**SECTION 5. NOTICE.** Notice of any Special Meeting of the Board of Directors shall be given at least three (3) days prior thereto by written notice delivered personally, by email, or sent by mail or telegram to each Director at his/her address as shown on the records of the Corporation. Any such notice sent by mail shall be deposited with the US Postal Service at least eight (8) days prior to the date set for the meeting. If notice is given by telegram, such notice shall be deemed delivered to the telegraph company. Any Director may waive notice of the meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, unless a Director attends such meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The reason for calling a special meeting shall be specific in the notice of "waiver of notice" of such meeting.

**SECTION 6. QUORUM.** The presence of six (6) Directors of the Board of Directors shall constitute a quorum for opening any meeting of the Board; but any number of Directors may continue to transact business of the Corporation once a meeting of the Board is validly opened.

**SECTION 7. BOARD DECISIONS.** The act of a majority of the Directors present at a meeting shall be the act of the Board of Directors, unless the act of a greater number is required by Law or Bylaws.

**SECTION 8. VACANCIES.** Any vacancy occurring of the Board of Directors, and any Directorship to be filled by reason of any increase in the number of Directors, shall be filled by action of the Board if Directors. A Director appointed to fill a vacancy shall serve for the unexpired term of his/her predecessor in office. Each such appointment by the Board shall be subject the approval or disapproval of the general membership at a regular or special meeting called for that purpose.

**SECTION 9. COMPENSATION.** Directors shall not receive any salary for their services. Reimbursement for all or a part of expenses actually incurred in connection with attendance of any or regular or special meeting of the Board may be allowed, with the approval of a majority vote of the membership present at a regular or special meeting called for that purpose.

**SECTION 10. BUDGET.** The Board shall review and approve an annual budget in December for the Corporation based upon projected income and expenses for the coming year, to be published and handed-out at the next regular meeting.

## **ARTICAL FIVE OFFICERS**

**SECTION 1. OFFICERS.** The Officers of the Corporation shall be a President (who shall be the "Chairperson" of the Board), a Vice President, a Secretary, a Treasure, Claims officer and such others chairpersons as shall be appointed by the Board. All Officers shall have authority to perform the duties as shall be prescribed, from time to time, by the Board of Directors. The office of Secretary and Treasure may be held by the same person.



**SECTION 2. ELECTION AND TERM OF OFFICE.** The officers of the Corporation shall be elected annually at the November monthly meeting and shall serve for one-year term. If the election of Officers is not held at such meeting, such election shall be held as soon thereafter as is convenient. New Offices may be created and filled at any meeting of the Board of Directors. The same person shall not fill the Office of President for more than two consecutive years. The selection of officers and members of the Board of Directors will be by nomination and vote of the General Membership.

**SECTION 3. REMOVAL.** The Board of Directors may remove any Chairperson appointed by the Board of Directors whenever, in its judgment, the best interest of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

**SECTION 4. ATTENDANCE AT A BOARD MEETING.** Member of the Board of Directors who miss fifty percent (50%) of regularly scheduled meetings in one year shall, by vote of the Board of Directors, be subject to removal from the Board.

**SECTION 5. VACANCIES.** A vacancy in any officer position because of death, resignation, removal, disqualification, or otherwise shall be filled by action of the Board of Directors. An officer appointed to fill a vacancy shall serve for the unexpired term of his/her predecessor. Each such appointment by the Board shall be subject to the approval or disapproval of the general members at a regular or special meeting called for that purpose.

**SECTION 6. COMPENSATION.** Officers shall not receive any salary for their service. Reimbursement for all or a part of expenses actually incurred in connection with attendance at any regular or special meeting of the Board may be allowed, with the approval of a majority vote of the membership present at a regular or special meeting called for that purpose.

**SECTION 7. PRESIDENT/CHAIRPERSON.** The President shall be the chief officer of the Corporation and shall be primarily responsible for the operation of the Corporation. He/she shall be responsible to set goals and direction, and to implement programs to achieve them. As determined by the Board, the President/Chairperson shall appoint a Parliamentarian who shall be knowledgeable of Roberts Rules of Order. As Chairperson of the Board, the President shall preside at all meetings of the membership and of the Board of Directors. He/she shall sign all deeds and conveyance, all contracts and agreements, and all other instruments requiring execution on behalf of the Corporation and shall act as operating and directing head of the Corporation, subject to policies and limitations established by the Board of Directors. In case of the permanent absence or inability of the President/Chairperson to act, that the Board of Directors shall declare the office vacant and a successor shall be chosen by the Board, subject to the approval or disapproval of the general members at a regular or special meeting called for that purpose.

**SECTION 8. VICE PRESIDENT.** The Vice President shall act in the place of the President, if and when the President is temporarily unable to carry out the required duties of his/her position. The Vice President shall not have the right of succession to the Presidency if and when the President/Chairperson is permanently unable to perform his/her duties. The Vice President shall also serve on committee and perform various duties as assigned by the President/Chairperson or the Board of Directors.

**SECTION 9. SECRETARY.** The Secretary shall see that the minutes of all meetings of the General Membership and the Board of Directors are taken and kept. He/she shall have the charge of all the books and records of the Corporation except the book of accounting, and in general, shall perform all duties incident to the office of Secretary of a corporation and such other duties as may be assigned to him/her.

**SECTION 10. TREASURER.** The Treasure shall have general custody of all funds and securities of the Corporation except such as may be required by law to be deposited with any state official. He/she shall see to the deposits of the funds of the Corporation in such bank or banks as the Board of Directors may designate.

**CONT: SECTION 10. TREASURER.** Regular book of account shall be kept under his/her direction and supervision, and he/she shall render financial statements to the President/Chairperson, Directors, and members at proper times. The Treasurer shall have charge of the preparation of the annual budget and filling of such reports, financial statements, and returns as may be required by law. He/she shall give to the Corporation such fidelity bond as may be required by the Board Chairperson, and the premium therefore shall be paid by the Corporation as an operating expense.

**SECTION 11. SECRETARY - TREASURER.** The office of Secretary / Treasurer may be filled by a single person. Such a position would be responsible for all duties as described in Article 7, Sections (9) and (10).

**SECTION 12. POWERS AND DUTIES.** The several officers shall have additional powers and shall perform such additional duties as may from time to time be specified in resolutions or other directives of the Board of Directors.

## **ARTICLE SIX**

### **COMMITTEES OF THE BOARD**

Committees of Board Members may be established from time to time and their respective members appointed by a majority vote of the Board of Directors. The Board shall, as a minimum, establish a Nominating Committee and Membership Committee.

**SECTION 1. NOMINATING COMMITTEE.** This Committee shall be chaired by an appointed Board Member. The Committee shall annually propose a slate of officers and directors to be voted on by the membership.

**SECTION 2. MEMBERSHIP COMMITTEE.** This Committee shall be chaired by the same elected Board Member in Section 1 of Article 6. This Committee shall be responsible for obtaining and retaining members.

## ARTICLE SEVEN

### CONTRACTS, CHECKS, DEPOSITS AND GIFTS

**SECTION 1. CONTRACTS.** The Board of Directors may authorize any Officer or agent of the Corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name and on behalf of the Corporation, and such authority may be general or may be defined to specific instances.

**SECTION 2. CHECKS, DRAFTS, OR ORDERS.** All checks, drafts, or orders for payment of money, notes: or other evident of indebtedness issued in the name of the Corporation shall be signed by the Treasurer and the President or Vice President of the Corporation.

**SECTION 3. DEPOSITS.** All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories, as the Board of Directors shall select.

**SECTION 4. GIFTS.** The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for any purpose of the Corporation.

**SECTION 5. EXPENDITURES.** Any expenditures greater than \$500.00, regardless of whether they are budgeted, must be approved by the Board of Directors and the General Membership at the next available regular meeting of the membership.

## ARTICLE EIGHT

### BOOKS AND RECORDS

The Corporation shall keep correct and complete books of account and shall also keep minutes of the proceedings of its members, Board of Directors, committees exercising any of the authority of the Board of

Directors, and shall keep at the principle office a record giving names and addresses of the members entitled to vote. Any member, or his/her agent or attorney may inspect all books and records of the Corporation, for any business purpose at any reasonable time.

## **ARTICLE NINE**

### **FISCAL YEAR**

The fiscal year of the Corporation shall begin on January 1st and end at midnight on December 31st.

## **ARTICLE TEN**

### **OPERATING FUNDS**

Operating funds may be obtained through merchandise sales, raffles, donations, advertisement sales, and educational fund-raising activities.

## **ARTICLE ELEVEN**

### **AMENDMENT OF BYLAWS**

These bylaws may be altered, amended, or repealed, and new bylaws may be adopted by a majority vote of the membership present at a regular meeting or a special meeting, if at least thirty (30) days written notice is given of intention to alter, amend, or repeal, or to adopt new bylaws at such meeting. Such notice shall include proposed changes.

**North Bend Prospectors, Inc.**  
<http://www.NBProspectors.com>

**CLAIM/OUTING  
RULES AND REGULATIONS**

**GENERAL RULES**

1. Membership status must be current, unpaid members do not have membership privileges or benefits.
2. "Paid-up" Members will receive all privileges available based upon their type of membership in the North Bend Prospectors, Inc. hereafter referred to as the "CLUB".
3. All members shall wear and will be identified by a special club membership badge while prospecting on the claims. There will be no exceptions to this rule! Anyone found prospecting on the claims without this badge prominently displayed will be subject to being escorted off the claim.
4. All members shall receive an annual badge after dues are paid in full for the New Year.
5. Only a spouse and/or child under the age of 19 will be allowed to prospect on the claims with the member. A pass may be purchased by members for a Guest(s).
6. Members will maintain proper conduct and observe all Club, State of Oregon, and BLM Rules and Regulations. Camping is limited to fourteen (14) days in a Ninety (90) day period as per Forest Service and BLM Rules. Firearms may only be worn in a safe manner while on the Claims and used only for the protection from animals, etc... Members shall immediately report any dangerous situations to the Club Staff and/or the Proper Authorities.

7. All members are expected to have their own property, casualty and health insurance to pay for any accidents that occur while they are on the claims. All members must have signed a Statement acknowledging the potential risks and dangers and accepting full responsibility for their actions and those of their family and guests as well. As any non-member actions. Each member is responsible for the safety and well being of themselves, their family, guests and other persons who maybe using the claim while they are there.

8. The claims will be used for Individual and Group Prospecting Activities. No member may prospect in the "Designated" Group Activities area until declared open to prospecting by the director in order to promote group activities within the club. Remember to backfill all holes that you dig prior to leaving the claim.

9. Special Group Prospecting Events will be scheduled for club members and guests and will be conducted by the management and members on the claims in the Group Activity Areas or other appropriate areas and open to members and club guests.

10. No Member may Sell, Covey, or Loan their membership to anyone else ever!

11. All gold found by individual members prospecting in a non-commercial area shall be theirs to keep.

12. Any dispute(s) and violations will be handled by the Director and/or the management staff. Their decision on matters regarding the claims shall be final, including sanctions and expulsion of members from the claim and/or Club for extreme and/or repeated violation(s) of the rules and regulations.

13. Family Pet(s) must be kept on a leash not to exceed 10 feet and kept under control while the owner prospects.

14. members are responsible for proper disposal of their debris (Garbage, Pet Feces, RV Sewage, etc...)

14. Cont. Pack it in, Pack it Out! Campfires are to be properly extinguished. Fire Regulations and Rules will be strictly enforced! Please be courteous to others using the area for non-prospecting recreational uses as allowed by law. They may recreate, but they may not interfere with any proper mining activities conducted by the Club or its Members. Report any violations immediately!

15. The Club Mining Notice and any Necessary permits are to be carried and available for official inspection when prospecting on all claims. All members must follow the mining notice guidelines for prospecting on the claims. No Commercial Equipment shall be used except when approved by the Club Staff!

16. Individual prospecting in the Commercial Operation Area is STRICTLY PROHIBITED! These areas will be clearly posted!

17. All GOLD found while working on the Commercial Operation must be turned into the operation for appropriate handling/splitting.

## **GUEST RULE**

A paid-up member may bring one Guest, and Guest can actively participate in a member's prospecting operation for up to 2 days per year without paying for membership. All guest must fill out a "membership Application" and "Release the Club in Full of any and all claims". It must be SIGNED and in the Clubs Possession before the guest may participate.

## **CAMPING RULES**

1. Campsite shall not block any access roads.
2. All Camping must be kept clean, orderly and organized.
3. Camping is allowed by Club Members for up to fourteen (14) days in a Ninety (90) day period.



## **EQUIPMENT RULES**

1. NO Abandoned equipment: Members may not leave mining gear, dredges, vehicles, camping gear or any other belongings on Club Properties unattended for more than three (3) days without prior written approval from the Club.

2. All abandoned equipment will be disposed of by the Club at the owner's expense.

**NOTES:**