

BYLAWS
OF THE
NEUSE RIVER VALLEY MODEL RAILROAD CLUB
ADOPTED

FEBRUARY 15, 1984

(AS AMENDED MAY 16, 2007 and SEPTEMBER 19, 2019)

ARTICLE I - AUTHORITY AND POWER

- 1. The authority of the within Bylaws is derived from the Constitution of the NEUSE RIVER VALLEY MODEL RAILROAD CLUB under Article VIII entitled Bylaws, and further by the Statutes of the State of North Carolina.**

- 2. The Purpose of the Bylaws is:**
 - A. To set down rules which are to be followed in regulating the general affairs of the Club.**

 - B. To advise the rights, duties and powers of the membership and officers in relation to the Club and among themselves.**

 - C. To make legal provision for a ballot on any matter which in the judgment of the membership may be necessary and proper.**

ARTICLE II – MEMBERSHIP

- 1. To qualify for membership in this club, a natural person or organization shall be in agreement with the Preamble and Purpose of the Constitution of the Club.**
- 2. Applicants for membership must attend 2 meetings within a period of 60 days and submit a membership application.**
 - A. Definition of "Meeting"**
 - (1) General monthly business meeting**
 - (2) Monthly BoG meeting**
 - (3) Wednesday social meet**
 - (4) Any other time as designated and approved by the BoG**
- 3. Classes of members**
 - B. Probationary**

A person is considered a Probationary member from when they submit a membership application until they are voted into membership.
 - C. Youth**

A youth member is a person under the age of 16 years. They must be accompanied by a parent, guardian or a Senior member in good standing. A Youth member has no voting power, may not hold an elective office nor may they be a key holder. A Youth member pays dues at 20% of the annual dues base rate, but no less than \$12 per year.
 - C. Junior member**

Open to those applicants between 16 years of age and 21 years of age. A junior member pays dues at 30% of the current base rate, but no less than \$24 per year. Junior members have no voting power, may not hold an elective office nor may they be a key holder.
 - D. Senior member**

Open to those applicants 21 years of age and older. Senior Members pay dues at the current dues base rate. Senior members, in good standing, have full voting power, may hold an elective office and may be a key holder. A Probationary member may become a Senior member upon completion of the following:

 - (1) Submission of a request for Senior Membership status to the Membership Committee.**
 - (2) The reading of the request by the Club secretary at the regular monthly business meeting and the recording the same in the minutes of that meeting.**
 - (3) The Membership Committee, by vote of the Senior members voting,**

is directed to confer Senior member status.

ARTICLE II – MEMBERSHIP (CONTINUED)

E. Honorary member

- (1) Upon recommendation of the Membership Committee, any member may be made an Honorary Member.**
- (2) As recognition of meritorious service to the Club, any nonmember may be elected as an Honorary member by vote of the Club's voting membership present at a regular monthly business meeting.**
- (3) Honorary members shall have no vote nor be required to pay any dues, fees, or assessments.**
- (4) Upon recommendation of the Membership Committee and a majority vote of the Senior membership, an Honorary member may be granted appropriate membership status.**

F. Associate member

- (1) Any natural person may become an Associate Member upon application to the Membership Committee and payment of a yearly fee.**
 - (a) Spouses of Senior members and Parents or Guardian of a Youth/Junior member shall pay a fee of twenty-five percent (25%) of the current dues base rate. Other natural persons shall pay a fee of at least sixty percent (60%) of the current dues base rate per year.**
 - (b) Such Associate members, by vote of the Board of Governors, may be granted Limited Membership Privileges (LMP).**
 - (c) Upon recommendation of the Membership Committee and a majority vote of the Senior Membership, any such Associate member may be granted appropriate membership status.**
- (2) Associate members shall have no voting powers, may not hold elective office, nor may they be a key holder.**

G. Special Circumstances Membership

The Board of Governors, at its discretion, may confer on a person a "Special Circumstances Membership". Special Circumstances to be defined by the Board of Governors as necessary. All such memberships shall be in agreement with sections 1 and 2 of this article. All such memberships must be approved by a unanimous affirmative vote of the Board of Governors. All such memberships shall expire on the following May 31st.

ARTICLE II – MEMBERSHIP (CONTINUED)

- H. Corporate membership / Sponsorship**
Open to those corporations or other businesses who make a substantial contribution to the club. The Board of Governors may confer corporate membership status at its pleasure. Corporate members have no voting power nor may they hold elective office or be a key holder.

- 4. Resignation - Removal - Good Standing**

 - A.** A member whose dues or fees or assessments are three (3) months in arrears is considered not in good standing. Written notice to this effect will be made to such member by the Club's Secretary. If the arrears are not paid up to date within three (3) months of such written notice, the member will be dropped from the club.
 - B.** Members may resign upon written notice to the Club secretary.
 - C.** Any member who resigns or is dropped from the Club relinquishes all rights and privileges of the Club and claims against it.
 - D.** Youth and Junior members in good standing will automatically be promoted to the next higher level of membership on his or her birthdate consistent with the appropriate age brackets as set forth in the bylaws.
 - E.** (1) A written petition by 50% of the Senior Members in good standing may be presented to the Board of Governors requesting the removal of a member, with the reasons for removal listed in the petition.

(2) The Board of Governors, by unanimous approval, may present the petition to the entire membership for approval.

(3) The member in question may present a defense at this time.

(4) An affirmative vote by 80% of the Senior Members in good standing shall be required for removal of the member.

(5) If approved the removal is effective immediately.

(6) Reasons for removal shall include, but not be limited to, conviction of a felony, any action which might endanger the non profit status of the club or any action which would place the club in peril.

- 5. Membership votes must be held at the Monthly General Membership Meeting. A majority show of hands, or a majority by written ballot if requested by a Senior member, by the Senior members in good standing attending the meeting shall be considered an affirmative membership vote. The applicant must be present at such meeting unless given exception by the BoG.**

- 6. Upon adoption by an appropriate vote by the Senior Members in good standing, these amendments shall be effective immediately.**

ARTICLE III - OFFICERS AND ELECTIONS

1. President:

- A. Shall preside at all meetings of the Club and shall be a member ex officio of all committees.**
- B. Shall be responsible for the general welfare and progress of the Club.**
- C. Shall have the authority to appoint a Junior/Senior member to serve on any committee deemed necessary to fulfill the duties and responsibilities of this office.**
- D. Shall be elected to a one-year term of office.**
- E. Shall not succeed him/herself more than five (5) times.**

2. Vice President:

- A. Shall assume the duties of the President in the President's absence or incapacity.**
- B. Shall be responsible for the Register Book.**
- C. Shall have such duties as may be assigned by the President or Board of Governors.**
- D. Shall be elected to a one-year term of office.**

3. Secretary:

- A. Shall keep accurate records of all business meetings, attend to correspondence in the Club's name, carry out such duties as are set forth in the Constitution and in these Articles, and perform the usual duties of a Secretary.**
- B. Shall be elected to a one-year term of office.**

ARTICLE III - OFFICERS AND ELECTIONS (CONTINUED)

4. Treasurer:

- A. Shall be responsible for proper receipt, deposit, disbursement, and accounting of all Club funds.**
- B. Shall collect all dues, fees, and assessments.**
- C. Shall assume the duties of Vice President in the Vice President's absence or incapacity.**
- D. Shall be elected to a one-year term of office.**

5. Board of Governors:

- A. Article III, Section 3. A. (2) of the Constitution provides for three (3) at-large members coming from the Club's membership. These three (3) members shall be elected by the membership.**
- B. The general management of the Club is to be vested in the Board of Governors, and all Club business, unless specified otherwise, is to be decided by majority vote of the Board of Governors.**
- C. The President should direct a Junior and/or Youth member to attend all Board of Governors meetings.**
 - (1) These members should be selected by their respective membership status group.**

6. Elections:

- A. A nominating committee, consisting of the three (3) at-large members of the Board of Governors, one month prior to the election shall announce the nominees; at which time nominations from the floor shall be accepted.**
- B. No member may be nominated that is not in good standing.**
- C. Tellers to count the vote shall be appointed by the President immediately following the closing of nominations, and the first named teller shall be Judge of Elections.**
- D. Permission to submit names for nominations must be secured from prospective nominees.**

ARTICLE III - OFFICERS AND ELECTIONS (CONTINUED)

E. A special election shall be held to fill each vacancy occurring in any office, between elections, until the next regular election.

(1) Should such vacancy occur within ninety (90) days of a regular election, the Board of Governors may appoint a person to complete the term of office.

7. Removal from Office:

A. A written petition against an officer signed by at least sixty percent (60%) of the Senior membership must be submitted to the Board of Governors, at which time the officer will be immediately suspended.

(1) The Board of Governors shall appoint a Senior member to fill the office during suspension.

B. Within sixty (60) days, the Board of Governors shall meet jointly with the membership to hear from the accused and accusers.

C. Seventy-five percent (75%) of the votes cast shall be in favor of a motion for removal from office to effect the action. If not passed, the officer will be reinstated.

ARTICLE IV - FINANCE AND ASSETS

- 1. The fiscal year shall be from June 1 to May 31.**
- 2. Audit:**
 - A. The Ways and Means Committee shall audit the books of the Secretary and Treasurer at the close of each fiscal year.**
 - B. The Treasurer shall prepare a written financial statement closing out the fiscal year. This statement shall be presented at the first regular monthly business meeting of the new fiscal year.**
 - C. The incoming officers shall accept the funds of the Club subject to said audit.**
- 3. Dues:**
 - A. The dues base rate shall be decided by vote of the Senior membership but not less than twenty-four dollars (\$24.00) per year.**
 - B. Dues are considered payable and due on the first day of the first month of each new fiscal year.**
 - C. Dues may be paid in one full payment or in multiple payments under a plan arranged with and approved by the Treasurer.**
 - D. No dues shall be paid beyond any current fiscal year.**
 - E. Dues for persons changing membership status shall be prorated.**
- 4. Fees:**
 - A. Probationary membership application fee is five dollars (\$5.00).**

ARTICLE IV - FINANCE AND ASSETS (CONTINUED)

5. Assessments:

- A. Assessments may be made from time to time on the members, as required for the financial stability of the Club, on vote of the Club.**
- B. Assessments shall be due one (1) month from date of assessment.**
- C. Assessments shall be prorated according to membership status.**

(1) Dues rate proportions may not be exceeded when levying assessments.

6. Banking:

- D. The Treasurer of the Club is directed to conduct the financial and banking affairs of the Club in a manner consistent with accepted good bookkeeping and accounting procedures and practices designed in all cases to benefit the financial standing of the Club. The Treasurer shall stand in a fiduciary relationship with the Club.**
- E. All withdrawal-type transactions with the bank must be signed by both the President and the Treasurer.**

7. Fund-Raising:

- A. In the event a special project is proposed and approved requiring more money than is readily available from the Club's accounts, special money-raising projects may be entered into, providing sixty percent (60%) of the members attending the business meeting following that at which the proposal is made shall approve the project and also providing that the voting members of the Club are given prior notice of such proposals.**
- B. Individual members may engage in a variety of fund-raising events and activities in the name of the Club, provided they have prior approval from the Board of Governors.**

ARTICLE V - MEETINGS

1. Regular Meetings:

A. The Board of Governors shall meet at least once a month to conduct the Club's general management business.

(1) This meeting shall be separate from the membership's regular monthly business meeting.

(2) All matters to be brought before the membership by the Board of Governors will be prepared during the Board's meeting.

B. The membership shall have a regular monthly business meeting for the purpose of voting on those matters brought before the body by the Board of Governors.

(1) The membership shall be provided with an opportunity to bring new business before the Board for its consideration.

2. Special Business Meetings:

A. Special business meetings may be called by the Board of Governors or on petition of any ten (10) members to the Board of Governors.

(1) All voting members shall receive prior notice for all called special meetings.

3. Prior Notice:

A. A written notice of particulars mailed to the voting membership seven (7) days before the meeting in question shall constitute proper notification.

(1) Amendments to the Constitution and Bylaws, changes in the dues base rate, and fund-raising projects shall also be posted on the Club's bulletin board at least one meeting before a vote is to be taken.

B. The failure of any member to receive such notice shall not invalidate the proceedings provided that at least seventy-five percent (75%) of those attending the meeting have received notice.

ARTICLE V - MEETINGS (CONTINUED)

- 4. Voting:**
 - A. Only members in good standing shall be entitled to vote.**
 - B. In the election of officers, the candidate receiving the largest number of votes for any given office shall be declared the winner.**
 - C. On all matters to be voted upon, a simple majority of the votes cast will suffice the question, unless otherwise noted specifically in the Constitution or Bylaws.**

ARTICLE VI - COMMITTEES

- 1. Standing Committees:**
 - A. Membership Committee;**
 - (1) Shall have three (3) members**
 - (2) Shall provide a suitable application blank, furnish information on membership to applicants, and screen applicants for membership.**
 - B. Ways and Means Committee;**
 - (1) Shall have three (3) members**
 - (2) Shall audit the records of the Secretary and Treasurer and report to the membership at the second regular monthly business meeting of the fiscal year.**
 - C. House Committee;**
 - (1) Shall have three (3) members**
 - (2) Shall have charge of such quarters as are occupied by the Club.**

ARTICLE VI - COMMITTEES (CONTINUED)

D. Engineering Committee;

- (1) Shall have five (5) members**
- (2) Shall be responsible for the construction, maintenance, and operation of any model layout owned by the Club.**

E. Program Committee;

- (1) Shall have three (3) members**
- (2) Shall be responsible for Club-sponsored activities, promotion and public relations.**