

Salem Stamp Society
Salem, Oregon

By-Laws

Article I
Name

Section 1:
Name The name of this corporation is Salem Stamp Society, Inc.

Article II
Purpose

Section 1:
Purpose The purpose of the Society shall be to promote fellowship of all who are interested in the study of philately; to facilitate the exchange of knowledge of the various branches of the hobby among its members; to assist members in the acquisition and disposal of stamps and other philatelic materials; to encourage participation in exhibiting at philatelic functions; and to disseminate information relating to philately among its members and the general public.

Article III
Membership

Section 1:
Eligibility Any person interested in the purpose of the Society may become a member subject to the provisions and by-laws.

Section 2:
Application Applications for membership shall be submitted on an appropriate form provided by the Salem Stamp Society. Annual dues are expected at the time of membership.

Section 3:
Dues Dues shall be set by the board as needed and presented to the membership at the annual meeting for their approval.

Section 4:
Type A. A regular member shall be defined as someone who has reached their 18th birthday. They will have full privileges from the date of membership until its expiration. This includes voting for officers and other items of interest presented from the board to the membership. It also includes one copy of all club mailings and/or emails.

B. Family memberships shall be for all persons living at the same address. Each family member over the age of 18 is entitled to vote. They will be listed together in the membership directory and will receive one copy of all club mailings and/or emails. Each member may receive an individual email if requested. .

- C. Junior memberships shall be for those members who are under the age of 18 with dues being one-half of the regular membership. They are entitled to vote on issues not related to the fiscal corporation, and will receive one copy of all club mailings and/or emails.
- D. Life members shall be those members of the Salem Stamp Society who have been given this honor by the Board of Directors. They are exempt from payment of dues and retain all rights of regular members, including voting and club mailings and/or emails.
- E. Honorary members shall be such persons, whether or not they are members of the Salem Stamp Society, who, by a unanimous vote by the Board of Directors, are deemed worthy of this honor because of their service to the Salem Stamp Society or by their contribution to philately in general. Honorary members are exempt from paying dues. They will have no vote, unless present at a meeting where a vote occurs. They will receive club mailings and/or emails.

Section 5:

Suspension or Termination of Membership

- A. If charges of any kind are of a nature such as to be detrimental to the Society or to its members be brought against any member of the Society, the President shall appoint a committee of five (5) members to hear such charges and to render a decision as to the validity and fairness of such charges, and to recommend what action is to be taken.
- B. It shall be the duty of the President to inform the member of findings of the special hearing committee.
- C. If recommendations for suspension or removal is indicated, the party shall have the right to request a hearing before the Board of Directors. The Board's decision, following the hearing of the case, shall be final.

Article IV
Meetings

Section 1:

Society

The meeting date of the Society shall be ordinarily the second (2nd) Wednesday of each month, at a time and place designated by the Board of Directors. Dates and times may change with a vote by the Board of Directors and a general agreement by the membership of the Society. Notice of a change of meetings shall be communicated to the membership no less than one month before the change of date, unless it is weather related.

Section 2:

Board

The meeting of the Board of directors shall be the fourth (4th) Tuesday of each month, or on an alternate date set by the Board of Directors, from time to time, with not less than 15 days' notice to the members of the Society. The meeting shall be held at a place designated by the Board of Directors.

Section 3:

Special

Special meeting of the Board members may be called by the President provided notice has been communicated to the members at least five (5) days prior to the meeting date. No other business shall be transacted except for that for which the meeting is called. The minutes of the meeting shall be read at the general meeting for ratification.

Section 4:

Business

During the business portion of the regular meeting, no other activity shall take place.

Section 5:

Participation
at Board
Meeting

Directors may participate in a regular or special meeting by or conduct the meeting through, use of any means of communication by which either of the following occurs:

- (a) All directors participating may simultaneously hear or read each other's communications during the meeting; or,
- (b) All communications during the meeting are immediately transmitted to each participating director, and each participating director is able to immediately send messages to all other participating directors.

If a meeting is conducted through any means described in this Section 5, all directors shall be informed that a meeting is taking place at which official business may be transacted, and a director participating in the meeting by this means is deemed to be present in person at the meeting.

Article V
Officers

Section 1:

Officers

Elected officers shall be: President, Vice-President, Secretary, and Treasurer. Appointed officers shall be Show Director and Auction Director.

Section 2:

Duties

- A. President: It shall be the duty of the President to preside at all meetings of the Society and the Board meetings, to appoint all committees, to act as an arbitrator in any disputes that may arise among the members, to instruct the Secretary with regard to communications and correspondence with regard to other organizations, to disburse funds of the Society in event the Treasurer is unable to do so. If any officer of the Society is incapacitated or resigns position, the president will appoint a board member to secure items pertaining to the Society from said officer.
- B. Vice-President: It shall be the duty of the Vice-President to assume the duties of the President in his absence, to be in charge of programs for the year, to take over the leadership of the Society in case of the President leaving the Society.
- C. Secretary: It shall be the duty of the Secretary to issue notices of the meetings, to keep the minutes of the meetings of the Society and the Board of Directors, to maintain a membership list and a correspondence file of the

Society, and carry out such duties as the President may assign.

- D. Treasurer: It shall be the duty of the Treasurer to disburse funds of the Society upon vouchers approved by the Board of Directors, to collect dues, issue membership cards, deposit all monies of the Society in depositories designated by the Board of Directors, to make periodical financial reports as required by the Board, to make an annual financial report summarizing receipts and disbursements of all Society funds and to carry out such other duties as the Board may assign.
- E. Show Director: It shall be the duty of the Show Director to make arrangements for the show location, to be responsible for show advertising, to solicit vendors, to distribute show contracts and accept show fee payments, to forward show fee payments to the Treasurer, to make arrangements for show set-up and tear-down.
- F. Auction Director: Duties as outlined in the Guidelines for Auction Committee, as approved by the Board of Directors, from time to time.

Article VI
Board of Directors

Section 1:
Board of
Directors

The Board of Directors shall be the governing body of the Society and shall consist of the President (chairperson), Vice-President, Secretary, Treasurer, and six Directors, one of whom shall be appointed Show Director, and one of whom shall be appointed Auction Director. They shall have full authority to manage the business and all affairs of the Society. The Board shall meet prior to the regular meeting at such time and place as agreed upon by them. With approval of the members, they shall fix dues.

Section 2:
Duties

The Board of Directors shall establish and regulate the activities of the Auction, Library, Newsletter, Nominating, Publicity, Stamp Shows, and such other committees as they find necessary to carry out the functions of the Society.

Article VII

The Club Year, Annual Meeting, Nominations and Elections

Section 1:
Club Year

The club year shall be from January 1 to December 31.

Section 2:
Annual
Meeting

The annual meeting shall take place at the regular meeting in November.

Section 3:
Nominations

A nominating committee consisting of two past officers and one other non-officer or director club member shall prepare a slate of candidates for the positions of President, Vice-President, Secretary, Treasurer and the director positions then becoming vacant.

Section 4:

Elections

The officers shall be elected by the members of the Society and shall serve one year terms. The President and Vice-President shall serve no more than two consecutive terms in the same office. The Secretary and Treasurer may serve continuing terms. The Directors shall be elected for two years and be elected on alternate years. Elections shall be held at the first regular meeting in November. Those elected shall take office and assume duties the first meeting of the new year. A vacancy in the office of the President shall be filled by the Vice-President until the next annual meeting. Vacancies in the other offices shall be filled by the Board of Directors until the next annual meeting of the membership.

Article VIII

Finance

Section 1:

Fiscal Year

The fiscal year of the Society shall be July 1 to June 30.

Section 2:

Contributions

Any contributions, bequests, and gifts for the purpose of the Society shall be accepted and collected only as authorized by the Board of Directors.

Section 3:

Funds

All funds of the Society shall be deposited to the credit of the Society by the Treasurer in a timely manner as designated by the Board of Directors.

Section 4:

Signatures

Approved signatures: All checks and orders for payment of money shall bear the signature of the Treasurer, provided however, that in his absence, the President or his designee shall have full authority to sign checks. The President and Treasurer shall execute in the name of the Society all contracts or other instruments authorized by the Board of Directors.

Section 5:

Property

Title to all property and major equipment shall be held in the name of the Society. It shall be the duty of the Board of Directors to protect, manage and be the custodian of such property and material.

Section 6:

Financial

The President shall appoint a committee to conduct a financial review of the financial records of the Treasurer annually. Their findings shall be reported to the Board in a timely manner. When necessary, the President shall appoint a committee to review any and all assets of the Salem Stamp Society. If an audit is deemed necessary the board shall vote to approve any necessary action.

Article IX

Parliamentary Authority

Section 1:

Rules of Order

Roberts Rules of Order, Revised shall be the parliamentary authority governing the meetings of the Society and the Board of Directors.

Article X
Amendments

Section 1:

By-laws

These By-laws may be amended by two-thirds vote of the members present and voting at any meeting of the Society provided the proposed amendment shall have been included in the notice of the meeting and that the notice was mailed to all members at least (5) days in advance of the meeting date.

Approved by Board of Directors: September 24, 2019

Approved by the membership: November 13, 2019