

Bylaws of the Virginia, Piedmont & Central HO Model Railroaders

Article I - General

Section I – Name:

The name of the club shall be the **Virginia Piedmont & Central HO Model Railroaders** (hereinafter referred to as the Club), dba **VP&C**.

Section II – Purpose:

The purpose of the Club shall be to promote and maintain interest in the hobby of model railroading with an emphasis on the HO scale and the fellowship to be derived from which makes the hobby an institution of enjoyment and education.

This club is a Special Interest Group (SIG) of the **Richmond Freelance & Prototype Model Railroaders, Incorporated** (hereinafter referred to as the Parent Club).

Section III – Membership:

Any member of the Parent Club, in good standing, interested in the membership of the Club may be a member.

Section IV – Officers:

The Club shall have four (4) officers: President, Vice-President, Secretary and Treasurer.

Section V – Amendments:

In addition to any Bylaws enumerated in this charter, the Club hereby adopts in its entirety and incorporates by reference the Bylaws and Rules governing the Parent Club.

Article II – Membership and Meetings

Section I – Dues and Assessments:

- A. Regular members shall pay monthly dues as fixed by a vote of the membership provided that the Secretary has notified all members of the business meeting at least ten (10) days prior to the meeting of the vote.
- B. Assessments, not to exceed twelve (12) months dues in any calendar year, may be levied upon the voting membership by a simple majority vote.

Section II – Meetings and Quorums:

- A. Regular meetings will be convened on a date and time as fixed by a vote of the membership, provided the Secretary has notified all members of the business meeting at least ten (10) days prior to the meeting of the vote. This will include a date and time for the business meetings. Members who are unable to attend may vote by proxy.
- B. Any meeting which falls on a national holiday shall be held on an alternate date as fixed by a vote of the membership. The officers may call a special business meeting at their discretion if a situation warrants it.
- C. Any meeting may be canceled or moved to another night of the same calendar week by a simple majority vote at a previous meeting.
- D. Quorum:
 - 1. A quorum consists of at least one third of the voting membership will be necessary to transact business at any regular or special meeting.
 - 2. A simple majority vote is defined as the majority of those members present and voting.

Section III – Elections:

- A. The elections of officers shall be held each year at the February business meeting.
- B. The elected officers shall consist of: President, Vice-President, Secretary and Treasurer.
- C. The first business meeting of the calendar year shall have elections nominations as a mandatory agenda item. . A nominating committee shall be selected at the November business meeting, though nominations will also be accepted from the floor.
- D. Nominations shall be made and closed by a simple majority vote.

- E. Voting shall be by secret ballot. A simple majority shall be required for the election of any officer.
- F. All officers are limited to two (2) consecutive terms in any one (1) office. The portion of the year commencing with the formation of the Club or served to fill a vacancy will not be considered in this limitation.
- G. No officer may hold more than one (1) office concurrently.

Section IV – Prerequisites for Elected Officers:

- A. Each officer shall be a regular member, twenty-one (21) years old or older and eligible for bonding. Each officer shall have been a regular member for three (3) months or more.

Section V – Duties of Officers:

- A. The President shall perform the usual duties of such office, preside at all business meetings and shall be a member ex-officio of all committees.
- B. The Vice-President shall perform all duties of the President in the absence of the President. The Vice-President shall serve as chairman of the membership committee.
- C. The Secretary shall:
 - 1. Take minutes.
 - 2. Be responsible for making all official mailings of club correspondence.
 - 3. Be responsible for maintaining the file of minutes and club records.
 - 4. Keep a file of all club correspondence.
 - 5. Be responsible for notifying all members of any special activities.
- D. The Treasurer shall:
 - 1. Receive and record all monies.
 - 2. Be responsible for a report of receipts and expenditures at the business meeting each month.
 - 3. Authorize and make disbursements up to and including an amount approved by a vote of the membership.

Section VI – Removal of Elected Officers:

- A. Any elected officer missing four (4) consecutive business meetings must automatically stand for re-election. The voting membership must be notified of the interim election and the officer must be re-elected or replaced.
- B. An elected officer may be removed from office for just cause, following a motion from the floor and approved by a majority vote at the next regularly scheduled business meeting. Expulsion from the Club is not mandatory.

Section VII – Committees:

- A. The President shall be responsible for establishing all committees and appointing the committee chairmen. Committees must have an objective and at least three members, including the chairman. Any member of the Club may be a member of any committee, except the Planning Committee, as further described in paragraph C below. The President shall also be responsible for concluding all committees and releasing its members from further activity.
- B. Committee progress and recommendations shall be presented to the club officers and membership at the regularly scheduled business meetings. Any recommendation requiring the expenditure of club funds must be approved as follows; \$1 - \$100 by a majority of the officers, \$100 and more by a majority of the membership in attendance at the business meeting during which the recommendation is made.
- C. The Planning Committee shall be a standing committee comprised of the club officers, at a minimum, plus an additional three (3) at large members, at a maximum, assigned at the discretion of the President. The Planning Committee shall set the long range plans of the club.

Section VIII – Forced Move and Dissolution:

- A. In the event of a forced move of the Club, the following rules shall be observed:
 - 1. A timetable and procedure of dismantling operations shall be set up by the Planning Committee.
 - 2. All emphasis shall be placed on an orderly evacuation of location and conservation of the Club's assets until a new club location may be found.
 - 3. Available temporary storage facilities will be used as required.
 - 4. Only the Club property and equipment which can not be advantageously reused or easily stored shall be converted into cash.

- B. In the event of dissolution of the Club, which shall require a two third (2/3) majority vote by the voting membership, all assets will be distributed in accordance with the following rules:
1. A timetable and procedure of dismantling operations and sale of all assets will be set up by the Planning Committee.
 2. Members of the Club will have first precedence in the purchase of the Club's assets.
 3. Club debts will be paid. A shortage of funds to pay all debts will require an assessment of the Club membership.
 4. Past dues, assessments and other money owed the Club will be collected as much as possible. A list of uncollected receivables will be given to the Parent Club.
 5. All remaining cash, including cash from the sale of assets, and unsold assets will be given to the Parent Club with no stipulations as to the use thereof.
 6. All property of the Parent Club will be returned.

Section IX – Miscellaneous Provisions:

- A. Contributions of rolling stock or other equipment will become the property of the Club and will not be returned to the donor unless approved by a simple majority vote.
- B. Equipment specifically loaned to the Club remains the property of the member making the loan, but the maintenance of the loaned equipment shall be the responsibility of the Club.
- C. All procedures shall be governed by “Robert’s Rules of Order” when not in conflict with the Bylaws of the Club.

Section X – Amendments and Suspensions:

- A. Amendments of the Bylaws may be made by a simple majority vote, provided the amendments have been announced at the previous business meeting.
- B. Suspension of all or part of the Bylaws may be made by a simple majority vote. A suspension of the Bylaws shall be limited to the current meeting only.

Adopted: November 9, 2002
Effective: November 9, 2002
Amended: December 21, 2002
Amended: February 5, 2003
Amended: April 18, 2008