

BYLAWS

of the

NEVADA STAMP STUDY SOCIETY

The original Bylaws were adopted September 15, 1975 at Carson City, Nevada and are hereby subsequently amended.

ARTICLE I Name and Objective

The organization shall be known as the NEVADA STAMP STUDY SOCIETY, INC (The SOCIETY). Its purpose is to educate, develop, and enhance the study and collecting of stamps in the community. It is our belief that the collecting and studying of stamps helps foster the understanding of history, civic pride, patriotism, global responsibility, as well as being a pastime that enriches the mind and improves the quality of life.

ARTICLE II The Post Boy

The Post Boy shall be the official journal of the Society and shall be published on a regular schedule by an editor appointed by the BOARD OF DIRECTORS at a frequency determined by said board. All income to the Society in consequence of the publication of the Post Boy, whether from advertising or otherwise, shall be payable directly to the Treasurer and shall be deposited to a fund of the Society.

Article III The Membership

Section 1. QUALIFICATIONS: Any person of good character, interested in philately, may become a member of the NEVADA STAMP STUDY SOCIETY in accordance with the provisions of this article.

Section 2. APPLICATION FOR MEMBERSHIP: Application for membership in the Society shall be in writing and in such form as the BOARD OF DIRECTORS shall from time to time prescribe.

Section 3. FEES AND DUES:

- a) The annual dues for membership shall be as recommended by the BOARD OF DIRECTORS and adopted by the membership from time to time.
- b) The membership year shall commence the first day of August. Dues shall be payable in advance. An application for membership shall be accompanied by such portion of the annual dues as is equal to dues prorated monthly for the remainder of the membership year, from the date of application to the 31st of July next ensuing, except that in the case of an application received between the first day of May and the first day of August, the dues accompanying the application shall include the annual dues for the next ensuing membership year.
- c) The BOARD OF DIRECTORS shall act upon an application for membership. If an application is not accepted, the accompanying fees and dues shall be returned to the applicant.

Section 4. ADMISSION TO MEMBERSHIP: Any member of the Society under 18 years of age shall be a junior member of the Society and shall be entitled to all of the rights and privileges of membership, except the right or privilege of serving as a voting DIRECTOR, PRESIDENT, VICE PRESIDENT, SECRETARY or TREASURER of the Society.

Section 5. GOOD STANDING: A member in good standing within the meaning of that term as used in these Bylaws, is one who is not in default in the payment of dues or other indebtedness to the Society, and against whom no charges are pending.

Section 6. NON-PAYMENT OF DUES OR OTHER OUTSTANDING FINANCIAL OBLIGATIONS: If a member is in arrears in the payment of dues or other financial obligations to the Society for a period of thirty (30)

days, that fact shall be certified to the BOARD OF DIRECTORS by the SECRETARY or the TREASURER and published once in the Post Boy. If the dues in arrears are not paid within a period of time fixed by the BOARD, the delinquent member shall be dropped from the membership.

Section 7. EXPULSION:

- a) Any member convicted in any Court of Justice with a crime involving philatelic material shall be expelled by the BOARD from the Society.
- b) Any member found guilty by the BOARD OF DIRECTORS of an intentional fraudulent or unethical conduct as a stamp collector or dealer, shall be suspended from the Society as herein provided.
- c) Any member found guilty by the BOARD OF DIRECTORS of any conduct which has been declared by general resolution of the Society or the BOARD to be unbecoming, shall be suspended for a definite period or expelled from the Society, as herein provided.
- d) Charges of such conduct shall be in writing, and may be preferred by any member in good standing. All charges and notice of the time and place of hearing, shall be given to the member against whom the charges are preferred, either in person or by certified mail, not less than thirty (30) days prior to the date fixed by the BOARD for the hearing thereof. On or before that date the member against whom the charges have been preferred shall have the right to file an answer in writing to the charges.

Section 8. REINSTATEMENT: A former member may make application for reinstatement. All applications for reinstatement shall be subject to approval by the BOARD OF DIRECTORS and the payment of dues for the current fiscal year, and any indebtedness to the Society. The decision of the BOARD upon reconsideration shall be final.

Section 9. HONORARY MEMBERS: The BOARD OF DIRECTORS shall be empowered to grant honorary membership to certain individuals in recognition of their service to the SOCIETY and/or the philatelic community. Honorary members shall not be assessed dues.

**ARTICLE IV
Meetings of the Society**

Section 1. MEETINGS: Regular meetings of the NEVADA STAMP STUDY SOCIETY shall be held as determined by the membership and/or the BOARD and shall ordinarily be the second and fourth Saturday of each month.

Section 2. QUORUM: A quorum for the transaction of any and all business at any meeting of the Society shall consist of not less than one-fourth of the active members in good standing.

Section 3. RULES OF ORDER: All parliamentary questions shall be decided according to ROBERT'S RULES OF ORDER REVISED, when not in conflict with the provisions of these Articles or Bylaws.

**ARTICLE V
Officers**

Section 1. ELIGIBILITY: Any member of the NEVADA STAMP STUDY SOCIETY in good standing, who is 18 years of age or older, shall be eligible to hold any office in the Society or to serve on any committee, provided however, that a candidate for the office of PRESIDENT shall have previously served either as an elective officer, or as a member of the BOARD OF DIRECTORS, or as chairman of a standing committee.

Section 2. ELECTIVE OFFICERS: The elective officers of the Society shall be a PRESIDENT, a VICE PRESIDENT, a SECRETARY, a TREASURER and three to five directors. Such officers shall serve until the election and qualification of their successors in office, two (2) years for officers and three (3) for BOARD members.

A permanent REGISTERED AGENT and the STAMP SHOW GENERAL CHAIRMAN, appointed by the BOARD OF DIRECTORS shall be non-voting members of the BOARD if not already on the BOARD. In any case the total number of elected officers and BOARD members shall be an odd number.

Section 3. ELECTION:

- a) The Nomination and Election Committee shall select persons most suitable for officers, then approach members selected, tell them the duties and see if they are willing to run. The slate will

then be published in the JUNE issue of the Post Boy so that other nominations can be made. The Chairman of the Nomination and Election Committee will present the slate at the last regular meeting in JULY and a vote will be taken. If a member is not going to be able to attend the election meeting, an absentee ballot may be obtained at the meeting prior to the election or from the Nomination and Election Committee chairman.

- b) A secret ballot in writing shall be taken among members present in the event of nomination from the floor.
- c) Ballot format will be decided by the Nomination and Election committee.
- d) In case of a tie vote or if the successful candidate for any office dies, the election shall be decided as soon as possible by decision of the BOARD OF DIRECTORS.
- e) The PRESIDENT, TREASURER and one or two BOARD members will be elected on the odd years. The VICE PRESIDENT, SECRETARY and one or two BOARD members will be elected on even years.

Section 4. COLLECTORS AND DEALERS: not less than two-thirds of the elected officers shall be stamp collectors who are not licensed dealers, classified as such by the BOARD OF DIRECTORS.

Section 5. VACANCIES: In case of a vacancy in the offices of any officer of the Society such vacancy shall be as follows:

- a) In the office of PRESIDENT, the VICE PRESIDENT shall assume his duties.
- b) In the event of any other vacancy, the BOARD OF DIRECTORS shall call a board meeting within fifteen (15) days for the purpose of naming a new officer.

Section 6. REMOVAL FROM OFFICE: Any elective officer may be removed from office or suspended for a definite period of time by the BOARD OF DIRECTORS, upon being found guilty by the BOARD of misconduct in office or negligent of or in-attention to official duty, or upon being found by the BOARD unable to perform official duties by reason of physical or mental incapacity. Any officer or committee chairman may be removed from office or suspended for a definite period for cause, by the BOARD, or charges may be preferred in writing by three or more members in good standing. Where charges are so preferred by members, the BOARD shall first determine whether the charges are of sufficient gravity to justify a hearing thereon, and if so, or in case they shall have decided to act upon their own initiative, they shall cause notice in writing to be served upon the officer against whom the charges are made, not less than ten (10) days prior to the date fixed by them for the hearing thereof. All charges shall be definite and specific, and a copy thereof shall be served with the notice of the hearing. Not less than two-thirds of the full membership of the BOARD must concur in any order for removal from office.

ARTICLE VI **Duties of officers**

Section 1. THE BOARD OF DIRECTORS:

- a) The BOARD OF DIRECTORS shall consist of the PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER and three to five Directors. The BOARD shall have full power to manage the business and affairs of the Society except as otherwise provided in these Bylaws, but shall exercise its power in conformity with such definite orders and instructions as shall be given to it by the members of the Society by majority vote taken by ballot in a referendum conducted in the manner as herein provided.
- b) The BOARD shall meet not less than quarterly and may be convened by the PRESIDENT or by any three members of the BOARD for the general transaction of business, or for the consideration of special matters as may be specified in the call for the meeting.
- c) In order to expedite the transaction of business, the BOARD may also take votes by mail, email, or telephone upon any question or questions. The SECRETARY shall confirm and record the vote and notify the other members of the BOARD of the result not later than the next board meeting.
- d) The BOARD shall have the authority to define by general resolution that conduct considered unbecoming a member shall be the basis for disciplinary action.

- e) One or more members of the BOARD selected by the BOARD shall have the authority to sign with the Treasurer for distribution of funds from the accounts of the Society.

Section 2. THE PRESIDENT:

- a) The PRESIDENT shall preside at meetings of the Society and BOARD OF DIRECTORS.
- b) Shall appoint with the approval of the BOARD, the various standing committees.
- c) Shall execute on behalf of and in the name of the Society, when so authorized by the BOARD, all contracts, deeds and other legal instruments.
- d) Shall have general supervision over all officers and standing committees, to the end that there shall be full and complete performance of their duties by each of said officers and committees.
- e) Shall, upon termination of their office, serve as a member of the BOARD for the period of not less than one year to assist in maintaining continuity in the affairs of the Society.

Section 3. THE VICE PRESIDENT: The VICE PRESIDENT shall assist the PRESIDENT and act in his/her place when necessary.

Section 4. THE SECRETARY:

- a) Shall keep a record of all proceedings of the Society and the BOARD OF DIRECTORS which shall be permanently filed. Results of board meetings shall be conveyed to the membership.
- b) The SECRETARY shall attest all legal documents and shall perform such other duties as are delegated elsewhere in the Bylaws.
- c) Shall edit and approve all official notices to be published in the Post Boy. Shall be charged with the collection and preservation of all general records and official documents of the Society, except as otherwise herein provided.
- d) Shall annually, or as otherwise required, provide an update of Society officers to Registered Agent for submission to the Nevada Secretary of State.
- e) Shall compile and send a list of members of the Society to all members upon publication of same.

Section 5. THE TREASURER:

- a) The TREASURER shall be responsible for the custody of all securities of the Society subject to the supervision of the BOARD OF DIRECTORS.
- b) Shall advise the SECRETARY in all matters concerning the financial duties discharged and may authorize disbursements of funds on vouchers signed as above provided.
- c) Shall annually submit appropriate federal Internal Revenue Service forms and other pertinent local tax filings.
- d) Shall present to the BOARD annually a complete statement prepared in collaboration with the SECRETARY, of the assets and liabilities of the Society and of the financial transactions of the Society, accompanied by the bank statements of the amount of money and securities on deposit or held in trust at the time of such statements and any report of any official audit of the accounts.
- e) Shall collect all dues and fees, and keep proper books of account showing all receipts, disbursements and balances of cash on hand. Shall deposit all monies of the Society in a bank or banks designated by the BOARD to the credit of the Society.
- f) Shall receive all applications for membership together with all data which may be received in connection therewith.
- g) Shall have custody of the seal, keep the records of members and issue membership cards and receipts.

Section 6. THE DIRECTORS: The three to five Directors shall have supervision of such activities of the Society as may be assigned to them by the PRESIDENT or the BOARD OF DIRECTORS, and shall help to promote the Society. At a minimum, a DIRECTOR will supervise and report on the activities of one of the standing committees defined below.

Section 7. JUNIOR MEMBERS: The BOARD OF DIRECTORS may select a junior member of the Society to sit as an advisor and observer, with the BOARD; if junior membership warrants and any vacancy occurring in such appointment may be filled by the BOARD.

Section 8. GENERAL PROVISIONS:

- a) In addition to the powers conferred and the duties imposed by this Article upon the several officers of the Society, such officers shall exercise the powers conferred and perform the duties imposed upon them by the other articles of these Bylaws.
- b) Except as their duties otherwise herein provide for, the duties of the various administrative officers shall be such as may be prescribed by the BOARD OF DIRECTORS.
- c) No officer shall receive compensation for any service in the performance of the duties of the office except reimbursement for any "out of pocket" expenses approved by the BOARD.

ARTICLE VII Standing Committees

Section 1. APPOINTMENT: Subject to the approval of the BOARD OF DIRECTORS, the PRESIDENT shall appoint the following committees, each to consist of such number of members as the PRESIDENT shall determine necessary.

1. STAMP SHOW COMMITTEE
2. DONATED ITEMS COMMITTEE
3. AUDIT COMMITTEE
4. NOMINATION and ELECTION COMMITTEE
5. MEMBERSHIP COMMITTEE
6. YOUTH PROGRAM COMMITTEE

Section 2. TENURE: Any member of the committee shall be subject to removal by the BOARD at any time.

Section 3. DUTIES: The duties of the standing committees, and the rules and regulations governing their operation, shall be prescribed by the BOARD, except as otherwise provided herein.

1. Stamp Show Committee

Purpose: to provide a forum for

- 1) exhibitors to develop and show their stamp exhibits and receive feedback from qualified philatelic judges;
- 2) stamp dealers and collectors to meet, and trade/sell philatelic items; and
- 3) the SOCIETY to advertise its existence and develop relationships with potential new members.

Duties: defined in Article VII, Section 4 below.

2. Donated Items Committee

Purpose: to receive and determine proper disposition of items that are donated to the SOCIETY for the benefit of the SOCIETY.

Duties:

- a) serve as the point of contact for people wishing to donate items to the SOCIETY;
- b) receive and sort/organize donated items; and
- c) determine method of disposition and dispose of items in a manner that will best benefit the SOCIETY.

3. Audit Committee

Purpose: to insure the SOCIETY maintains clear and public records of monetary transactions.

- a) Shall consist of three (3) members

- 1) DIRECTOR that heads the Audit Committee;
- 2) Vice President of the SOCIETY; and
- 3) A non-sitting member (chosen by DIRECTOR and approved by the BOARD)

b) Shall conduct a physical audit of the TREASURER'S records no less than annually within the first quarter of each fiscal year. A report shall be presented to the BOARD in the first BOARD meeting after the end of the first quarter.

4. Nomination and Election Committee

Purpose: insure the SOCIETY conducts annual elections in accordance with the bylaws and has qualified and willing candidates.

Duties: defined in Article V, Section 3.

5. Membership Committee

Purpose: Recruit new members and integrate those new members into club activities quickly and easily.

Duties:

a) Recruit new members:

- 1) Visitor follow up — Visitors sign the guest book. The Committee must follow up to say thank you for coming and determine their interest in membership.
- 2) Develop information about the SOCIETY that a potential new member would want to know. Include a short list of membership benefits. Provide this information in some abbreviated format at club functions: Stamp show; State Fair; meetings; on the website; etc. and have the information available at club meetings for visitors that walk in.
- 3) Any other recruitment methods developed by the committee, but at a minimum develop advertising for the SOCIETY and its meetings to promote new membership.

b) Integration of new members:

- 1) Develop and maintain a new member packet with information that a new member needs to know: Auction and consignment guidelines with several auction sheets; annual functions (holiday party, picnic, stamp show, State Fair, etc); auction bucks and how they work; member roster; by-laws; anything else you can think of.
- 2) Any other integration methods developed by the committee.

6. Youth Program Committee

Purpose: Promote the hobby of stamp collecting and the SOCIETY with an emphasis on youth of grade school through high school ages.

Duties: Develop and maintain an outreach program to youth in the community

Section 4. STAMP EXHIBITION:

- a) The regularly scheduled Philatelic Exhibition of the NEVADA STAMP STUDY SOCIETY shall be free to the general public, unless otherwise directed by the BOARD OF DIRECTORS.
- b) The dates and location of the Exhibition shall be determined by the STAMP SHOW GENERAL CHAIRMAN, however, the dates and location should be as stable as possible.
- c) A preliminary budget shall be prepared for each Exhibition and shall be presented for approval by the BOARD not later than six months prior to the scheduled dates. The budget shall be revised as necessary as income and expenses become more firm.

Section 5. REGISTERED AGENT:

Purpose: Insure officers are correctly identified with Nevada Secretary of State.

Duties: After elections, or as otherwise required, file appropriate forms identifying Society officers with the Nevada Secretary of State's office.

ARTICLE VIII

The NEVADA STAMP STUDY SOCIETY may affiliate with any other philatelic organization at the discretion of the BOARD OF DIRECTORS or by a majority vote of the membership.

ARTICLE IX Fiscal Year

The fiscal year for the Society shall commence on January 1st in each calendar year.

ARTICLE X Dissolution of SOCIETY

In the event of the dissolution of the SOCIETY, no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the SOCIETY from any source, after the payment of all debts and obligations of the SOCIETY shall be used or distributed exclusively for purposes within the intendment of Section 501(c) of the Internal Revenue Code as the same exists or as it may be amended from time to time.

ARTICLE XI Amendments

The Bylaws of the Society may be amended as herein provided. Amendments may be proposed by a petition signed by at least five (5) members in good standing and/or by the BOARD OF DIRECTORS. The PRESIDENT shall insure the amendments are presented in the overall context of the then current bylaws. The revisions shall be published in the Post Boy and a membership vote to accept or reject the proposed changes shall occur no earlier than one month after publication.

ARTICLE XII Record Retention

Records shall be maintained for at least 5 years after they are made. At the end of the record retention period, the board shall review said records to determine whether they are to be archived or destroyed. Such records may include, but not limited to, tax forms, financial statements, bank statements, meeting transaction sheets, receipts of club purchases, vendor contracts, budgets, event reports, etc. The Society's newsletter (The Post Boy) will be retained and archived indefinitely. When appropriate, the newsletter may be archived with other organizations such as the American Philatelic Society.

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