

NORTHWEST PENNSYLVANIA STEAM ENGINE & OLD EQUIPMENT ASSOCIATION, INC.

BY LAWS OF THE ASSOCIATION

Update of 2015 as approved on April 17, 2015

Article I. Official year – The financial and business year of the Association shall be from the first day of January to the thirty first day of December annually.

Article II. Quorum – Ten members of the Association shall constitute a quorum for the conducting of any business of the Association. The quorum for the board of directors meetings shall be one more than half of the board membership.

Article III. Officers and Directors

Section. 1 Election of Officers and Directors

a. Election Committee - During the May directors' meeting, the president shall appoint an election committee consisting of the club secretary, as chairperson, and three members of the board, who are not in the final year of their term. The election committee will accept nominations, confirm eligibility and willingness to serve, and act as election officials.

b. Candidates – Nominations and volunteer applications should be submitted to the election committee no later than end of the August show. The election committee will contact each nominated individual to confirm willingness to serve as officer or director and have their name appear on ballot. The election committee will verify the eligibility of all candidates before person is accepted as candidate. Members must confirm their willingness to serve as candidate at each of the August and September general meetings. If unable to attend one of the confirmation meetings, written confirmation should be given/sent to board prior to meeting. If all required confirmation are not received, candidate will be dropped from ballot. Ballot will be finalized at the adjournment of the September general meeting. There may be a maximum of three total candidates for each open office as outlined in the constitution on the ballot.

c. Eligibility - The list of eligible members for voting and candidacy will be prepared by the election committee and the membership committee. Eligible members must have current year paid membership, be 18 years of age and over, and have been a member in good standing for at least one year. Dues must be paid by the last day of the August show in 2015 and starting January 2016, dues for the current year must be paid on or before May 31st. Also, member must have attended and registered at least four meetings or two work days of at least four hours prior to the voting meeting. The

board of directors may exempt deserving members from the attendance requirement for good cause if they apply for such exemption prior to the election meeting.

- Candidates must meet eligibility requirements (see above). If elected the candidate must be willing to attend all meetings and accept all responsibilities of office.

- Voters must meet eligibility requirements (see above).

d. Election process - Voting shall be by secret ballot. Elections will be conducted during the October annual banquet. All attending members should sign attendance sheet for meeting. Voting members shall receive a printed ballot from election officials if eligible according to Article III Section 1 c. Member should vote for designated number of candidates and then deposit completed ballot into ballot box. Presiding officer will declare voting closed at beginning of business meeting. Election committee will count ballots during meeting. Ballots not properly marked will be disqualified and not included in count.

e. Results - At the end of business meeting the election committee chairperson will announce the election results. The candidate receiving the majority of votes shall be declared elected. If no one has a majority so that a runoff ballot is needed, the vote shall be between the two candidates receiving the most votes on the first/prior ballot. After the ballots are counted they shall be sealed in a properly labeled envelope and kept in the club's office for one year.

f. Assume office - Newly elected officers and directors will assume duties at the November directors meeting. Outgoing officers and directors are requested to attend this meeting to insure a smooth transfer of duties.

Section 2. Attendance - Officers and directors of the association are required to attend all directors meetings. If a board member is unable to attend a meeting, he/she must notify the president or another board member who will report notification of absence at meeting. Those members who are elected as an officer or director of the association who miss three consecutive board meetings will be subject to removal from office by the board of directors and will be replaced.

Section 3. Vacancy - When a vacancy occurs on the board the remaining members will choose from the eligible members a person to serve until the next election, at which time a member will be elected to serve the unexpired part of the term.

Article IV. Committees - The president may appoint at any time any committee or committees that he/she deems useful.

Article V. Special meetings - The president shall call a special meeting of the membership at any time upon request in writing signed by five members in good standing or he/she may call a special meeting at any time he/she deems advisable. Notice of such special meeting, except

for a case of emergency shall be mailed, phoned or e-mailed to every member at least three days before the date of such meeting. The notice shall state the nature of the business to be taken up at the meeting as well as the date, time and place of the meeting. Discussion at special meeting is limited to specified items related to special meeting. General items may not be discussed.

Article VI. – Revenue

Section 1. The revenue of the Association shall be derived from the fees and dues paid by the members, together with such sums as may be raised from time to time by the various activities of the Association.

Section 2. All revenue of the Association shall be given to the treasurer for deposit into the Association's general fund bank account. All funds received shall be available for payment of Association expenditures.

Section 3. The yearly dues were set at \$1.00 per year in 1963. They have been raised several times and since 2006 have been \$8.00 per person or \$10.00 per family as defined below. Beginning with 2016 membership year, dues will be \$10.00 per person or \$15.00 per family.

Article VII. Membership

Section 1. Active member – Active members will be those defined in Article III Section 1 c on elections and who have paid dues as above in Article VI Section 3. A family is defined as a husband and wife and children under 18 years of age living at home.

a. Storage – Preference for storage space in the buildings of the Association will be given to active members and to operable machines. If storage space becomes limited, board of directors will determine what equipment can be stored inside.

Section 2. Life Member – Any member who has been a member of the Association for ten years or more, has attained the age of seventy years and has provided valuable service to the Association may be elected to the Retired Life member status. As such they may still vote in elections, hold office, and participate in Association activities, but shall be excused from paying annual dues. A candidate for life membership may be nominated by any active member and elected by majority vote at general meeting or board of directors.

Section 3. Honorary Member – Honorary members will be otherwise non-members of the Association, nominated because they have provided valuable and/or timely services to the Association. They will be lifetime member but will not pay dues or have voting privileges. They will be presented with a special frameable certificate upon election.

Article VIII. Order of Business – The following order of business shall be used at all regular and special meetings of the Association as far as practical.

1. Call to order

2. Invocation
3. Roll call – sign attendance sheet
4. Introduction of new members and guests
5. Reading of minutes
6. Reports of Treasurer and other officers
7. Report of Committees
8. Election of Officers
9. Unfinished Business
10. New Business
11. Adjournment

Article IX. Rules of Order – Business meetings of the Association shall be governed by Robert's Rules of Order for matters not specified in the Constitution or By Laws.

Article X. Amendments – These By Laws may be amended at any time by a majority vote of the members present at any regular, annual or special meeting of the Association, provided that the changes have been posted at least two weeks before the vote.

Article XI. Corrective actions - A special meeting of the board of directors shall be called to review the situation. Corrective actions must comply with the Constitution and By Laws of Association. Board of directors will have final decision on any corrective action/remedy.

Section 1. Provision for Dismissal – all members should be of honorable character and reputation, and must refrain from conduct or actions injurious to the Association or its purpose. Any member whose conduct tends to injure the good name of the Association, disturbs its wellbeing, or hampers it in its work will be subject to expulsion from membership. No one will be allowed to remain a member if his retention could harm the Association. Zero tolerance policies will be enforced.

Section 2. Breach of Rules - Any violation, conflict, abuse, perceived misinterpretation or confusion of Constitution or By Laws should be brought to attention of board of directors immediately. Corrective action as listed above will be implemented.

We the undersigned certify that this is a true and accurate copy of the By Laws of the Northwest Pennsylvania Steam Engine and old Equipment Association, Inc. as of this date.

Don Fueschlin President

April 17, 2015 Date

Jack Cooper Vice President

Wanda Wright Secretary