

CONSTITUTION AND BYLAWS
of the
HORNELL MODEL RAILROAD CLUB

ARTICLE I
NAME

The name of this organization shall be the "Hornell Model Railroad club," hereinafter referred to as the "H.M.R.C."

ARTICLE II
OBJECT

The object of the H.M.R.C. shall be to promote fellowship and interest in railroading and model railroading; to construct and maintain and operate an HO Gauge model railroad; and to make the model railroad available for viewing by the members of the general public on a regular basis.

ARTICLE III
MEMBERS

Section 1. There shall be the following classes of membership in the H.M.R.C.:

- a. Charter Membership: Limited to the organizing group whose signatures appear on the charter.
- b. Regular Membership: Those who have successfully completed the requirements of Provisional membership and have been accepted by the club.
- c. Provisional Membership: Those who have applied for membership but who have not completed their probationary period.
- d. Junior Membership: Those who have completed their probationary period but who have not yet reached 18 years of age.
- e. Affiliate Membership: In special cases affiliate membership may be offered to persons who wish to be associated with the club, but who cannot reasonably participate in most club activities on a regular basis.

Section 2. The membership of the H.M.R.C. shall be limited to 38 active members of which no more than 4 may be Junior Members. Members of all of the classes mentioned above, with the exception of "Affiliate members", are considered active members.

Section 3. Any person with an interest in railroading shall be eligible for membership provided that such person shall be proposed by one member and seconded by another member of the H.M.R.C. A proposal for membership, signed by the two sponsors, shall be sent to the Secretary, who shall report it together with the names of the sponsors, at the next regular business meeting of the H.M.R.C. Voting upon the admission shall take place at the next

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regular meeting thereafter. A person so admitted shall be declared a Provisional member of the H.M.R.C. upon payment of the initiation fee and the current monthly dues if applicable.

Section 4. If the club is unable to accept an application because of the limitation on the number of active members, the applicant will be so notified by the secretary and his application will be filed in order of receipt and voted upon when said action allows.

Section 5. Persons who have been accepted as Provisional members in the H.M.R.C. shall serve a probationary period of six months during which time they will be expected to attend regular meetings including business meetings, pay dues, and participate in club activities. Provisional members shall not be entitled to voting privileges and shall not be permitted access to the club facilities unless a Regular member is present during the probationary period. They therefore will not be issued keys to the building or club room. At the first regular business meeting after completing the probationary period the club shall vote on the disposition of the Provisional member. At this time the club may elect to:

- a. Accept the person as a Regular member.
- b. Extend the person's probationary period.
- c. Drop the person from the club.

A two-thirds majority of those members voting shall be required to elect the person to Regular membership.

Section 6. Junior members have the same duties and responsibilities as Regular members except that they shall not be permitted access to the club facilities unless a Regular member is present. They therefore will not be issued keys to the building or club room. When the Junior member becomes 18 years of age he shall automatically become a Regular member and the appropriate club keys shall be issued.

Section 7. The initiation fee shall be five dollars. The annual dues for active members shall be twenty dollars, payable at the rate of two dollars per month for the months January through October. Dues will be payable on the regular business meeting night of the month. Dues may be paid in advance and any such advance payment is refundable if the member should leave the club. Annual dues for Affiliate members shall be set at 10% of the dues specified for Regular members and shall be payable in the month of January. The Treasurer shall notify members three months in arrears, and those whose dues are not brought up to date by the next business meeting shall automatically lose their "good standing" status and therefore their voting privileges. The Treasurer shall notify members six months in arrears, and those whose dues are not brought up to date by the next business meeting shall be automatically dropped from membership in the H.M.R.C.

Section 8. Any member desiring to resign from the H.M.R.C. shall notify the Secretary, who shall report the resignation at the next regular business meeting. No member's resignation shall be accepted until his dues are up to date. A member in good standing who resignation has been accepted may have his probationary period waived or reduced if he should choose to rejoin the club at a later date.

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ARTICLE IV OFFICERS

Section 1. The officers of the H.M.R.C. shall be a President, A Vice-president, a Secretary, and a Treasurer. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the H.M.R.C.

Section 2. At the regular business meeting held during the month of April of each election year a Nominating Committee of three members shall be appointed by the President. It shall be the duty of this committee to nominate candidates for the offices to be filled at the business meeting in June. The Nominating Committee shall report at the regular business meeting in May, where additional nominations from the floor shall be accepted. The Nominating Committee will then prepare ballots to be used for the election at the regular business meeting held in the month of June. Voting by proxy shall not be permitted. The Nominating Committee will make ballots available, upon request, to enable those members unable to attend the election meeting to vote by mail. Such ballots shall be returned, suitably identified, to the Secretary who will see to it that they are included with the regular ballots at the time of the election.

Section 3. The officers shall be elected by secret ballot to serve for a period of three years or until their successors are elected, and their term of office shall begin at the close of the meeting at which they are elected. A majority of those members voting shall be required to elect officers of the H.M.R.C.

Section 4. No member shall hold more than one office at a time, with the exception of the offices of Secretary and Treasurer which may be combined into one office. No member shall be eligible to serve more than two consecutive terms in the same office unless the office would otherwise have to be vacant for lack of qualified or willing candidates.

Section 5. The remaining term of any elective office declared vacant for any reason shall be filled by nominating candidates at any regular business meeting followed by an election at the following business meeting. The Secretary shall notify all members of said nominations stating the meeting date at which the election is to be held. A majority of those members voting at said meeting shall elect the officer.

Section 6. The positions of Publicity Chairman, Librarian, and Equipment Inspector shall be appointed by the President.

ARTICLE V DUTIES OF OFFICERS

Section 1. Duties of the President: It shall be the duty of the President to preside at all meetings of the club, preserve order, enforce the constitution and bylaws of the club, and exercise general supervision over all affairs of the club.

Section 2. Duties of the Vice-president: It shall be the duty of the Vice-president to assist the president in the discharge of his duties. He shall occupy the chair during the President's absence. In the event of the

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President's chair becoming permanently vacant he will discharge the duties and assume the responsibilities of the President until a new President is elected as prescribed in these bylaws. The Vice-president shall be responsible for issuing keys to those members entitled to unrestricted access to club facilities. He shall keep records pertaining to the keys that have been issued and he shall retrieve keys from members who leave the club.

Section 3. Duties of the Secretary; It shall be the duty of the Secretary of the club to keep an accurate record of all proceedings of the club, receive and promptly dispose of all communications, conduct all correspondence except that pertaining to publicity and keep all records except financial. He shall not, except by written request from the President, allow any member to use any stationery, etc, imprinted with the club name or herald.

Section 4. Duties of the Treasurer: It shall be the duty of the treasurer of the club to receive all money for the club and issue proper receipt for the same. He shall hold and secure all monies of the club. He shall pay out no money except that authorized at a Regular or Special business meeting with the exception of amounts less than \$10 spent for items needed for routine maintenance of the layout. He shall keep an accurate record of all receipts and disbursements of the club available for audit.

Section 5. Duties of the Publicity Chairman: It shall be the duty of the Publicity Chairman to edit and report all happenings and events of interest to newspapers, hobby magazines, other clubs, etc. He shall initiate all advertising for club shows and activities.

Section 6. Duties of the Librarian: It shall be the duty of the Librarian to maintain any books, magazines, catalogs, maps, blueprints, photographs, archives, tapes, slides, movies, etc. and any other related material owned by the club.

Section 7. Duties of the Equipment Inspector: It shall be the duty of the Equipment Inspector to insure that all rolling stock (cars and locomotives) owned by the H.M.R.C. or owned by members for regular use on the club layout are equipped with Kadee (TM) compatible couplers and conforms to the current "Recommended Practices" of the National Model Railroad Association with respect to weight, wheel gauge, coupler height and operation etc. Equipment will be inspected if recurrent problems are noted or in any case not less than once a year.

ARTICLE VI MEETINGS

Section 1. The regular meetings of the H.M.R.C. shall be held on Wednesday nights at the basement of the Steuben County Courthouse, Hornell, New York.

Section 2. The meeting on the first Wednesday of each month shall be designated as the Operating Night for timetable operation of the club layout.

Section 3. The meeting on the last Wednesday of each month shall be designated for the Business meeting. The Business meeting shall begin at 8 pm if possible, but in no case later than 8:30 pm.

Section 4. The remaining two (or three) regular meetings of each month shall

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be designated as Construction and Maintenance meetings. On those evenings no equipment shall be operated on the layout between the hours of 8 pm and 10 pm with the exception of that necessary for the testing of current projects.

Section 5. At the request of five members in good standing the President may change the designation of a meeting from those described in the previous sections of these bylaws. Any change will affect that meeting alone.

Section 6. Special meetings may be called by the President or his substitute. The President shall also call a Special meeting upon the written request of five active members in good standing. All active members shall be notified of time and purpose for such a Special meeting and given the opportunity to attend. No business shall be transacted at such meetings except that for which the meeting is called.

ARTICLE VII VOTING

Section 1. A majority of Charter, Regular, and Junior members in good standing will constitute a quorum capable of transacting club business at any Regular or Special Business meeting. [SEE AMENDMENT #1]

Section 2. Each Charter, Regular, and Junior member in good standing shall be entitled to one vote. All voting is to be by a show of hands, except for election to membership, disciplinary action, and election of officers, which will be done by secret ballot.

Section 3. Unless otherwise stated in these bylaws all decisions are to be determined by a simple majority of those voting.

ARTICLE VIII DUTIES OF MEMBERS

Section 1. It is the duty of all active members to participate in club activities on a regular basis. This includes, but is not limited to, participation in construction and maintenance of the club layout; attendance at business meetings; participation in timetable operation of the club layout; and participation in events such as open houses.

Section 2. It is the duty of all active members to pay their dues on a timely basis, to vote at all elections, to see that these bylaws are honored, and to promote interest and fellowship in the hobby by courtesy and recognition of other hobbyists.

Section 3. It is the duty of all active club members to adhere to such provisions as may be decided upon by the membership at any Regular or Special Business meeting.

Section 4. It is the duty of all active club members to maintain at least one locomotive and one caboos on the club layout. The locomotive and caboos should bear matching road names. This equipment must be in operating order and must be built to conform to current club inspection standards.

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ARTICLE IX CLUB PROPERTY

Section 1. Any item that has been purchased by the club, or has been donated to the club, or has been permanently attached to the club layout is considered to be club property, i.e., not the property of any single member. Such property exists for the convenience and/or benefit of the entire membership.

Section 2. Any item that is not to be considered as club property shall be "Loaned" property. The person owning said property must state the conditions of lending to the membership at the next regular monthly business meeting and the conditions of lending will then be recorded in the minutes of that meeting. This will serve as written documentation of the conditions of lending.

Section 3. All labor shall be considered to be donated. No member shall request or expect financial compensation for time spent doing work for the club. Financial reimbursements will be made for expenses and/or materials purchased by members only as provided for in these bylaws.

Section 4. Any member who damages club property or property of club members shall notify the President or the Equipment Inspector or the owner as appropriate to arrange for repair or replacement of said property or be subject to disciplinary action.

ARTICLE X RECOMMENDED PRACTICES

All rolling stock (cars and locomotives) owned by the H.M.R.C. or owned by members for regular use on the club layout is expected to conform to the current "Recommended Practices" of the National Model Railroad Association.

ARTICLE XI DISCIPLINARY ACTION

Section 1. Any member may be subject to expulsion from membership in the H.M.R.C. or to other disciplinary action for any of the following breaches of conduct or good faith:

1. Failure to adhere to the provisions of these bylaws or to such provisions as may be decided upon by the membership at any Regular or Special Business meeting.
2. Consistent failure to participate in club activities on a regular basis.
3. Consistent failure to attend Regular or Special meetings without sufficient cause.
4. Willful destruction of property owned by the H.M.R.C. or by any individual member.
5. Using the club name to selfish advantage.

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6. For any reason not covered in these bylaws, yet deemed sufficient by a two-thirds majority of those members voting at any Regular or Special Business meeting.

Section 2. Any member charged with one or more of the above offenses shall be notified in writing of the charges by the Secretary and requested to be present at the next regular business meeting and show cause why he should not be expelled. If said member fails to present himself without just cause he shall be declared guilty and expelled immediately. If present he shall state before the club his reason for being innocent to the charge placed against him. After this hearing he shall be required to leave the meeting room at which time the club members will determine, by separate votes, his degree of guilt or innocence and the dispensation of his case. A two-thirds majority of those members voting shall be necessary to expel a member.

Section 3. A member so expelled shall forfeit all dues paid by him (with the exception of any advance payments), and any personal property belonging to either the club or said member shall be promptly returned to its rightful owner.

Section 4. A member so expelled will not be considered for readmission until at least six months have passed. At such time he may apply for admission in the same manner as any other person. His application will be acted upon in turn with any or all applications then on hand and any seniority he may have acquired prior to his expulsion shall not be credited.

ARTICLE XII AMENDMENT OF BYLAWS

These bylaws may be amended at any Regular or Special business meeting of the H.M.R.C. by a two-thirds majority of those members voting, provided that the amendment has been submitted in writing at the previous regular business meeting.

ARTICLE XIII DISSOLUTION

Section 1. A motion to dissolve the H.M.R.C may be made at a Regular or Special business meeting. It must be affirmed at the next regular business meeting at which time the date and time for a vote shall be determined. The Secretary shall notify the membership of the date and time and purpose of the vote.

Section 2. It shall require an affirmative vote by a three-fourths majority of the Charter, Regular, and Junior members of the H.M.R.C. to dissolve said organization.

Section 3. In the event that the H.M.R.C. is dissolved it is understood that:

- a. The Elected Officers shall retain control of all club assets for such reasonable length of time as required to dispose of said assets even if this period extends beyond the effective date of the dissolution.

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- b. Club property (other than cash assets) shall be disposed of in a manner to be determined at the time of the vote to dissolve.
- c. The Treasurer shall see to it that all debts owed by the club are discharged. The remaining cash assets shall be divided among the active members in proportion to their number of months as active members.

ARTICLE XIV
PARLIAMENTARY AUTHORITY

The rules contained in the current edition of "Robert's Rules of Order Newly Revised" shall govern the H.M.R.C. in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the H.M.R.C. may adopt.

AMENDMENT #1

At the Business Meeting of September 24, 1986 Article VII. Section 1 was amended to read:

One third of Charter, Regular, and Junior members in good standing will constitute a quorum capable of transacting club business at any Regular or Special business meeting.