

CONSTITUTION AND BY-LAWS
of the GREATER MOUND CITY STAMP CLUB

of St. Louis, Missouri

As adopted 22 September 2008

As Amended 26 March 2018

As Amended 28 October 2019

ARTICLE 1

This Club shall be known as the GREATER MOUND CITY STAMP CLUB, hereinafter referred to as the Club.

A. The location and principle offices of the Club shall be located in the greater Saint Louis area in the State of Missouri.

B. The Club's purposes and objects shall be to:

1. Encourage and promote the study and collecting of anything pertaining to philately.
2. Aid in obtaining and dissemination information on the history, designing, printing, distribution and use of philatelic items.
3. Aid in the detection and prevention of forgeries and fraud in connection with philately.
4. Foster friendship and fraternity among philatelists.

ARTICLE 2

A. Membership shall be unlimited as to number and may consist of: regular members, junior members, and honorary members.

1. Regular members shall be those living within the metropolitan areas of St. Louis and/or those complying with the by-laws governing regular membership.

2. Junior members shall be those who have not yet obtained their 18th birthday.

Junior members shall have no vote.

3. Families of regular members, defined as the member's spouse or partner and children living at the same address, will have the same privileges as regular members, but this membership shall be entitled to only one vote.

4. Honorary members shall be those considered by the officers and the regular members as deserving such special designation.

B. All the persons of good character and otherwise qualified under these by-laws, rules and regulations of the Club shall be eligible to membership in the Club. No person (other than honorary members) shall be elected to membership except upon his/her written application for membership, signed by the applicant, specifying residence, occupation and such other facts as may from time to time be called for by the officers of the Club. The application shall be made to the Club together with dues at the current rate. The applicant shall be presented at a regular meeting of the Club. If there is no motion to table the application for investigation of the applicant, the applicant will be admitted to the Club. In the event of a motion to object, the application shall be investigated further and the findings shall be submitted to the President in writing, the Club shall be advised of the results of the investigation and the application shall be voted upon at some future meeting.

C. Suspension and Expulsion. If any member violates any of the Club's by-laws, rules or regulations, or if any member's conduct or action becomes detrimental to the welfare and interests of the Club or its members, such member may be temporarily deprived for cause of the privileges and rights in the Club or property there from, or he/she may be permanently expelled for cause and excluded there from with forfeiture of all his/her rights in the Club, provided that the following procedures are met. If any member notices such violation or conduct, he must report this to one of the Club's officers who shall, together with the other officers, make a complete investigation of the facts involved. If by two-thirds of the votes the officers agree with the charge, the accused member will be asked to resign with forfeiture of all his/her rights in the Club. If he/she refuses, the officers shall suspend the offending member until the business meeting of the next scheduled meeting of the Club, at which time the officers shall present the case to the membership. If a two-thirds majority of the voting members attending that meeting agrees with the charge, the accused member shall be expelled with forfeiture of all his/her rights in the Club.

D. It shall be the duty of all members to keep on file with the Secretary an address to which any and all notices required by the by-laws, rules and regulations of the Club may be sent. The mailing of such notice to such address or, if such address is not on file, the mailing of any said notice to the last known address shall be sufficient and conclusive upon such member.

ARTICLE 3

The property, funds, and affairs of the Club shall be managed and controlled at the business meeting, which has to be held at all of the Club's regular meetings provided that a quorum is present. The majority of the votes of the voting members present shall then make decisions or delegate the decision making on specific business to one or more of the club's officers. They also can be managed and controlled at a special meeting which may be called by the officers of the Club by mailing or emailing notices to every member of the Club, specifying the agenda, place, date and time of such meeting at least 15 days in advance. The majority of the votes of the voting members in person or by proxy shall make decisions or delegate the decision making on specific business to one or more of the Club's officers.

ARTICLE 4

A. The board of officers of the Club shall be a President, Vice President, Secretary and Treasurer, who shall be elected by the Club from among its regular members and such officers shall hold office for a period of 2 years and/or until their successors are qualified and elected.

B. The PRESIDENT shall be the chief executive officer of the Club. He/she shall preside at all meetings of the Club. The President shall see that the by-laws, rules and regulations of the Club are enforced and shall perform all other duties that he/she may be assigned to at the business meeting of the Club's regular or special meetings. He/she shall with the Secretary sign all written contracts and obligations of the Club which have been approved at any business meeting. He/she may appoint all standing and special committees, appointive officers, and such committees as the voting members at any business meeting may authorize, and may be ex-officio member of all committees. Committee members shall be approved by the members of the board.

C. The VICE PRESIDENT in the absence of the President shall have the powers and shall perform the duties of the President. He/she shall do all in his/her power to increase and maintain the membership of the Club.

D. The SECRETARY shall keep a record of all proceedings of the Club, which shall be at all reasonable times open to inspection by the voting members of the Club. He/she shall issue and mail all notices required to be given by or in behalf of the Club, conduct the correspondence and shall perform such duties as voted upon at any business meeting.

1. Shall notify each member of the Club, at the end of each calendar year, of the amount of indebtedness of each member of the Club, including all items then payable for the current year.
2. Shall send final notice in March of every year to all Members who have not paid in full all items due.
3. Give a list to the officers of the members so notified.
4. Furnish the editor of the Club Bulletin a list of delinquent members as of April 1st. The name of members who have been dropped for cause shall be published as soon as possible in the Club's Bulletin.
5. Make any other reports of his office as required at any business meeting.

E. The TREASURER shall receive and disburse the moneys of the Club and shall:

1. Deposit all moneys in the name of the Club in such banks and/or in such manner as voted upon by the majority of the officers.
2. Pay out money only as voted upon by the majority of the officers.
3. Place all his records and accounts at the disposal of anyone authorized by the majority of the officers to examine them.
4. Make any other reports of his office as required by the majority of the officers.

ARTICLE 5

A. The Treasurer and all other officers, employees, or members of the Club who may handle the funds of the Club may each be given a SECURITY BOND to be furnished at the expense of the Club for the faithful discharge of his duties, if so voted upon at any business meeting, which bond shall be in such amount and with such sureties as voted upon at any business meeting.

B. HISTORIAN who shall inscribe in a suitable way a complete chronological record of the more important events of the life of the Club.

C. EDITOR who shall be responsible for the publication and distribution of the Club's Bulletin.

D. The Club may have standing committees to be known and with duties as follows:

1. Program Committee, whose chairman shall be the Vice President and shall provide for and have charge of all programs, entertainment and all other social and entertainment activities.
2. Reception Committee who shall meet and introduce all visitors to the Club.
3. Publicity Committee who shall have the duty of keeping the name of the Club before the public or as near as desirable as requested by a vote at any business meeting.

E. The Club may have temporary committees to be known and with duties as follows:

1. The Nominating Committee who shall act as provided under Article 7, Section B of the By-laws of the Club.
2. The Treasurer's Auditing Committee who shall consist of three (3) voting members, to be appointed at the end of the calendar year to audit and examine all accounts and books of the Treasurer

and to write a report to be completed before March 1 of the next calendar year and to be presented to the Club at the March regular meeting.

F. The standing committees, temporary committees, and all other committees each shall have such number of members as from time to time voted on at any business meeting. The number of such members can be changed or any such member can be dismissed or replaced at any other business meeting.

G. All committees and appointed officers shall report at any business meeting when the Club's voting members request so by a majority of votes.

ARTICLE 6

A. Regular meetings shall be held on the fourth Monday of each the month. The Members may vote at a business meeting to cancel and to reschedule such meeting at some other date.

B. A special meeting of the members may be called at any time by the President with the consent of the majority of the officers or shall be called by notice by ten voting members of the Club. Any call or notice of special meetings shall indicate the purpose thereof and no business shall be transacted at said special meeting except as described in the call or notice. A notice of such special meeting shall be sent to all members at least five (5) days before the date of such special meeting.

C. All regular meetings of members shall be held at a time and place previously selected. All members shall be notified of the time and place.

D. At any regular or special meeting each voting member in good standing shall be entitled to vote in person or by proxy.

E. A quorum shall consist of 25% of the regular members in good standing.

ARTICLE 7

A. The annual election of officers shall be held at the last regular meeting in November. All voting for officers shall be under the direction of the president or acting president. A plurality of votes shall elect and the president shall declare the results of the election. In case of a tie between two or more candidates the successful candidate shall be determined by a separate vote on the tying candidates only. All elections shall be held under such rules and regulations not in conflict with the by-laws. The officers by a two-third majority of their votes shall determine all questions and conflicts in regard to the conduct of elections and/or results.

B. Officers will be elected for a term of 2 years in alternating years beginning with the election in 2018. The first 2 year term shall be the Vice President and Secretary. The second 2 year term shall be the President and Treasurer in 2019, and then elections will alternate 2 year terms each year.

C. At the first regular meeting in September there shall be a nominating committee appointed whose duty it shall be to select the available candidates to fill all the offices for the coming year and to report their suggestions to the membership at the first meeting in October, at which meeting other nominations may be made from the floor. Should for any reason there not be a nominating committee in any given

year, nominations in October may still be made from the floor. All candidates must be regular members in good standing and no member may run for more than one elective office.

D. The officers shall be formally inducted into office by the retiring president at the meeting following their election.

E. Special elections. Should any officer(s) be unable to fulfill their term of service for any reason, or the position goes unfilled after the annual election, the President will call for a special election to elect an officer(s) to fulfill the remaining term(s). As long as the position remains open, the President will accept nominations from the floor from any member at any regular club meeting to fill the vacant position. Upon acceptance of the nomination(s), and having a quorum of the club members present, the President will call for a vote, which may be by plurality or secret ballot, and declare the results of the election. The newly elected officer will be inducted into office immediately after the election.

ARTICLE 8

A. The order of business at all regular meetings of members of the Club shall be as follows, unless changed by a vote at the meeting:

1. Call to order.
2. Introduction of visitors.
3. Reading of the minutes of the last meeting, for approval.
4. Financial report by the treasurer showing the Club's intake and disbursement and the balance of funds still available.
5. Committee reports.
6. Presentation of new members.
7. Unfinished business.
8. New business.
9. Announcements for the good of philately.
10. Adjournment of the business meeting.
11. Entertainment and/or program.
12. Open exchange and/or auction.

B. The procedures of the meeting shall be by Robert's Rules of Order when not indicated with these by-laws.

C. Any officer may be removed from office for cause by two-third vote by the voting members present at a regular meeting, after being given the right of presenting a defense, and only after 15 days' notice being mailed to all members.

ARTICLE 9

A. The Greater Mound City Stamp Club's membership year shall begin January 1st and end December 31st of any calendar year. Yearly dues shall be charged against and payable by all members of the Club, and shall be due and payable the first day of January of each year as follows:

Regular Member: \$15.00.

Regular Member electronic delivery: \$10.00.

Junior Member: \$0.00.

Honorary Member: \$0.00.

B. Those members who select electronic delivery will receive the monthly newsletter by electronic means only. This election is binding for the year paid and cannot be changed until the next renewal year.

C. Yearly dues received on or after August 1st will pay for membership for the remainder of the current year plus the following club year.

D. The failure of any member to pay dues hereby and applicable by the first day of April shall cause the suspension of such member and his or her name to be dropped from the rolls of the Club, which shall continue until the delinquency is satisfied. So long as such suspension shall continue, the member shall have no rights or privileges in the Club, its property or activities.

ARTICLE 10

A. Any by-law may be repealed, modified, altered or amended by a new by-law adopted at any regular or special meeting of the Club, by a two-thirds majority of the voting members either present or voting by proxy, but only after at least 30 days' notice has been sent out by United States mail, postage prepaid, to all members, that such a change is to be attempted at a particular meeting.

B. These by-laws and any subsequent amendments shall be in full force and effective immediately upon adoption by the voting members of the Greater Mound City Stamp Club, and the by-laws herein contained shall be construed as retroactive of that date.

ARTICLE 11

This club may be dissolved only with a 2/3 vote of all voting members. All voting members must be notified at least 30 days prior to any vote. In case of dissolution of the club, all money and property of the club shall be donated to another local stamp club or donated to the American Philatelic Society or its successor non-profit organization.