

SEQUOIA STAMP CLUB CONSTITUTION AND BY-LAWS

ARTICLE I TITLE, LOCATION AND PURPOSES:

- Section I Title: This Club shall be known as the "Sequoia Stamp Club".
- Section II Location: The headquarters of the Club shall be in Redwood City, San Mateo County, California.
- Section III Purposes: The purposes of the Club are as follows:
1. To encourage the collection of postage stamps and all other philatelic items.
 2. To procure and spread knowledge in relation thereto.
 3. To exchange duplicates among members.
 4. To cultivate friendships among members.
 5. To encourage, promote and provide helpful leadership for junior collectors.
- Section IV In keeping with the intention of the Club founders, the life of the Sequoia Stamp Club shall be in perpetuity.

ARTICLE II MEMBERSHIP:

- Section I Membership shall consist of the following classes:
1. Regular members.
 2. Associate members.
 3. Life members.
- Section II Classification of members:
1. Regular members shall be persons of good character, 18 years of age and over.
 2. Associate members shall be persons of good character, under age of 18, who are properly vouched for by a regular/life member and endorsed by parent or guardian as guarantor.
 3. Life members shall be those considered by the Executive Committee and membership as deserving of special distinction.
 4. Only regular and life members will have voting privileges.
- Section III Election of members:
1. Persons desiring to affiliate must submit an application in writing on the form provided by the Club. Such application should be sponsored by one regular/life member in good standing. A majority vote of the members present at a regular meeting shall be sufficient for election. A person failing election shall not again be proposed for membership until a least six months have elapsed.
 2. Proposal for life membership may be made in writing by any regular/life member in good standing. Such proposal shall be referred to the Executive Committee for action. Upon report of the Executive Committee, a majority vote by secret ballot of members present at a regular meeting shall be sufficient to elect.
- Section IV Suspension and Expulsion:
1. A member shall be dropped without notice for non-payment of dues when nine (9) months in arrears. While in arrears he/she will be considered a non-member.
 2. The Executive Committee may suspend or expel a member for conduct deemed inconsistent with the best interests of the Club. Said member is entitled to a hearing by the Executive Committee. Notice of such hearing shall be mailed to the member at his last known place of residence as it appears on the books of the Club, at least five days prior to the hearing. At the hearing said member shall be entitled to hear all evidence produced against him/her and shall be entitled to introduce evidence on his/her behalf. Written accusation shall be required and the Executive Committee shall not be limited by any rules of evidence. It shall require an affirmative voice vote of the Executive Committee to suspend or expel a member. This action shall be final.

ARTICLE III OFFICERS & COMMITTEES:

Section I Elective Officers:

1. The elective officers of the Club shall be a president, vice-president, secretary and treasurer.
2. They shall be elected by the Club from its regular/life members and shall hold office for a period of one year or until their successors are elected or appointed. They must have been a club member for at least one year.

Section II Appointed Officers and Chairmen of Standing Committees:

The president shall appoint the following officers: two (2) directors-at-large, a librarian, a sales manager, an auditor, a chairman of the Program Committee and a chairman of the Membership Committee. The same individual can hold more than one of these offices.

Section III Duties of the President:

The president shall perform the duties usually associated with his office, shall preside at all meetings of the Club and the Executive Committee, appoint such committees for carrying out the work of the Club as necessary and shall require regular reports from the various committee chairmen at designated intervals. The president shall guide, direct and have general supervision of the affairs of the Club and see that the constitution and by-laws are properly observed and enforced.

Section IV Duties of the Vice-President:

In the absence of the president, the vice-president shall have the powers and shall perform the duties of the president and such other duties as the Executive Committee may prescribe.

Section V Duties of the Secretary:

The secretary shall keep a record of the proceedings of the Club and Executive Committee meetings. These records shall be open to the inspection of the members of the Club given reasonable notice. He/she shall issue all notices required by or on behalf of the Club, conduct correspondence and shall perform such other duties as may be prescribed by the Executive Committee.

Section VI Duties of the Treasurer:

1. The treasurer shall receive and take charge of all moneys and securities of the Club and make a monthly report to the Club of receipts and disbursements. He/she shall expend no money except as authorized by the Club or Executive Committee and then only on a voucher signed by the president or in his absence by the vice-president. He/she shall make a written annual report prior to relinquishing office.
2. The treasurer shall submit all reports and fees due to the Secretary of State and the Franchise Tax Board of the state of California, in order to maintain the tax-exempt status of the Club as a California not-for-profit corporation.

Section VII Duties of the Directors-at-large:

The directors-at-large serve on the Executive Committee and serve the president where and when needed. With the approval of the membership they may also serve as an interim pro-tem officer in the event a vacancy occurs among the elective officers, until such time as the vacancy is filled.

Section VIII Duties of the Librarian:

The librarian shall have custody of all catalogs, books, magazines and manuscripts that are the property of the Club. He/she shall draw up an annual report of the Club's activities to be submitted to the membership at the first meeting in January of each year.

Section IX Duties of the Sales Manager:

The sales manager shall have charge of and supervision of all matters pertaining to the sales of stamps and other philatelic matters submitted by members, in accordance with the rules and regulations established under the direction of the president and Executive Committee.

Section X Term of Office:

The term of office for all elective and appointed offices shall expire on the date of the first regular meeting in January.

ARTICLE IV ELECTION OF OFFICERS:

Section I Election Committee

The president shall appoint a three member election (nominating) committee at the second regular meeting in September.

Section II Nominations:

Nominations for elective officers shall be made by at the first regular meeting in November of each year. Nominations from from the floor may be made in addition to those presented by the election committee.

Section III Time of Election:

The annual election of officers shall be held at the second regular meeting in November of each year.

Section IV Balloting:

The election of officers shall be made by secret ballot conducted by the election committee. A plurality of votes shall elect. In case of a tie, ballots shall be taken until a decision is reached. If a candidate is unopposed for office, then a motion can be made from the floor dispensing with the secret ballot procedure.

Section V Induction into Office:

The new officers shall be formally inducted into office at the first regular meeting in January by the retiring president or selected installing officer immediately after the annual reports of the retiring officers and committees have been made to the membership.

ARTICLE V MEETINGS:

Section I Regular Meetings:

Regular meetings of the Club shall be held on the second and fourth Tuesdays of every month. If a meeting falls on or close to a holiday, the Executive Committee may cause the meeting to be canceled or called on some other date. The time of the meeting shall be set by the membership.

Section II Special Meetings:

A special meeting of the members may be called at any time by the president with the consent of two-thirds of the Executive Committee or may be called upon the written request of six members in good standing of the Club.

Section III Voting:

At any regular or special meeting each regular/life member in good standing shall be entitled to vote in person only.

Section IV Quorum:

Twelve members shall constitute a quorum for a regular or special meeting to be official.

Section V Expenditures:

Expenditures of more than \$50.00 must have the written approval of the Executive Committee.

ARTICLE VI COMMITTEES:

Section I The Executive Committee shall consist of the elective and appointed officers (see Article III Section II) This committee shall be charged with the transaction of all special business necessary or proper to be done by the Club or on its behalf, to authorize any expenditure in excess of \$50.00, to make rules for the conduct of the business of the Club and to generally promote the interest and well being of the Club. Five members will constitute a quorum. Members holding more than one appointed office will be entitled to only one vote. This committee shall meet at least once every four months. Special meetings of this committee may be called by the president or upon the request in writing by six regular/life members. The committee shall not incur any indebtedness in excess of funds in the hands of the treasurer, or which will regularly be in his hands during the current year from the collection of regular dues.

Section II Temporary committees shall be appointed and/or dissolved by the president as the occasion demands.

ARTICLE VII DUES AND FEES:

Section I Dues:

1. Annual dues will be due and payable by all regular and associate members of the Club on the first day of the year.
2. The amount of the annual dues for regular members shall be determined by the Executive Committee and approved by 2/3 of the members present at a regular meeting. Life members are exempt from annual dues.
3. Associate member dues will be one half of regular member dues.
4. Dues shall be pro-rated for new members as follows:

January 1, through June 30	100%
July 1, through December 31	50%
5. The president may grant the equivalent of one year's free dues to a member as a reward for performing some exceptional task such as putting on a program requiring considerable work. If the president wishes to make such an award to a non-member, he must however obtain a membership application from the individual and have the new membership approved in the normal manner.

Section II Initiation Fees:

An applicant for membership or re-instatement shall pay an initiation fee of one dollar (\$1.00) when submitting application.

ARTICLE VIII RULES OF PROCEDURE:

Section I Order of Business:

All meetings shall conform to the following order of business unless otherwise changed by proper motion from the floor:

1. Call to Order.
2. Roll Call of Officers.
3. Reading of the minutes from previous meeting and that of Executive Committee.
4. Correspondence.
5. Reading of applications for membership.
6. Election of Officers (second meeting in November only).
7. Committee reports.
8. Unfinished business.
9. New business.
10. Announcements for the good of philately and philatelic discussion.

Section II Procedure:

Robert's Rules of Order shall govern all meetings.

Section III Membership Rights:

1. Any action of any officer or the Executive Committee or any committee may be repealed by a two-thirds vote of the members present at any regular meeting provided that a quorum is present at the meeting where such proposed action is to be taken.
2. Any officer may be removed from office for cause by a two-thirds vote of the members present at a regular meeting after being given the right of presenting a defense and only after thirty days notice by sealed letter being mailed to all regular members in good standing.

ARTICLE IX AMENDMENTS:

- 1. Any part of the constitution and by-laws may be repealed, modified, amended, or altered, or a new constitution adopted at any regular meeting provided that:**
 - a. At least thirty days written notice has been given via U.S. mail to all regular/life members stating proposed change(s) and date of meeting.**
 - b. A quorum is present at designated meeting.**
 - c. Proposed change(s) passed by two-thirds vote of members present at the designated meeting.**
- 2. Replacement of the office of the president if same is vacated due to resignation, expulsion or death in mid-term:**
 - a. The elected vice-president shall assume the office of the president and with it all duties and responsibilities of that office for the remainder of that term.**
 - b. In the rare event that both the offices of the president and vice-president become vacant simultaneously, then the existing Executive Committee shall meet in special session to determine and recommend a course of action to be voted on by the membership at a regular scheduled meeting.**
 - c. The new president may appoint a new vice-president subject to the approval of the Executive Committee.**
 - d. The new president may appoint new or re-appoint existing appointed officers and committees.**
- 3. Replacement of any office other than that of the president vacated due to resignation, expulsion or death in mid-term shall be appointed by the president with the approval of the Executive Committee.**