

CONSTITUTION AND BY-LAWS OF
THE FIRST STATE MODEL RAILROAD CLUB, INC.

ADOPTED JULY 9, 1985
REVISED JANUARY 13, 1987
REVISED JANUARY 12, 1988
REVISED APRIL 14, 1992
REVISED APRIL 14, 2009

ARTICLE I – NAME

The official name of this organization shall be THE FIRST STATE MODEL RAILROAD CLUB, INC.

ARTICLE II – PURPOSE AND OBJECTIVES

The purpose and objectives of this organization shall be:

1. To promote the hobby of model railroading in Delaware.
2. To establish and foster fellowship among model railroaders.
3. To promote the preservation and study of railroad history with emphasis on Delaware railroads.
4. To establish operating display layouts depicting Delaware railroading.
5. To instruct the general public about the role, operation and general importance of railroading in the development of this region.

ARTICLE III – MEMBERSHIP

The categories of membership shall be:

1. **Active Member** – An active member is one who participates generally in all activities and functions of the organization. An active member's family is automatically enrolled in the organization. Persons holding an active membership may include their family in all club activities. Active members pay full dues each year. An active membership has one vote.
2. **Junior Member** – Any person age 12 to 17 may apply for membership. The following conditions apply:
 - a. Must have an active member as a sponsor.

- b. Must have release paper signed by parent/guardian and sponsor.
- c. When a club function uses transportation other than parent/guardian provided, a dated release form signed by the parent/guardian and sponsor will be required.
- d. Dues will be one-half of active member dues.
- e. No voting rights accorded.
- f. Cannot hold office.

ARTICLE IV – ELECTIONS AND OFFICERS

1. Elections – Elections shall be held each year during the month of October for the offices of President, Vice President, Secretary and Treasurer. These officers shall serve for a one-year term and shall be subject to a recall vote after six months in office. Elections shall be by acclamation or majority vote at the regular business meeting of the organization. Any active member may be nominated for these offices.
2. Duties of the elected officers:
 - 2.1 The President shall preside at all meetings of the organization. He shall appoint coordinators to assist with technical aspects of the organization's activities. He shall represent the organization in its dealings with other organizations and shall perform such other duties as ordinarily pertain to this office.
 - 2.2 The Vice President shall preside over all meetings of the organization in the absence of the President. He shall plan the events and activities calendar in consultation with the President and shall perform such other duties as ordinarily pertain to this office.
 - 2.3 The Secretary/Timekeeper shall make a minute of each regular meeting of the organization. He shall preserve the minutes of all club meetings in the order that they occur. He shall maintain an accurate roster of all active and Junior members of the organization and shall read the minutes of the previous meeting at the beginning of the subsequent meeting.
 - 2.4 The Treasurer/Paymaster shall receive and hold all club funds either personally or in a bank account established in the name of the organization. He shall be responsible for collecting dues from the club members and keeping a record of each member's status as a dues payer. He shall render an account of the club's finances at each regular

meeting and shall assist at an audit of the organization's financial records each October when new officers are elected. He will supervise any new fundraising done in the name of the club and receive all funds so raised. The Treasurer may appoint other members of the organization to assist him at his discretion.

3. Recall of Elected Officers – Any elected officer of the organization may be recalled from office after six months' service. Recalls shall be initiated by vote of the majority of the membership acting in a regular business meeting. Causes for recall shall be non-attendance at club functions, non-performance of duties or a voluntary request to be relieved. When an officer is recalled, an election to appoint a successor to serve out the remainder of his term in office shall be held as soon as possible.

ARTICLE V – MEETINGS

Meetings shall be held at least once a month. Work sessions can be held more frequently at the request of the membership.

ARTICLE VI – DUES

1. Dues schedules shall be determined by the membership of the organization in open discussion during a general business meeting.
2. Dues for active members shall be \$60.00 per year, payable on application prorated at \$5.00 per month, or renewal.
3. Dues for Junior members shall be one-half of active member dues per year, payable on application or renewal.
4. Delinquent Dues – Dues will be considered delinquent after March 1 of each year. The member will have an additional two-month grace period in which to satisfy dues requirements or have membership terminated.

ARTICLE VII – LAYOUTS AND MODULES

1. Any fixed, permanently installed layout or modular unit built in the name of the organization utilizing materials purchased with club funds or donations is the property of the organization. No member may remove any attached item or fixture or claim personal ownership thereof. Locomotives, rolling stock and structures belonging to the club must be coded and recorded. Unattached items purchased with organization funds belong to the organization and cannot be removed.
2. Modules are built at the expense of the individual member and remain his property. Should a module owner leave the organization, he may offer his

module for sale at his discretion and it may be purchased by another individual or donated to the club with no debt incurred by the club.

ARTICLE VIII – COORDINATORS

The President may appoint coordinators to assist with technical aspects of the organization's activities. These shall include such functions as track planning, module design, graphics, club historian, electrical design or any other aspect of model railroading club operation. The coordinator's main purpose is advisory. Active members are eligible for these posts and may call upon other members to help them.

ARTICLE IX – APPROVAL OF CONSTITUTION AND BY-LAWS

This Constitution and By-Laws were officially adopted at the general business meeting of the organization, also referred to as "The Club," held on July 9, 1985 and amended on January 13, 1987, January 12, 1988, April 14, 1992 and April 14, 2009.

ARTICLE X – TAX EXEMPT STATUS

The First State Model Railroad Club, Inc. is organized and constituted as a non-profit organization. Its members cannot receive assets donated to or acquired by the organization as their personal property nor will any club property be distributed to the members in the event of dissolution of the organization. The President of the club shall apply to the Internal Revenue Service for tax exempt status as a non-profit organization and file all necessary applications, documents and schedules to maintain such status.

ARTICLE XI - AMENDMENTS

1. Members wishing to offer an amendment must provide a copy of the proposed amendment to the membership at a regularly scheduled meeting. Any active member may discuss amendments that he may wish to propose during the new business phase of a business meeting. The Constitution and By-Laws may be amended by a two-thirds vote of the active membership present at any regular business meeting of the organization.
2. The First State Model Railroad Club, Inc. will provide to each active and junior member an individual membership card showing name and expiration date.

Approved 7/9/85 General Business Meeting
Amended 1/13/87 General Business Meeting
Amended 1/12/88 General Business Meeting
Amended 4/14/92 General Business Meeting
Amended 4/14/09 General Business Meeting