

ASM By Laws

Effective Date March 6, 2015

Article I NAME

This organization shall be known as the Albuquerque Scale Modelers club, referred to as ASM throughout the remainder of this document.

Article II POLICIES AND OBJECTIVES

Section 1 Policies

The policies of ASM are to be established and enforced by the Executive Board of ASM and ASM general membership.

Section 2 Objectives

The objectives of ASM shall be to encourage full participation in the improvement of modeling skills with the use of clinics, contests, exhibits, lectures, historical research and other worthy means and to regulate membership; including the raising, use and investment by lawful means, of money to support the activities of ASM, provided none of the income of ASM inures to the private profit of any of its members.

Section 3 Charters

ASM is a private club. ASM may choose to become a chartered member, on an annual basis, of the International Plastic Modelers Society/USA hereinafter referred to as IPMS, by vote of the ASM membership. If ASM membership chooses to be an IPMS chapter the ASM chapter point of contact shall be the current ASM president or person appointed by the current ASM president to act as ASM chapter point of contact.

Article III MEMBERSHIP

Section 1 Membership Eligibility

Membership in ASM is open to all persons regardless of race, sex, ethnic origin, religion, disability status, veterans status, or age, so far as the person requesting membership agrees to abide by the guidelines, policies and objectives, covered by these bylaws or special rules of procedure adopted by ASM.

Section 2 Member Conduct

- a. Members of ASM are expected to conduct themselves in a manner that is consistent with acceptable social behavior, maturity, and courtesies.
- b. It is not acceptable for members to:
 1. Be disruptive during any ASM event (monthly meeting, contest, mall show, etc).
 2. Interrupt regular club business without having been acknowledged by the Executive Board to have the floor.
 3. Intimidate or harass fellow club members on any subject matter at club-sanctioned events nor anywhere else.
 4. Use ASM's official contact list of member's phone numbers, e-mail addresses and/or other social media relative to ASM in an abusive manner beyond reasonable contact. This applies to unsolicited e-mails and phone calls which may reasonably cause offense to the recipient. In the event of a complaint, the E-Board shall investigate the intent and scope of any such contact and determine whether such contact is inappropriate or offensive. The instigator of such contact may appear before the board to present his/her position. If the offense is deemed serious enough by a majority of the board, if the behavior is repeated, or if any other behavior contrary to the spirit and by-laws of ASM

is demonstrated, the instigator may be removed from the membership roll of the club in accordance with Article III, section 3 of the by-laws.

Section 3 Dropping a Member

A member may be removed from the membership roll of ASM if the member's conduct is not acceptable in accordance with Article III, Section 2 or if behavior demonstrated by that member is deemed by a majority of the E-Board to be serious enough to cause likely disruption to the business of the club, can be reasonably expected to have caused offense to a member (or members) of the club or if it impacts negatively upon the reputation of ASM as a whole. A member shall have the right to defend his/her position in front of the next available meeting of the E-Board either in writing or in person. The board shall consider impartially all aspects of the issue at hand and shall determine by a vote, where a majority of 5 to 2 or 75% (whichever is the lesser number) in favor of the motion to warn or remove (as appropriate) shall be required. If this majority is obtained, the member shall be informed in writing of the board's decision, by the club President and Secretary/Treasurer and if removed, any un-used portion of that member's fees dating from the time of the vote shall be returned to him/her within 1 calendar month.

Section 4 Classification of members

Membership will be designated according to the type that best defines the applicant requesting membership in ASM:

a. Adult Membership in the ASM is available to anyone 18 years of age or older who pays the yearly fee (dues) designated by the ASM Executive Board, and is in good standing with regard to section 1 of Article III of these bylaws. Adult Membership entitles such person to an ASM membership card, ASM name badge, ASM newsletter and participation in ASM sponsored contests, clinics, exhibits, lectures or other ASM activities, with the right to vote on club business presented at general club meetings.

b. Youth Membership in the ASM is available to anyone under 18 years of age who pays the yearly fee (dues) designated by the ASM Executive Board, and is in good standing with regard to section 1 of Article III of these bylaws. Youth Membership entitles such person to an ASM membership card, ASM name badge, ASM newsletter and participation in ASM sponsored contests, clinics, exhibits, lectures or other ASM activities, with the right to vote under the direct supervision of their parent or legal guardian and on club business presented at general club meetings.

c. Family Associate Membership is available to any member of the immediate family of any member in good standing of ASM. Family Associate membership is on an annual basis at the dues set by the Executive Board. Family Associates are non-voting, cannot hold ASM office nor serve on Committees, and do not receive separate publications. They can attend any ASM meeting or function/contest and enjoy all other privileges of membership.

Section 5 Admission procedures for new members

Subsequent to Article III, Sections 1 & 2, all persons requesting new membership in ASM shall submit an application for membership to the ASM Secretary (or the President, in the absence of the Secretary) and pay the yearly fee (dues) as designated by the ASM Executive Board, required for type membership. They will then be considered a probationary club member until their application is formally approved or rejected. The application shall be reviewed by the E-Board at the next scheduled E-Board meeting and the E-Board will approve or disapprove the acceptance of the new applicant to join ASM. A vote shall be taken and a majority of 5 to 2 or 75% (whichever is the lesser number) in favor of the new member joining will be required. If the application is disapproved then all funds shall be returned to the unsuccessful applicant within one calendar month. ASM is a private club and reserves the right to refuse membership where valid concerns are raised about the suitability of the applicant.

Section 6 Renewal of Membership

Renewal of current members in good standing shall require the member to pay their dues in full no later than one month after expiration of membership. If a member is not considered to be 'in good standing' due to pending disciplinary issues, non-payment of monies owed etc. then their renewal shall be suspended until the issues are

addressed by the next scheduled meeting of the E-Board, at which point their renewal shall either be approved or disapproved. If disapproved, then due process under Article III section 3 shall be followed. Note that renewal does not entitle member to a second name badge. All other rights stated in Section 4 of Article III are continued to the renewed member. ASM is a private club and reserves the right to refuse the renewal of membership where valid concerns are raised about the suitability of the applicant.

Section 7 Former Members of ASM Wishing to Rejoin

Persons whose ASM membership has expired that are wishing to rejoin ASM will follow the application for membership process outlined in Article III, Section 5. In addition to the new membership requirements outlined in Art III, Sect 2 that the rejoining member must agree to adhere to, rejoining members may also have their previous conduct reviewed by the E-Board as a factor in determining their eligibility to re-join ASM. A vote of all board members shall be taken in such circumstances and a majority of 5 to 2 or 75% (whichever is the lesser number) in favor of the former member rejoining shall be required. Board members shall be able to vote via e-mail if their attendance at the meeting(s) is not possible due to illness or other extenuating circumstances. ASM is a private club and reserves the right to refuse membership where valid concerns are raised about the suitability of the applicant.

Article IV EXECUTIVE BOARD

Section 1 Executive Board Positions

The Executive Board shall consist of the following elected officers from the body of membership, voted on by the general membership of ASM. President, Vice President, Contest Chairman, Secretary/Treasurer, Protempore Member/s and the following appointed position/s selected by the elected President: Web Master and Newsletter Editor.

Section 2 Qualifications for Executive Board Positions

In order for an ASM member to be considered for election to an Executive Board office or appointed to a position they must meet the following criteria:

- a. Has been a member of ASM for no less than 1 year.
- b. Is a current adult member in good standing with ASM.
- c. They must commit to and make themselves available to:
 1. Participate in the majority of E-Board activities, of no less than three-quarters of the year's Board meetings which have been outlined in Art VII, Section 2.
 2. Attend no less than three-quarters of the year's general club meetings outlined in Art VII, Section 1.
 3. Be responsive to E-Board communications via email or telecommunications.
- d. They must commit to and will be expected to uphold the results of collective Board decisions/votes. (i.e., No one Board member may issue a singularly or minority decided upon reversal or significant alteration of a unanimous E-Board decision).
- e. Some E-Board positions (President, Vice-President and Secretary/Treasurer) shall require the holder to be a member in good standing of IPMS USA for as long as ASM remains affiliated with IPMS USA. Anyone who is not, or is unwilling to become an IPMS member, shall not be eligible for these specific positions.

Article V ELECTION PROCESS

Section 1 Eligibility to vote

All ASM members in good standing are eligible to vote as specified in Article III of these bylaws.

Section 2 Nomination of Candidates

The candidates for ASM Executive Board officers, specifically, President, Vice President, Contest Chairman, Secretary/Treasurer and Protempore Member/s shall be nominated by any ASM adult member by nominations from the floor in the annual nomination meeting.

Section 3 Nomination meeting

The annual nomination meeting shall be the October ASM meeting of each year.

Section 4 Election of officers

Officers shall be elected by ASM membership at the meeting following the Nomination Meeting and should occur in November. This meeting is designated as the Election Meeting. In the case of an uncontested election, the election may be conducted by voice vote or show of hands by ASM membership present at the Election Meeting. In the case of a contested election, voting will be conducted by written ballot. Ballots may be submitted to the current ASM Secretary/Treasurer by mail or in person, prior to the Election Meeting, or at the Election Meeting prior to the cutoff time previously announced. Ballots shall be tallied by at least two current Executive Board members and the newly elected Executive Board officers shall be announced at that Election Meeting. The new Executive Board officers shall be determined by a majority vote. In case of a tie, the winner shall be decided by the flip of a coin.

Section 5 Executive Board Term

Following the conclusion of the ASM Executive Board Election, as prescribed in Article V, Sections 2 through 4, the so elected Board members' term of service will begin at 12:01 am the following day after the December General Meeting and continue until 12:00 midnight of the following year's December General Meeting.

Article VI RESPONSIBILITIES OF EXECUTIVE BOARD OFFICERS

Section 1 President

- a. The President shall preside over Executive Board meetings as well as all ASM general meetings and call all meetings to order.
- b. After counseling with Executive Board members and having been given input from the general membership, determine the calendar of general meetings and events to take place including contests, clinics, lectures, etc., if any, that will be presented at each meeting.
- c. The President shall be responsible for maintaining a balanced budget of ASM funds and reporting, at least quarterly, the status of ASM funds to the general membership.
- d. With the Executive Board members, the President of ASM shall review ASM bylaws annually. The President shall then sign the bylaws, placing them into effect for term of office.
- e. Any additional responsibilities, such as chairing a committee, may be delegated to any Executive Board member or assigned to any general member/s by the ASM President.

Section 2 Vice-President

- a. In the absence of the ASM President the Vice-President shall preside over Executive Board meetings as well as all ASM general meetings and call all meetings to order.
- b. The ASM Vice-President shall advise ASM President in determining the yearly calendar of general meetings and events to take place including contests, clinics, lectures, etc., if any, which will be presented at each meeting.
- c. The ASM Vice-President shall act as Public Relations officer of ASM and is responsible for public affairs in the community. Such responsibility may be delegated to an ASM member upon approval of all Executive Board members for a designated period of time, i.e., for a weekend Mall Show or Model Contest.

Section 3 Contest Chairman

- a. The Contest Chairman shall organize and oversee all contests sponsored by ASM and act as Head Judge; and shall determine and publish contest judging criteria, modeler classification, and categories to be used for the year, with the approval of Executive Board officers.
- b. The Contest Chairman shall advise ASM President in determining the yearly calendar of general meetings and events to take place including contests, clinics, lectures, etc., if any, which will be presented at each meeting.
- c. The Contest Chairman shall provide the points break-down of each ASM points contest in time for publication in the following month's newsletter and shall provide them to the newsletter editor and webmaster/website administrator accordingly. If the Contest Chairman is ill or otherwise indisposed, he/she shall notify the board and upon approval, can delegate this task to a volunteer until such time as he/she is able to resume this responsibility.

Section 4 Secretary/Treasurer

- a. The ASM Secretary/Treasurer shall keep minutes of the Executive Board meetings and official business portions of ASM general meetings. The minutes will be retained for a minimum of 3 years by the originating Secretary and handed off to each succeeding Secretary. The Secretary will also maintain an annually updated list of names and addresses of all ASM members. If the Secretary/Treasurer is unavailable to perform these tasks, a Protempore Member or other Executive Board member can be assigned these duties.
- b. The ASM Secretary/Treasurer shall advise ASM President in determining the yearly calendar of general meetings and events to take place including contests, clinics, lectures, etc., if any, which will be presented at each meeting.
- c. The ASM Secretary/Treasurer shall handle all correspondence to ASM general membership including notification of meeting place and times or any change thereto.
- d. The ASM Secretary/Treasurer shall keep an account of revenues and expenses and present to the ASM President a monthly account of ASM funds and a quarterly report to the ASM general membership.

Section 5 Protempore Member/s

- a. The number of Protempore Member/s to serve, if any, shall be designated by the current Executive Board and nominated and voted on by club membership at the annual election meeting. The number of Protempore Members needs to result in an odd number of total Executive Board members for voting purposes.
- b. Protems are to assist the Executive Board as deemed necessary by the Executive Board; i.e., maintaining club Newsletter, clinics, club library, etc.
- c. Protems are to advise ASM President in determining the yearly calendar of general meetings and events to take place including contests, clinics, lectures, etc., if any, that will be presented at each meeting.

Section 6 Web Master

The Web Master of ASM is tasked with computer on-line input of pertinent ASM information on the World Wide Website at the direction of the ASM Executive Board. That person shall be appointed by the ASM President and is a member of the ASM Executive Board to advise and counsel the Executive Board, but does not have voting authority.

Section 7 Newsletter Editor

The ASM Newsletter Editor is tasked with consolidating and editing inputs, and then publishing the monthly ASM Newsletter. That person shall be appointed by the ASM President and is a member of the ASM Executive Board to advise and counsel the Executive Board, but does not have voting authority.

Article VII MEETINGS

Section 1 General Meetings

- a. ASM determines an annual schedule for General meetings. These meetings are usually scheduled for the first Friday evening within each month
- b. General meetings are intended to inform ASM membership of ASM status, upcoming events, and to hold contests, clinics, and lectures to enhance modeling skills and abilities of ASM membership and develop friendship.

Section 2 Executive Board Meetings

- a. Executive Board meetings are scheduled by the ASM President and should be attended by all ASM Executive Board members. These meetings should be held monthly but not less than once a quarter.
- b. Executive Board meetings are intended to evaluate the status of ASM and plan and develop the ASM activities and general meetings.

Article VIII GUESTS

ASM general meetings are open to guests of ASM, whether the guest is attending with an ASM member or not. Guests are not entitled to membership privileges such as voting in any club business, or participating in ASM contests, (beyond the allowed one-time complimentary entry). They may observe ASM activities, clinics, and may participate in ASM auctions, raffles or swap meets. A guest, (at the recommendation of the Contest Chairman and approval of the E-board present at the general membership meeting), may assist with judging a scheduled ASM contest.

Article IX USE OF ASM FUNDS

Section 1 General

ASM funds are to be obtained through monthly membership dues, donations, fundraisers and other lawful means. They are to be accounted for and used to the betterment of ASM under the direction of the ASM Executive Board. No member of the Executive Board or general membership of ASM shall inure to the private profit of funds.

Section 2 Expenditures

Any expenditure of \$200.00 or greater must be recommended by the Executive Board and approved by a majority vote of the membership at a general meeting.

Section 3 Reimbursement

Reimbursement to any person for materials, supplies, or reasonable services, must have the approval of the Executive Board.

Article X DISSOLUTION

In the event of dissolution of ASM for any reason, all current funds shall be used to resolve any debt or financial responsibilities of ASM. Any remaining funds shall be donated to a non-profit organization at the discretion of the current Executive Board and no member of ASM shall inure any funds as private profit.

Article XI AMENDMENTS

Section 1 When Amendments can occur

Amendments to these bylaws shall take place at an Executive Board meeting at the discretion of the Executive Board.

Section 2 Adoption of amendment/s

A 75% or 5:2 majority vote of the elected Executive Board officers shall be required for adoption of any amendment/s (whichever is the lesser).

Section 3 Amendment voting

During the course of any E-board meeting, should a vote be required to insert, modify, or delete any Amendment, it will require, at a minimum, 5 of the defined voting E-board members (Articles IV & VI) to be present and to participate in said voting, in order for the results to be validated and subsequently take effect.

Section 4 Notification of amendment/s to membership

Notification of such amendment/s shall be made to the ASM general membership at the next general meeting following adoption of amendment/s.

Article XII PROPOSALS, MOTIONS, & VOTING DURING MONTHLY MEETINGS

Section 1 Member request to be heard

During the course of the club business portion of the monthly meeting, a member may request to present an issue of concern or pose a question to the Executive Board, which is directly related to the activities of the club. The member must make the request or ask the question in an orderly manner that is not disruptive to the business being conducted at that time.

Section 2 Member presentation and response

Once recognized by the Executive Board and given the floor, the member may present his issue/concern. When finished with his presentation, the Executive Board may either respond and/or open the floor to the membership for discussion.

Section 3 Motions

After a reasonable amount of time* has been devoted to discussing the issue, a motion may be suggested by the Executive Board, the requestor, or another member to have a vote taken, amongst the members present that month,

whether or not to take any action. This includes: 1. A vote in favor of the proposal. 2. Against the proposal. 3. To table the issue for further consideration at a later date. 4. To abstain.

***The Executive Board reserves the right to bring discussion of the issue to a close if it has been determined that discussion has become too disruptive, has stagnated, or is not directly related to club activities.**

Section 4 Voting

If it is determined that a vote is to be taken on the issue, the Executive Board will distribute one generic, blank ballot to each Adult or Youth club member present that evening. The ballots will have the four choices available as outlined in Section 3. Each member shall mark their selection and then deposit the ballot in a provided ballot box in a timely manner.

Section 5 Tallying and Results

After a reasonable amount of time has elapsed for members to deposit their ballots, the President and Secretary/Treasurer will tally the votes. Once completed, the President will announce the results to the membership that evening at a secondary club business call.

Section 6 Record Keeping

The Secretary will record: 1. The issue(s) covered. 2. The decision whether or not to take a vote on the issue. And 3. The results of any vote taken, in the meeting minutes. He will also note in the minutes at what time the action, if any, is to be initiated, (i.e., immediately, at next month's meeting, next year, etc.).

Section 7 Exception in club's best interest

The ASM President may choose to have a vote taken "by show of hands" in place of "by means of ballot" on the occasion when it is clearly in the club's best interests to do so.

Section 8 Objective

Article XII is intended to help maintain anonymity of members' voting choices and to help protect members from harassment by other members before, during, and after the proceedings.

Article XIII - E-BOARD MEMBER SUCCESSION

Section 1 Exiting E-board President

Following the completion of E-board member elections, (on the evening of the closing year's November club meeting), should the elected President become incapable of performing the duties of his position, (by means of resignation, dismissal, or otherwise), at any time during the course of his term, all duties and responsibilities will immediately be transferred to the acting Vice-President for the duration of the calendar year. Should the President become available and capable of returning to his duties, he may petition the E-board and, upon their approval, return to his position for the remainder of that calendar year.

Section 2 Other Exiting E-board members

Following the completion of E-board member elections, (on the evening of the closing year's November club meeting), should any one of the elected members become incapable of performing the duties of their position, (by means of resignation, dismissal, or otherwise), at any time during the course of their term, the open position will be

announced at the next available general club meeting by the presiding E-board. Proceedings will commence at that meeting following the established procedures in Article V, to fill the open position. The exception to Article V being, that nominations, balloting, tallying, and announcement of the newly elected member will be completed at that evening's meeting.

Signed _____ // **Tony Humphries** // _____ **Date** **2 May, 2014** _____
(ASM President)

Signed _____ // **Frank Randall** // _____ **Date** **2 May, 2014** _____
(Secretary/Treasurer)