



BYLAWS

Of The

SUNCOAST MODEL RAILROAD CLUB

(A Not For Profit Corporation under the Laws of the State of Florida)

(As adopted by the Members on March 14, 2002, and Amended through December 14, 2017)



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ARTICLE 1

Offices

Section 1 Principal Office

The principal office of the Corporation shall be in the County of Pinellas and State of Florida.

Section 2 Other Offices

The Corporation may also have offices at such other places within the State of Florida as the Board of Directors may from time to time determine or as the business of the Corporation may require.



ARTICLE II

Members

Section 1 Classes of Members

The Corporation shall have six (6) classes of members. The designation of such classes and the qualifications, rights and privileges of the members of such classes shall be as follows:

A. Regular Members

The Regular Membership of the Corporation shall consist of those persons 18 years of age or older whose applications are approved by the Board of Directors, who pay the dues as set forth in Article IX of these Bylaws and who abide by all other rules and regulations as set forth in these Bylaws or adopted by the Membership or the Board of Directors.

Regular Members in Good Standing may make unlimited use of any and all Club facilities provided they are proficient in the safe operation of such facilities. In order to have unlimited access, all Regular Members in Good Standing are entitled to the access code to the Club premises.

The rights and privileges of a Regular Member in Good Standing, except the right to vote, shall extend to the Regular Member's domestic partner without additional dues payment provided that they abide by all other rules and regulations as set forth in these Bylaws or adopted by the Membership or the Board of Directors (a regular member is the primary member, the domestic partner is the secondary member).

Regular Members in Good Standing may sponsor visitors, and visitors may run their equipment when accompanied by the Sponsoring Member.

If a visitor has no residence, part time or full time, owned, rented or borrowed, within 100 miles of the Club facilities, there is no limit on the number of sponsored visits that can be made to the Club.

Should a visitor have a residence, either part time or full time, owned, rented or borrowed, including students, within 100 miles of the Club facilities, such visitors may be sponsored only three times annually regardless of how many different Members provide the sponsorship.

B. New Members

New Members are members whose application for Regular Membership has been accepted by the Board of Directors but not yet approved.

New Members begin a ninety-day probationary period commencing on the date their application has been accepted by the Board of Directors. This would usually be the next Meeting of the Board.

During the probationary period, New Members may make use of any and all club facilities provided that a Regular Member in Good Standing is also present.

From the time the application is submitted and prior to the end of the ninety (90) day probationary period all new members shall make an appointment with the Board to acquaint the new member with the rules, by-laws, history and mission of the club.

During the probationary period the Board of Directors shall review the New Member's application and status. The Board must either approve the application and admit the New Member as a Member of the Club, entitled to all the rights and privileges of Regular Members as described in Article II, Section 1A of these Bylaws, or reject the application and deny any use of the Club facilities to this person and refund any dues paid in advance by this person, or require an additional ninety-day probationary period. Under no circumstances may a new member be required to serve more than two probationary periods.



C. Seasonal Members

The Seasonal Membership of the Corporation shall consist of those persons 18 years of age and older whose applications are approved by the Board of directors, who pay dues as set forth in Article IX of these Bylaws and who abide by all other rules and regulations as set forth in these Bylaws or adopted by the Membership or the Board of Directors.

Seasonal members shall have all the same rights and privileges as a Regular Member as outlined in these Bylaws, except as follows:

A Seasonal Member may reside in the Tampa Bay area and participate in club events for no more than six months per year.

A Seasonal Member must declare to the Board and the Treasurer his or her desire to be classed as a Seasonal Member, and declare the normal expected months of club participation, and will pay dues for the actual months (in whole or in part) the member participated in the club, as outlined in Article IX.

D. Junior Members

The Junior Membership of the Corporation shall consist of those persons less than 18 years of age whose parent or legal guardian has given permission for the Junior Member to join the Corporation, whose applications are approved by the Board of Directors, who pay the dues as set forth in Article IX of these Bylaws and who abide by all other rules and regulations as set forth in these Bylaws or adopted by the Membership or the Board of Directors. Junior members may vote but cannot run for or hold any office.

Junior Members in Good Standing may make unlimited use of any and all Club facilities provided they are proficient in the safe operation of such facilities and in the company of a Regular Member in Good Standing.

Junior Members in Good Standing may not sponsor visitors to the club without first securing the approval of the Superintendent of the layout to which the Junior Member wishes to sponsor visitors. These visitors may not run their equipment on the layout. Such visitors are limited to three visits annually.

E. Student Member

The Student Membership of the Corporation shall consist of those persons 18 years of age and older whose applications are approved by the Board of Directors, who pays dues as set forth in Article IX of these Bylaws and who abide by all other rules and regulations as set forth in these Bylaws or adopted by the Membership or the Board of Directors.

Student members shall have all the same rights and privileges as a Regular Member as outlined in these Bylaws except as follows:

A member must declare to the Treasurer if he or she should be considered as a Student Member either through the membership application or through written notice.

A Student Member must be enrolled full time in an accredited college, university, professional or trade school, etc. located 100 miles or more away from Club facilities or the school must be in the Tampa bay area. The student must reside permanently 100 miles or more from the club facilities.

A Student Member must present a valid ID issued in their name by the institution where enrolled to the Treasurer at the time student member status is requested.

A Student Member must provide written notice to the Treasurer as to which months he or she will be attending formal classes and will not be participating in Club activities.

F. Honorary Life Members

Honorary Life Membership may be conferred upon persons who have rendered outstanding service to the Corporation. Prospective Honorary Life Members shall be recommended to the Board of Directors by any Member in Good Standing. If the Board concurs with the Member's recommendation by a vote of a simple majority of Board Member's present and voting at a meeting of the Board, the motion shall be put to the Membership at the next Regular Business Meeting of the Members. If then approved by a majority vote of



the members present and voting, Honorary Life Membership shall be conferred upon such person or persons at that time.

Honorary members shall be subject to the same rules of conduct as Regular Members and entitled to all rights and privileges of Regular Members, except the right to vote or hold office, and shall be relieved of the annual dues set forth in Article IX of these Bylaws

Section 2 Voting Rights

Each Regular, Seasonal, Junior and Student member in good standing shall be entitled to one vote on each matter submitted to a vote of the members.

Section 3 Suspension of Membership

Any member in Good Standing may submit in writing to the Board of Directors a request to review the action(s) of a member. This request must detail all violations and be counter-signed by a superintendent.

- The member in question will be notified by the Board in writing prior to the review by the Board.
- The Board of Directors will act on this request at next regular meeting of the Board or earlier if deemed necessary.
- The member in question may request a meeting to explain their actions with the Board.
- If the facts warrant a suspension, the length of the suspension shall not exceed a period of six (6) months.

A vote by the Board of Directors is required to suspend a member and requires a 2/3 majority. Any member who is suspended will be deemed not to be in good standing while suspended. Any member who is suspended more than two (2) times may be subject to termination by the Board.

Section 4 Termination of Membership

Any member may be terminated for any or all of the following reasons:

Failure to pay dues.
Theft.
Vandalism.
Failure to comply with good conduct.

A vote by the Board of Directors is required to terminate a member and requires a 2/3 majority. Persons whose membership has been terminated may not run their equipment on Club facilities as a visitor of any other Member in Good Standing.

Section 5 Resignation

Any Member may resign by filing a written resignation with the Secretary, but such a resignation shall not relieve the Member of the obligation to pay any dues, assessments or other charges theretofore accrued and unpaid.

Section 6 Reinstatement

Upon written request signed by a former Member and filed with the Secretary, the Board of Directors may by the affirmative vote of a simple majority of the Board reinstate such a former Member to membership upon such terms as the board of directors may deem appropriate.

Section 7 Transfer of Membership

Membership in the Corporation is not transferable or assignable. This shall not pertain to the primary and secondary members as defined in Article II, Section 1.



ARTICLE III

Meetings of Members

Section 1 Rules for Conducting Meetings of the Members

The conduct of all Meetings of the Members shall be governed by Roberts Rules of Order, Revised.

Section 2 Quorum

There is no quorum requirement for conducting a Regular Business Meeting.

Section 3 Regular Business Meetings

There shall be Regular Business Meetings of the Members on the second Thursday of each month on the Club premises and at the time specified in a written notification or posting in the clubhouse or at such other time and place as shall be set by the Board of Directors with a written notification or posting in the clubhouse of such change at least 21 days prior to the actual Meeting date.

The Board of Directors may cancel any Regular Business Meeting with a written notification or posting in the clubhouse of such change at least 21 days prior to the actual Meeting date.

The posting of a meeting date beyond the next second Thursday of a month shall constitute notification of cancellation of the Regular Business Meeting as long as the post is made at least 21 days prior to the next second Thursday.

Section 4 Annual Meeting

The Annual Meeting of the Members shall be the Regular Business Meeting of the Members held each year in November.

A quorum of Members in Good Standing must be present to conduct the Annual Meeting.

The presence of one-half of the Regular, Junior, Seasonal and Student members in Good Standing shall constitute a quorum at the Annual Meeting.

The Board of Directors may not cancel the Annual Meeting of the Members and may postpone the Annual Meeting only if a quorum of the Members is not present.

Section 5 Other Meetings

All other meetings of the Members shall be construed as work or operating sessions.

Section 6 Voting on Issues by the Membership

From time to time, issues concerning the operation and well-being of the Club are brought to the floor during a Regular Business Meeting of the Members that require a vote by the Members. The Presiding Officer of the Club shall take a voice vote to determine if the motion passes or fails with a simple majority of Members in Good Standing present sufficient to carry or defeat any motion before the Members.

If a voice vote does not produce a clear choice, then a show of hands vote is required. A show of hands vote is also required if any Member in Good Standing requests that it be taken. A simple majority of Members in Good Standing present is sufficient to carry or defeat any motion before the Members with a show of hands vote.

In either case, there is no requirement for a quorum of members to be present.

All matters before the Membership shall be decided in the above described manner except those issues which:



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- a) Require the expenditure of more than \$2000 from any club account. Such matters will be decided by a simple majority of votes cast as described below.
 - b) Are motions to remove any elected Officer of the Corporation or elected non-Officer of the Corporation. Such matters will be decided by a two-thirds majority of votes cast as described below.
 - c) Are motions to change any of the governing documents of the Club, including but not limited to these Bylaws and the Articles of Incorporation of the Club. Such matters will be decided by a two-thirds majority of votes cast as described below.

In matters of these instances, the Board is required to give notification to all Members in Good Standing of the pending change and provide an opportunity to each member to vote on the issue at hand.

In order to meet this requirement, the Presiding Officer of the Club at the Meeting will assign a Member in Good Standing the task of creating a written document describing the motion on the floor. This description and a Proxy Vote form shall be sent to all Members in Good Standing as of the time of the Meeting at which the motion was put before the Membership at least 21 days prior to the date the vote is to be taken.

Every Member shall have the opportunity to cast his/her vote either in person at the Regular Business Meeting on the date the vote is to be taken or by written proxy to the Secretary of the Club. The Secretary shall cast the Members vote only as directed on the Proxy statement except if the Member is present at the meeting, in which case the Member shall cast his vote without regard to the instructions given to the Secretary.

The Proxy Statement shall be returned in writing to the attention of the Club Secretary at the address of the Principal Office of the Corporation or by e-mail directly to electronic mail box of the Secretary, if there exists one. This does not establish a requirement that the Club Secretary maintain an electronic mail box.

Only Proxy Statements from Members in Good Standing at the time the vote is being taken shall be counted. Proxy Statements not returned from members not in attendance shall be deemed as abstentions. The majority described above of the remaining votes will decide the matter at hand.

Should for any reason, except a deliberate attempt to not have properly executed votes counted correctly, a Proxy Statement not be received prior to the meeting date, a Member shall have no recourse.

Members who were not in Good Standing at the time the Notice and Proxy Statements were delivered but are in Good Standing at the time the vote is being taken may vote in person or by written Proxy, as described above. However, the Club and Board of Directors is deemed to have met its obligation of notification and such members can claim no right to a 21 day notice of any change.

Should a deliberate attempt to not have properly executed votes counted correctly, any such vote shall be deemed null and void and the Board of Directors is charged with making every effort to undo any and all effects caused by such vote.



ARTICLE IV

Board of Directors

Section 1 General Powers

The business and affairs of the Corporation shall be managed by its Board of Directors, which may exercise all such powers of the Corporation and do all such lawful acts and things as are not by law, the Articles of Incorporation or these Bylaws directed or required to be exercised or done only by the members at large.

Section 2 Number, Tenure and Qualifications

There shall be seven Directors of the Corporation, consisting of the Officers of the Corporation, and three additional Directors elected by the members at large. The three additional Directors shall serve staggered three-year terms. One of these Directors shall be elected at each annual meeting of the members, and shall take office at the Regular Business Meeting of the members succeeding the annual meeting. All Directors shall be Members in Good Standing of the Corporation. A Director whose term is ending and has served at least half of the three year term may not stand for re-election as a Director until one year after leaving office unless no other candidate can be found.

When there is no candidate for the Directorship at the annual meeting of the members, the incumbent may serve additional one-year terms until a new candidate comes forward during a subsequent election. This new candidate may serve only the remainder of the term.

Such a process will cause multiple Director Positions to be up for election at subsequent annual meetings of the members. Should the number of new candidates be greater than the number of open positions, the Members shall have one vote for each available position. The open positions shall be filled as follows: the candidate receiving the greatest number of votes shall be elected to a full three year term, the candidate receiving the second greatest number of votes shall be elected to serve the two remaining years of a term and the candidate receiving the third greatest number of votes shall be elected to serve the one remaining year of a term.

Should the number of new candidates be less than the number of open positions, the new candidate receiving the greatest number of votes shall be elected to a full three year term and the candidate receiving the second greatest number of votes shall be elected to serve the two remaining years of a term. The remaining Director positions shall be filled by the incumbents. Should there be more incumbents wanting to serve than positions available, the positions will be filled by the incumbents receiving the greatest number of votes, until all open positions are filled. Incumbents reelected in this fashion will serve only one additional year and the seat will be open for election at the next annual meeting of the members.

Section 3 Removal

Any of the Directors of the Corporation may be removed upon motion made by any other Member in Good Standing of the Corporation and such motion is acted upon as described in Article III, Section 6 for motions to remove any elected Officer of the Corporation or elected non-Officer of the Corporation.

Section 4 Annual Meeting

The annual meeting of the Board of Directors shall be the Regular Business Meeting of the Board of Directors next following the annual meeting of the members.

Section 5 Regular Business Meetings

Regular Business Meetings of the Board of Directors shall be held annually or more frequently, as shall be determined from time to time by the Board of Directors.

Any Member in Good Standing may be an observer at any meeting of the Board. The Board reserves the right to have any member removed from a Board meeting if that member's behavior is disruptive. Also, the Board reserves



the right to meet in private to discuss matters concerning any member or group of members or any other matters where discretion is necessary.

Section 6 Notice

Written notice stating the time and place of a Regular Business Meeting of the Board of Directors shall be given to the membership or posted in a prominent location where it is reasonable for Members of the Club to see such notice at least 21 days prior to the actual meeting date.

Section 7 Quorum

The presence of a majority of the total number of directors shall constitute a quorum at any meeting of the Board of Directors.

Section 8 Vacancies

Any vacancy occurring in the Board of Directors due to the resignation, death, disqualification or removal of a director elected by the members of the Corporation at large, and any vacancy of the Board of Directors created by reason of an increase on the number of directors, shall be filled for the remainder of the term of office by appointment by the President, subject to approval of a majority of the remaining directors.



ARTICLE V

Officers

Section 1 Number, Tenure and Qualifications

The elected Officers of the Corporation shall consist of a President, Vice President, Treasurer, and Secretary. No one person shall hold more than one office at any one time. All officers shall be Members in Good Standing of the Corporation and shall serve a term of one year.

Section 2 Election and Term of Office

The Officers shall be elected each year at the Annual Meeting of the Members and shall take office at the next Regular Business Meeting of the Members succeeding the annual meeting.

Section 3 Removal

Any of the Officers may be removed upon motion made by any other Member in Good Standing of the Corporation and such motion is acted upon as described in Article III, Section 6 for motions to remove any elected Officer of the Corporation or elected non-Officer of the Corporation.

Section 4 Vacancies

Any vacancy in any elective office, except the Office of President, because of the resignation, death, disqualification or removal of any officer shall be filled by appointment for the remainder of the term of office by the President, subject to approval of a majority of the remaining Directors.

A vacancy in the Office of President shall immediately be filled by the other elected officers in this order: Vice President, Secretary, Treasurer, and Directors at Large in order by remaining term length, shortest remaining term being first in succession. Any remaining vacancies shall be filled as described in the above paragraph.

Section 5 Duties of the President

The President shall be the principal executive officer of the Corporation. Subject to the direction and control of the Board of Directors, he shall be in charge of the business and affairs of the Corporation. He shall see that the resolutions and directives of the Board of Directors are carried into effect except in those instances in which that responsibility is assigned to some other person by the Board of Directors; and, in general, he shall discharge all duties incident to the Office of President and such other duties as may be prescribed by the Board of Directors. He shall preside at all meetings of the members and the Board of Directors. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the corporation or a different mode of execution is expressly prescribed by the Board of Directors or these By-Laws, he may execute for the Corporation any contracts, deeds, mortgages, bonds, or other instruments which the Board of Directors has authorized to be executed, and he may accomplish such execution either individually or with the Secretary or any other officer thereunto authorized by the Board of Directors, according to the requirements of the form of the instrument.

Section 6 Duties of the Vice-President

The Vice-President shall assist the President in the discharge of his duties as the President may direct and shall perform such other duties as from time to time may be assigned to him by the President or in the event of his inability or refusal to act, the Vice-President shall perform the duties of the President and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the Corporation or a different mode of execution is expressly prescribed by the Board of Directors or these By-Laws, the Vice President may execute for the Corporation any contracts, deeds, mortgages, bonds or other instruments which the Board of Directors has authorized to be executed, and may accomplish such execution either individually or with the secretary or any other officer thereunto authorized by the Board of Directors, according to the requirements of the form of the instrument.



Section 7 Duties of the Treasurer

The Treasurer shall be the principal accounting and financial officer of the Corporation. He shall

- a) Have charge of and be responsible for the maintenance of adequate books of account for the Corporation.
- b) Have charge and custody of all funds and securities of the Corporation, and be responsible for the receipt and disbursement thereof.
- c) Perform all the duties incident to the Office of Treasurer and such other duties from time to time may be assigned to him by the President or by the Board of Directors.

Section 8 Duties of the Secretary

The Secretary shall record the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; keep a register of the post office address of each member which shall be furnished to the Secretary by such member; and perform all duties incident to the Office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.



ARTICLE VI

Railroad Superintendents

Section 1 Number

There shall be a Superintendent and an Assistant Superintendent for both the HO and N scale railroads. No one person shall hold more than one Superintendent position at any one time. All Superintendents and Assistant Superintendents shall be Members in Good Standing of the Corporation.

Section 2 Election and Term of Office

The Superintendents and Assistant Superintendents shall be elected each year at the Annual Meeting of the Members and shall take office at the Regular Business Meeting of the Members succeeding the annual meeting.

Section 3 Removal

The Superintendents or Assistant Superintendents may be removed upon motion made by any other Member in Good Standing of the Corporation and such motion is acted upon as described in Article III, Section 6 for motions to remove any elected Officer of the Corporation or elected non-Officer of the Corporation.

Section 4 Vacancies

Any vacancy in any Superintendent ~~elective~~ post because of the resignation, death, disqualification or removal of any Superintendent or assistant superintendent shall be filled by appointment for the remainder of the term of office by President, subject to approval of a majority of the remaining Directors.

Section 5 Duties

The Superintendents and or Assistant Superintendents shall oversee any and all railroad related projects including but not limited to scenery development, wiring changes, track work, and general maintenance.

The Superintendent is responsible for maintaining the layout in an operating condition by organizing work parties of Members. One Member in each party should be experienced in the skills required for the particular task at hand.

The Superintendent is responsible for approving projects that will add to the overall quality of the layout without compromising its theme and purpose.

The Assistant Superintendents shall assist the Superintendents in the discharge of their duties.

Subject to the foregoing, the Superintendents and Assistant Superintendents shall have such powers and duties as ordinarily pertain to their respective positions and such additional powers and duties specifically conferred by law, the Articles of Incorporation and these Bylaws, or as may be assigned to them from time to time by the Board of Directors.



ARTICLE VII

Appointive Officers

Section 1 General

The Appointive officers of the Corporation may consist of a Newsletter Editor, Librarian, Web-Master and such other appointive officers as may be established from time to time by the Board of Directors. Each appointive officer shall be appointed by the President, subject to the approval of a majority of the Board of Directors, and shall hold office for a term not to exceed one year and terminating at the time the next newly elected officers are installed.

Section 2 Removal

Any appointive officer may be removed by the Board of Directors upon the vote of a majority of Board.

Section 3 Vacancies

Any vacancy in an appointive office, regardless of the cause, shall be filled by appointment by the President, subject to the approval of the Board of Directors, for the remainder of the term.

Section 4 Duties

Appointive officers shall have such powers and duties as ordinarily pertain to their respective offices, and such additional powers and duties as may be assigned to them from time to time by the Board of Directors.



ARTICLE VIII
Committees

Section 1 General

The Board of Directors may establish from time to time such committees as it finds necessary to carry out the business of the Corporation. The President shall appoint such members to these committees as he finds necessary, subject to the approval of a majority of the Board of Directors.

Section 2 Nominating Committee

There shall be a three member Nomination Committee, consisting of the at-large director having the longest remaining tenure, plus two additional members of the Corporation. Each year, not later than two months prior to the annual meeting of the members, the at-large director having the longest remaining tenure shall appoint two other members to serve on the Nominating Committee.

The Nominating Committee is charged with establishing the slate of candidates for all elected positions of the Corporation for which the incumbent's term is ending in the current year.

At the Regular Business Meeting of the members next preceding the annual meeting of the member, the Nominating Committee shall present the slate of candidates for election at the annual meeting of the members. Nominations may also be made from the floor at this time and added to the ballot.

Acceptance of the ballot as presented by the Nominating Committee as amended by nominations from the floor is made by a simple majority vote of the Members in Good Standing present and voting. Once accepted, no additional candidates may be proposed.



ARTICLE IX

Dues and Subscriptions

Section 1 Regular Membership Dues

Each Regular Member shall pay monthly dues in an amount determined by a two-thirds majority vote of the Board of Directors.

Section 2 New Membership Dues

Each New Member shall pay monthly dues in an amount determined by a two-thirds majority vote of the Board of Directors.

Each New member shall pay a one-time Initiation Fee of \$100.00 upon successful completion of their 90 day probation period, payable in quarterly installments of \$25.00 each.

Section 3 Junior Membership Dues

Each Junior Member shall pay monthly dues of 1/3 the amount determined by the Board of Directors for Regular Members, rounded up to the nearest whole dollar amount.

Section 4 Membership in Good Standing.

To maintain Membership in Good Standing, all members must be current on their dues and assessment payments.

The dues for a month are due on the first day of that month. If on the first day of a month a Member has not paid dues for any two months prior to the current month that Member shall no longer be considered a Member in Good Standing and shall forfeit any and all rights and privileges associated with the position of Member in Good Standing. Payment of all dues in arrears will automatically reinstate a Member to a Member in Good Standing.

If on the first day of a month a Member has not paid dues for any three months prior to the current month that Member may be dropped from the Membership as described in Article II, Section 4. Once dropped from the Membership for non-payment of dues, the former Member must request reinstatement as described in Article II, Section 6 of these By-Laws.

Assessment payments for a quarter are due on the first day of that quarter. If on the first day of a quarter a Member has not paid an assessment for any quarter prior to the current quarter that Member shall no longer be considered a Member in Good Standing and shall forfeit any and all rights and privileges associated with the position of Member in Good Standing. Payment of all assessments in arrears will automatically reinstate a Member to a Member in Good Standing.

If on the first day of a quarter a Member has not paid assessments for any two quarters prior to the current quarter that Member shall be dropped from the Membership. Once dropped from Membership for non-payment of assessment, the former Member must request reinstatement as described in Article II, Section 5 of these By-Laws.

Section 5 Seasonal Membership Dues

Each Seasonal Member shall pay monthly dues in an amount equal to 100% of the dues paid by Regular Members as established by Article IX, Section 1, during each full, or part of a month, that the Seasonal Member participates in the club. During each full month the Seasonal Member is in residence other than in the state of Florida, The Seasonal Member shall pay monthly dues in an amount equal to 50% of the dues paid by Regular Members as established by Article IX, Section 1.

A member must declare to the Treasurer if he or she should be considered as a Seasonal Member either through the membership application, or through written notice. The Seasonal Member must also provide written notice to the Treasurer as to which months he or she will be out of the state of Florida for application of the 50% dues.



In order to remain in good standing, the Seasonal Member must pay their lower seasonal dues in full prior to departure, or within 30 days of return to Florida.

Section 6 Student Membership Dues

Each Student Member shall pay monthly dues in an amount equal to 100% of the dues paid by Regular Members as established by Article IX, Section 1, during each full, or part of a month, that the Student Member participates in Club activities.

During each full month the Student Member is located 100 miles or more away from Club facilities, monthly dues will be waived for the Student Member and their membership will remain active.

In order to remain in good standing, the Student Member must pay the Student Membership dues in a timely manner when participating in Club activities.



ARTICLE X

Finances

Section 1 General

There shall be one Corporation general fund, and such other special funds as may be established from time to time by the Board of Directors. All general expenses of the Corporation shall be paid from the general fund.

Section 2 Audit

With a majority vote of the Board of Directors, the Board can establish an Audit Committee for the purpose of reviewing the Corporations financial records. This committee shall consist of an odd number of at least three Members in Good Standing, no more than one of which may be an elected officer of the club. The Treasurer cannot serve on the Audit Committee.

Section 3 Limitations of Expenditures

- a) No amount shall be expended, transferred or otherwise withdrawn from the general fund without the approval of the members provided, however, that this limitation shall not apply to amounts expended for rent and utilities and with the following exceptions:
- b) The Superintendents of each layout shall have \$100 in club funds to spend at their discretion on general maintenance and emergency repairs of their respective layouts. An initial disbursement of \$100 will be made to each Superintendent at the beginning of each fiscal year or upon the adoption of this item, whichever occurs first. Subsequent reimbursement of up to \$100 per month, but not to exceed \$1200.00 in any given fiscal year for any individual layout, will be made to each Superintendent upon the presentation of paid receipts and/or written purchase requests for general maintenance and emergency repair items for their respective layout.
- c) The Board of Directors may approve expenditures of up to \$2000.
- d) No expenditure may be made that would reduce the Treasury to less than one (1) month of fixed expenses including but not limited to rent, utilities and insurance. This limit is to be adjusted annually by the Treasurer to reflect changes in the fixed costs.
- e) Capital projects approved by the membership containing documented costs are exempt from these limitations for the duration of the project and/or until such time as funds for all documented costs in the project plan have been expended. Any additional funds required to complete a capital project beyond the originally approved amount will be subject to Article IX Finances, Section 3 Limitations.

Approval of the Membership is determined as described in Article III, Section 6 of these By-Laws.



ARTICLE XI

Fiscal Year

Section 1 General

The fiscal year of the Corporation shall be the period selected by the Board of Directors as the taxable year of the Corporation for federal income tax purposes, unless the Board of Directors specifically establishes a different fiscal year.



ARTICLE XII

Amendments

Section 1 General

These Bylaws may be altered, amended or repealed from time to time in whole or in part by the procedures set forth in Article III, Section 6 of these By-Laws.

Section 2 Amendments

Amendment I

Article IX, Section 3, Paragraph a) was amended to delete the sentence "This amount may not be accrued in order to make a purchase in excess of \$120" on September 9, 2004.

Amendment II

Article II, Section 1, Class of Members, was amended by adding Paragraph 5. Seasonal Members on May 4, 2006.

Amendment III

Article IX, Due and Subscriptions, was amended by adding Section 5. Seasonal Membership Dues on May 4, 2006.

Amendment IV

Following changes and/or corrections approved by Membership on March 11, 2010.

- Club logo added to title page and as heading for all pages
- Table of Contents added
- Bylaws had two (2) Article III sections - correction will increment by one former Bylaws III thru XI
- Article II Section 1 – "personal key" changed to "the lock code" and delete reference to key charge.
- All references to Article VII changed to Article IX per item above #3 duplicate Article III sections.
- Article II Section 5 Seasonal Members – delete reference to returning key to Treasurer during absence
- Article VII Section 1 – added "Web-Master" to list of appointed positions
- All fonts set to Times New Roman

Amendment V

Following changes and/or corrections approved by Membership on October 13, 2011.

- Article II Members - Section 1 - Classes of Members - Part 6 Student Member Class added
- Article IX Dues & Subscriptions - Section 8 - Student Membership Dues added
- Article X Finances - Section 3 - Limitations of Expenditures Part a- Superintendents Allotment
- Article X Finances - Section 3 - Limitations of Expenditures Part b - BOD Expenditure Approval
- Article X Finances - Section 3 - Limitation of Expenditures Part c - Reserve Fund Amount
- Article X Finances - Section 3 - Limitation of Expenditures Part d - Capital Project Funding
- Revision #2 - Miscellaneous Housekeeping/Grammatical Error Corrections



Amendment VI

Following changes and/or corrections approved by Membership on December 8, 2011.

- Article IX Dues and Subscriptions – Section 2 – New Membership Dues Part b - \$100 one-time initiation fee
- Article IX Dues and Subscriptions – Section 4 – Membership in Good Standing – Assessment Payments

Amendment VII

Following changes and/or corrections approved by Membership on December 14, 2017.

- Article II Members - All Sections
- Article II - New Section 3 - Suspension of membership - Added
- Article II - New Section 4- Termination of Membership - Added
- Article III - Meetings of Members - Section 6 - Voting on Issues by Membership - Deleted (b) added (b)
- Article IX - Dues & Subscriptions - Section 4 - Membership in Good Standing - Housekeeping