

## SAN JOSE STAMP CLUB BYLAWS

### **ARTICLE I. TITLE, LOCATION AND PURPOSES**

#### Section I. Title

1. This organization shall be known as the "San Jose Stamp Club."

#### Section II. Location

1. The headquarters of the Club shall be in San Jose, Santa Clara County, California.

#### Section III. Purposes:

1. To foster, develop, and otherwise enhance the avocation of stamp collecting for the benefit of its members.
2. To encourage the collection and study of postage stamps and other philatelic items among members and the community at large.

Section IV. The life of the San Jose Stamp Club shall be in perpetuity, unless a vote is taken to disband, two-thirds (2/3) of members present concurring.

### **ARTICLE II. MEMBERSHIP**

#### Section I. Membership

1. Membership in this Club is open to all persons interested in philately, giving satisfactory references, as defined by the APS code of ethics (copy attached herein), subject to rules and regulations provided herein.
2. Any person under the age of 18 shall be considered a "youth member." Youths may not vote or hold office in the Club, but may participate in all Club services and functions.

#### Section II. Election of Members

1. Persons desiring membership shall submit an application for membership to the Secretary and submit dues to the Treasurer at time of application.
2. Upon receiving an application for membership, the Secretary shall read before a Club meeting the name of the applicant. A majority vote of the members present at a regular meeting shall be sufficient for acceptance of a new member.
3. A person failing election for membership shall not again be proposed for membership until at least six months have elapsed. Dues shall be refunded if the membership application is denied.

#### Section III. Club Dues:

1. Membership dues shall be determined by the Board and must be renewed annually.
2. Dues shall be submitted upon application for membership.
3. Dues become payable on January 1st of each year.
4. New membership dues shall be a prorated rate.

#### Section IV. Suspension and Expulsion

1. Any member failing to pay dues within three (3) months shall be dropped from the Club roster, without notice.
2. The Board 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 Board. Notice of such a hearing shall be mailed to the member at his/her last known place of residence as it appears on the books of the Club, at least seven (7) days prior to the hearing. At an executive session, said member shall be entitled to introduce evidence on his/her behalf. Written accusation shall be required and the Board shall not be limited by any

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rules of evidence. It shall require a majority vote of the Board to suspend or expel a member.

### **ARTICLE III: BOARD OF DIRECTORS AND COMMITTEES**

#### Section I. Officers

1. The elected officers shall be a President, Vice President, Secretary, Treasurer, and three Directors at Large. One of these members may be the immediate past President. All officers and directors form the Board of Directors, herein after referred to as the Board.
2. All officers and directors shall be elected by Club members (Article IV.) and have been an active member for at least one year.

#### Section II. Appointed Positions and Committees

1. The President, with the approval of the Board shall appoint members to fill positions as needed, such as: Youth Leader, Newsletter Editor, and Webmaster.
2. These appointed positions and committees will serve for the term of the incumbent President or until their successors are appointed by a succeeding President.
3. The President, with concurrence of majority of the Board, may disband any permanent committee, remove individual members for cause, or add members when needed.

#### Section III. Duties of the President

1. The President has general supervisory powers over all matters concerning the Club. He or she shall be an ex-officio member of all committees, and shall preside at all meetings of the Club and Board. The President shall require regular reports from officers and various committee members at designated intervals.
2. The President shall ensure that the bylaws are properly enforced.

#### Section IV. Duties of the Vice President

1. Vice President shall assist the President in completing Club matters.
2. In the absence of the President, the Vice President shall have the powers and shall perform the duties of the President.

#### Section V. Duties of the Secretary

1. The Secretary shall keep an accurate and permanent record of the minutes of the meetings of the Club and the Board. These minutes shall be made available to all members, given reasonable notice.
2. At least once a month the Secretary, shall prepare written communication of key items to the membership.
3. The Secretary shall maintain a current record of membership, including applications, admissions, deaths, resignations, suspensions, expulsions, and reinstatements.
4. The Secretary shall issue membership cards.

#### Section VI. Duties of the Treasurer

1. The Treasurer shall receive and take charge of all monies, properties, and securities of the Club. All dues and other receipts of the Club shall be deposited in a bank to be designated by the Board.
2. The Treasurer shall pay all bills and other obligations of the Club.
3. The Treasurer shall issue receipts and will identify past due members.

#### Section VII. Duties of the Directors at Large

1. The Directors at Large shall help the elected officers with Club matters. A Director shall attend all Board meetings and may participate in voting. (Article VI. Section I.)

#### Section VIII. Duties of the Board

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1. The Board (Article III. Section II.) shall meet at least four (4) times per year, separate from regular Club meetings.

Section IX. No board member shall receive compensation for services in the performance of the duties of office, except reimbursement for administrative expenses.

#### **ARTICLE IV. Elections**

Section I. The annual election of the board shall take place at the second regular meeting in November.

Section II. Nominations

1. The President shall request nominations at the second (2<sup>nd</sup>) regular meeting in September.
2. At the first (1<sup>st</sup>) regular meeting of November, nominations shall be announced to the Club of its proposed slate of officers and Directors.
3. Additional nominations may be made from the floor.

Section III. Election Process

1. A secret ballot shall be prepared, listing candidates for each position in alphabetical order. A majority vote of members present shall elect.
2. If a candidate is unopposed a motion from the floor may be made during the election process to have a voice vote.
3. In the case of a tie, ballots shall be taken until a decision is reached.

Section IV. Transition of Officers

1. New officers shall take office at the first (1<sup>st</sup>) regular meeting in January, after year-end reports are made by all outgoing board members and committee leaders.

Section V. Replacement of Officers

1. Replacement of the President due to resignation, expulsion or death in mid-term:
  - a. The elected Vice President shall assume the office of the President with all its 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 Board 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 Board.
  - d. The new President may appoint new or re-appoint existing appointed positions and committees.
2. 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 Board.

#### **ARTICLE V. Meetings**

Section I. Regular Meetings

1. Regular meetings shall be held on the first (1<sup>st</sup>) and third (3<sup>rd</sup>) Wednesday of each month. If the meeting date falls on or near a holiday, the Board may cancel the meeting or reschedule for some other date.

Section II. Special Meetings

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1. A special meeting may be called at anytime by the President, with the majority consent of the Board, or may be called upon by request of at least four (4) members of the club in good standing.
2. All Club members must receive notice of this meeting.

#### Section III. Voting

1. At any meeting or special meeting, each member present in good standing is entitled to vote

#### Section IV. Quorum

1. Seven (7) members shall constitute a quorum for a regular meeting or special meeting to be official.

#### Section V. Expenditures

1. Expenditures more than fifty dollars (\$50.00) that have not been approved in the budget or reserve accounts at the beginning of the fiscal year must have the written approval of the Board.

### **ARTICLE VI. THE BOARD AND COMMITTEES**

#### Section I. Board Duties

1. The Board (Article III, Section VIII) 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 expenditures in excess of fifty dollars (\$50.00) that have not yet been approved in the budget or reserve accounts at the beginning of the fiscal year, and to make rules for the conduct of the business of the Club and to generally promote the interest and well-being of the Club.

#### Section II. Board Meetings

1. The Board shall meet at least once every three (3) months, for a total of at least four (4) meetings per year.
2. Special meetings may be called by the President or upon the request in writing by at least four (4) regular members in good standing.
3. Four (4) Board members will constitute a quorum.
4. The Board 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.

#### Section III. Committees and Temporary Committees

1. Committees (permanent and temporary) shall be appointed and/or dissolved by the President with the approval of the Board as the occasion demands.

### **ARTICLE VII. MEETING RULES AND PROCEDURES**

#### Section I. Items of Business

1. Call to order
2. Roll call of officers
3. Reading of minutes from previous meeting and that of the Board.
4. Correspondence
5. Reading of membership applications
6. Elections (only on the first meeting of November)
7. Committee reports
8. Unfinished business
9. New business

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10. Announcements

11. Program

Section II. Robert's Rules of Order shall govern all meetings.

Section III. Membership Rights

1. Any action of any Board member or any committee may be repealed by a majority vote of the members present at any regular meeting.
2. Any officer may be removed from office for cause by a majority vote of the members present at a regular meeting after being given the right of presenting a defense and only after thirty-days (30) notice by sealed letter being mailed to all regular members in good standing.
3. Any member in good standing has the right to attend any, and all meetings of the Board, with exception of executive sessions.

#### **ARTICLE VIII. FISCAL YEAR AND BUDGET**

Section I. The fiscal year for the Club shall commence on January 1<sup>st</sup> of each year.

Section II. Budget

1. A budget for each fiscal year shall be established and made available to members.

#### **ARTICLE IX. AMENDMENTS**

Section I. Any part of the bylaws may be repealed, modified, amended, or altered, or new constitution adopted at any regular meeting provided that:

1. At least thirty-days (30) written notice has been given to all regular members stating proposed change(s) and date of meeting.
2. A quorum is present at the designated meeting.
3. Proposed change(s) is passed by a majority vote of members present at the designated meeting.

END OF BYLAWS

These bylaws were revised and approved by the membership on March 15, 2017.

## Code of Ethics

Membership in the American Philatelic Society is a privilege extended to those persons and organizations deemed worthy thereof and is not a matter of right. Membership may be maintained unless the Board of Directors determines that the conduct of a member has been such that, in the best interest of the Society, membership should be suspended or terminated.

For guidance of its members, this Code of Ethics has been duly adopted by the Board of Directors and by the authority vested in it by the Constitution and Bylaws of the Society. A breach of ethics by any member reflects, directly or indirectly, upon all other members. Such a breach shall be considered conduct prejudicial to the welfare of the Society and cause for disciplinary action by the Board of Directors.

As a member of the American Philatelic Society:

1. I agree to support and be governed by the Constitution and Bylaws of the APS and such amendments, resolutions, and policies as may be established.
2. I agree to abide by all federal, state, and local laws relating to philatelic matters.
3. I agree to conduct myself so as to bring no reproach or discredit to the APS, or to impair the prestige of membership therein, or to philately.
4. I agree neither to buy nor sell philatelic items of which the ownership is questionable, and to report promptly to the proper law enforcement agencies information on suspected stolen material.
5. I agree to correct promptly any error I may make in any transaction.
6. I agree to assist in the prosecution of violations, of which I have knowledge, of laws pertaining to philatelic matters, and to report promptly to the proper law enforcement agencies any such violations.
7. I agree not knowingly to sell, trade, produce, or advertise repaired, altered, or otherwise modified philatelic items unless that condition is clearly stated. I further agree not to sell, produce, or advertise counterfeit material in any form, in violation of any law.
8. I agree to fulfill all contracts made by me, either orally or written, to make prompt payments upon delivery, and to return promptly any item that is not satisfactory.
9. When exhibiting, I agree to display only material from my own collection or else to state clearly the contrary intent.
10. I agree that substitution of stamps or covers, in circuits, approval selections, auction lots, etc. is dishonest and is cause for expulsion.
11. I agree to bring known examples of irresponsible or unethical tactics to the attention of the societies in which I hold membership and which embrace this code.
12. I agree to conduct myself in accordance with accepted standards of morality and courtesy in philatelic activities not specifically cited in the code.
13. Requests for extension of time to return purchased material while awaiting expert opinion is not an acceptable reason to hold up payment for same. Prompt refund shall be from the seller should the material submitted for opinion be deemed other than as offered or described by the seller. Unless otherwise previously agreed, the seller shall also bear reasonable costs for obtaining the opinion if material is other than as offered

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or described. The buyer shall inform the seller immediately after receipt of any expert opinion. Requests for extension of time must be in writing.

14. I agree to read, understand, and be bound by the "terms of sale" conditions before submitting an auction bid or placing a philatelic order.
15. If I should be found guilty of unethical or unlawful conduct, the record thereof may be disclosed to other philatelic societies of which I am a member.
16. I agree that any dispute concerning philatelic transactions in which I am involved may be settled by arbitration mutually agreed upon by the parties involved.
17. I agree not to knowingly participate in any way in the advertisement, sale or trade of any philatelic material using any deceptive practices including, but not limited to, false or misleading claims of sales scarcity, value, condition or investment potential.
18. I agree that no dealer or auctioneer knowingly shall represent in any way, including, but not limited to, a prices realized report that a bona fide sale of a philatelic item at a given price has occurred when, in fact, no change of ownership did occur.