

## Arizona Big Train Operators

Revised and approved by vote of the General Membership effective *November 18, 2017*

### Article I - Name

The name of this Club shall be “The Arizona Big Train Operators, Inc.” (ABTO) also known as the Club.

### Article II – Purpose

The purpose of the Club is to promote and advance the interest in, and educate the general public about Railroads and large-scale model railroading. The Club will do this by conducting classes, seminars, providing demonstrations, displays and operating large scale layouts. In addition Club members will share ideas and assist one another in model railroading projects.

### Article III – Non-Discrimination

The Club does not discriminate against any person on the basis of age, color, religion, sex or sexual orientation, veteran status or any other characteristic prohibited by law.

Membership is open to all individuals interested in large scale model railroading. A membership is considered active upon receipt of dues by the treasurer. Active Members are entitled to all rights and privileges as outlined in these Bylaws.

### Article IV – Membership

The payment of annual dues entitles a member 18 years old or older and his/her spouse (immediate family, same household) to have one vote on any issue, election of officers, serving as an officer, member at large or committee member. A copy of the monthly Newsletter will be sent electronically to members. A printed copy will be sent by U.S. Mail upon specific request by a member to the newsletter editor.

Unauthorized use of the Club membership List or Club Logo is prohibited.

No member, director, officer or employee of or member of a committee or person connected with ABTO or other private individual shall have financial gain by donations, earnings or profit in any dealings with the club.

Membership is a privilege. Any member may be expelled and his/her membership terminated for conduct which the Executive Board shall determine to have disturbed the order, dignity, business or harmony of the Club, or to have impaired its good name, good will or prosperity or to have violated these Bylaws, or any regulations of the club which are in force at the time of the alleged infraction. If misconduct is proven, but expulsion is not justified, the Executive Board has the option to reprimand or censure in place of expulsion.

Such expulsion shall be by a sixty (60%) percent vote of the members of the Executive Board present at a meeting thereof duly called and held; provided, however, that the Board at a prior meeting thereof shall first have voted to institute expulsion proceedings and that thereafter a statement of the charges have been mailed by registered or certified mail to the accused member, directed to his last recorded address, at least 30 days before final action is taken thereon.

**This statement shall be accompanied by a notice of the time when, and place where, the Executive Board is to take action on such charges, and such notice shall state that the accused member will have an opportunity to present a defense at the time and place designated in such notice. The decision of the Executive Board shall be final and conclusive. All rights and privileges of an expelled member shall terminate immediately after the expulsion. In cases of misconduct by a member of the Executive Board, the above proceedings can be initiated and resolved by a vote of sixty (60%) percent of the full membership of the club.**

#### **ARTICLE V—GUESTS**

**Guests are welcome at Club Meetings. They are allowed to attend only two (2) consecutive meetings before becoming Members.**

#### **ARTICLE VI—DUES**

**Club dues will be reviewed annually by the Executive Board at the November Board Meeting. Annual Dues will be announced at the November General Meeting. They shall be collected by the Treasurer on an annual basis and are due in the month of February for the current calendar year. Members who do not submit dues prior to 1 March of the current year will be removed from the Membership. New members will pay the current annual dues fee plus the current cost of the name tag rounded to the nearest dollar. New Member Applications is required.**

**New members who join after September 30, do not have to pay for their membership the following year.**

#### **ARTICLE VII—MEETINGS**

##### **REGULAR MEMBERSHIP MEETINGS**

**Regular Membership Meetings will be January through June and September through November. The December meeting will be designated as ABTO's annual Holiday Party. Monthly meetings may be scheduled during July and August at the discretion of the Executive Board. ) The meetings will be held on the third Saturday of the month or a date set at the discretion of the Executive Board. Minutes of the previous Membership Business Meeting and a Treasurer's Report shall be made available at each meeting. The Club President shall prepare the agenda for each meeting. A stipend approved by the Executive Board (not to exceed \$50) will be paid to a family hosting a regularly called monthly meeting when that family presents a bill.**

##### **SPECIAL MEMBERSHIP MEETINGS**

**Special Membership Meetings may be called at any time by the Executive Board or by a majority vote of the General Membership. The Secretary will send notice of these Special Meetings to all Members.**

##### **EXECUTIVE BOARD MEETINGS**

**The Club President or Executive Board Members will normally call at least one (1) Executive Board Meeting each month from January through November of each year. Notice of these Meetings shall be given by the most expeditious route (mail, newsletter or telephone). Board meetings will only be held**

during months of regularly scheduled meetings unless called by the Executive Board. Board members can miss 3 consecutive Board meetings if excused. (e.g. sickness, travel, gone for summer.) All General Members may attend Board Meetings.

#### **ARTICLE VIII—EXECUTIVE BOARD**

The Executive Board of the Club consists of the seven (7) elected Officers named below: President  
Vice President

Secretary

Treasurer

Three (3) Directors at Large

The Executive Board along with the Newsletter Editor (non-voting) and the Web Master (non-voting) are responsible for the Club's day to day operations, including direction, policies, financial status, and recommended programs.

Two or more household members cannot be elected to the Executive Board or appointed as a Committee Head during the same term. In addition, no Member can be elected to the Executive Board or appointed as a Committee Head who has Business Ownership or employment which is in a conflict of interest with the club.

#### **TERMS**

A candidate for office must have been an active member in good standing for 12 months prior to the date of the election. All Officers shall serve in his/her elected position for a period of two (2) calendar years. After one year the current Executive Board will ask for a vote of confidence leading into the second year of their term.

The Vice President shall automatically be nominated for President after serving two years (2) barring health issues, leaving the hobby or no longer has an interest in serving. Other members may be nominated for President.

The offices of Secretary and Treasurer can succeed themselves in the present position. They can be nominated for these positions and other members may be nominated and voted on for these positions.

**DUTIES:** The duties and responsibilities of each Officer shall be as follows:

#### **PRESIDENT:**

To preside at all Membership and Executive Board Meetings. To officially represent the Club and conduct its business. To implement direction, policies, and programs as directed by the Club or Executive Board. To have the power to appoint Members to serve on Committees as required.

#### **VICE PRESIDENT:**

To assist the President and preside at any meetings in his/her absence. To keep actively informed of activities and events concerning model railroading and other related areas which would be of interest to the General Membership. To arrange for Club activities and

functions and to ensure that proper planning is done. To maintain the Club Calendar of Meetings and activities.

**SECRETARY:**

To accurately record, maintain and present the minutes of all Club and Executive Board Meetings where business is conducted. Will handle, retain, and present all Club correspondence. To maintain a role of all active Members based on information from The Club Treasurer. To maintain and publish the current Club Membership Roster in March.

**TREASURER:**

To properly transact all Club expenses and ensure that all bills which have been pre- approved by the Executive Board are paid in a timely manner. All other bills are to be submitted to the Executive Board for approval before being paid. To maintain accurate accounting and records of all Club income and expenses. To collect dues, moneys, and payments made to the Club and to maintain the Club checking account, saving account(s) and investments. All pre-approved and budgeted bills and expenditures must have proper documentation at the time of payment. Budget approved expenditures with proper documentation do not require Executive Board approval unless they exceed \$1000.00. The Executive Board must pre-approve all budgeted expenditures of \$1000.00 or more. All non-budgeted bills must be approved by the Executive Board before they are paid. All non-budgeted bills must have proper documentation when presented to the Executive Board. All non-budgeted bills, exceeding \$1000.00, must be approved by the General Membership at a regularly scheduled General Meeting.

In October of each year, two Club Members or outside “consultants”, as necessary, will be appointed by the Club President to audit the Treasury Books and statements of the treasurer and present his/her report to the General Membership at or before the November Membership Meeting.

**THREE (3) DIRECTORS AT LARGE:**

To serve as a direct representative of the General Membership to the Executive Board and to communicate the Member’s opinions on all issues that affect the Club’s operations and business. To work with the other Officers as may be needed or requested. Directors at large should handle selling of clothing, drawings, sale of raffle tickets, host guests, new members and fill officer vacancy at Board meetings or club meetings.

**NEWSLETTER EDITOR:**

President shall appoint, with the approval of the Executive Board, a Member to serve as the Newsletter Editor. The Editor will prepare and edit the Club Newsletter with information to include the results of business meetings, upcoming events, ballots and elections results, and amendments to the bylaws, etc.

**WEBMASTER:**

President shall appoint, with the approval of the Executive Board, a Member/ individual to serve as the Web Master. The Web Master will edit and publish the Club Web Site with monthly updates such as the Newsletter, events, etc. An Executive Board Member(s) will oversee the Webmaster.

#### **ARTICLE IX—ELECTION OF OFFICERS:**

A Nominating Committee will be appointed by the President from the General Membership List before the June General Membership Meeting of an election year. The Nominating Committee will announce a slate of candidates during the October General Membership Meeting. The election of new officers will be by secret written ballot. The ballot will be sent via US Mail to all members immediately following the October General Membership Meeting.

An Election Committee will be appointed by the President from the General Membership List. All ballots will be counted by the Election Committee during the November General Membership Meeting and the new Officers announced. Officers will serve from January through December. All elected and/or appointed officers shall turn over all files, office equipment and materials pertaining to his/her duties to either his/her successor or to another member of the Executive Board no later than four weeks after leaving office. Any Club Officer may resign his position by notifying the Club President in writing. Other than illness, a Club Officer who misses three (3) Executive Board Meetings in any one calendar year, shall be considered to have resigned his/her position. In either of the events listed above, or the demise of a club Officer or Committee Head, the President shall appoint, with the approval of the Executive Board Members, another member to serve for the remainder of the term.

#### **ARTICLE X—CONDUCT OF BUSINESS AND VOTING**

The Executive Board will meet to discuss and decide the issues affecting the Club and present the results to the General Membership. The Club President, or a duly elected Officer in order of decent, will preside over all Business Meetings. All business will be conducted in accordance with Robert's Rules of Order (modified) and these Bylaws.

The Executive Board shall prepare and present an annual Budget for the Club to the General Membership for approval by a majority vote at the April General Meeting each year. The Executive Board may authorize expenditures from the Club funds up to the amount of \$1,000 over and above the Budget without the approval of the general membership, The general membership must approve the request for expenditure over \$1,000 by a majority vote at a regularly scheduled general meeting. Any General Member recognized by the Club President or Presiding Officer may bring forth business before the club. All issues requiring a vote will be presented in motion form and be seconded. The Club President or Presiding Officer may ask for discussion before calling a vote. Successful passage of all motions or actions requires a simple majority vote of the General Membership present at a regularly scheduled Membership Meeting. Only Primary Members may vote at the General Meetings.

#### **ARTICLE XI—SPECIAL INTEREST GROUPS**

Any group of members may apply to the Executive Board for recognition as a Special Interest Group (SIG). Prior to approval by the Board, a SIG must make its special interests clear to the Club General Membership. In addition, A SIG shall present to the Executive Board prior to approval, a Budget for the remainder of the current year. A SIG shall present to the Executive Board an annual Budget each January outlining and requesting expected expenditures for the then current year. The Executive Board may or may not choose to fund the annual expenditures in whole or in part.

#### **ARTICLE XII—CHANGES TO THE BYLAWS**

These bylaws shall be reviewed every two (2) years.

Any amendments, changes or alterations to these Bylaws shall be drafted by a Committee of General Members, appointed by the Executive Board. Such committee shall present those amendments, changes or alterations to the Executive Board for review. After review by the Executive Board, the proposed changes, if any, will be presented to the General Membership for consideration. All changes must be approved by a 2/3 Majority Vote by Ballot of the eligible Voting Members.

Normally, the approved changes to the Bylaws will take effect on January 1<sup>st</sup> *or at the direction of the Executive Board.*

#### **ARTICLE XIII—DONATIONS: (New)**

A **DONATION** is any gift of money or article(s) GIVEN TO ABTO or the CLUB or GIVEN BY ABTO or the CLUB to another organization or entity.

#### **OUTGOING DONATIONS:**

1/ All requests for donations must be submitted in writing to the Executive Board by the organization or entity stating a specific need or purpose for the donations.

Can accept a donation from another person, business or organization as outlined below with IRS 501 © 3 Organization or other IRS recognized non-profit or charitable Group.

3/ The Executive Board will investigate the request and decide if it needs to be forwarded to the General Membership for approval.

4/ Upon presentation to General Membership, the request for Donation will be opened to discussion. At the end of the discussion, the General Membership must approve the Donation by majority vote at a regularly scheduled meeting.

5/ The Treasurer will disperse the funds after the Donation has been approved and make necessary documentation of the donation.

#### **INCOMING DONATIONS:**

1/ Any member can accept a donation from another person, business or organization as outlined below.

2/ The donation must be G SCALE or Garden Railroad related and scale.

3/ On large donations the Executive Board should be consulted to determine if additional storage space needs to be rented.

**4/ A donation slip will be provided to the donor at the time donation is acquired. On larger donations, a list of the donated items will be provided to the donor.**

**5/ Under no circumstances will the CLUB provide the donor a statement of value for their Donation. According to IRS regulations, establishing a dollar value for donated items is the *exclusive responsibility of the donor.***

**6/ Under no circumstances will ABTO allow the donor to establish any “conditions of use” for donated items. The CLUB retains exclusive right to the use and the disposal of all donated items.**

**ARTICLE XIV-EVENTS: (New)**

**An EVENT is any Arizona Big Train Operators, ABTO or CLUB sponsored display, function or open house to which the general public is invited to attend and participate. Any person participating in or hosting any event, must be a Club member of good standing whose dues and all fees have been paid for the calendar year in which the event occurs. Fees include all donation received from all previous events. Any MEMBER may open their private layouts and displays to the public and use the CLUB name as the sponsoring body. The CLUB will provide signage for the event. Any donations received by a hosting club member, must be sent to the CLUB Treasurer in a timely manner after the conclusion of the event. All expenses associated with a MEMBER’S OPEN HOUSE shall accompany donations and the member will be reimbursed for the expenditures after approval of the Executive Board. MEMBER’S should strive to make their layout accessible to all visitors. Plus members should take the necessary precautions against any liability toward themselves and ABTO.**