

BYLAWS OF THE
5th Division – Pacific Northwest Region
of the
National Model Railroad Association
(Hereafter referred to as the Division)

Adopted effective April 18, 2010

Preamble to the Bylaws

Name, Goals and Purpose

This organization name shall be known as the 5th Division - Pacific Northwest Region of the National Model Railroad Association, Inc. The organization shall be hereafter referred to as the Division.

The goals and purpose of the Division is to foster and promote the hobby of model railroading in all scales and gauges. To do this the Division shall do the following:

1. Establish and maintain a close working relationship with The Pacific Northwest Region of the National Model Railroad Association, hereafter referred to as the PNR and the NMRA, and assist the region and national organizations in serving their members.
2. Sponsor various model railroading activities to include, but not limited to, meets, clinics, contests, shows and swap meets, and prototype tours.
3. Promote, educate, and help develop model railroad skills to assist members at all levels in increasing their skills and knowledge in all aspects, and promoting the enjoyment of the hobby of model railroading.
4. Promote and encourage interest and membership in the NMRA/PNR/5th Division.

ARTICLE I

CATEGORIES AND RULES OF MEMBERSHIP

SECTION 1. There shall be four (4) categories of membership, as set forth by the NMRA.

- a. **REGULAR MEMBER** – (Amended September 2000) Any person eighteen (18) years of age or older, interested in Model Railroading, residing in the Eastern Washington, Northern Idaho, and Western Montana areas may apply for membership by completing a membership application for the NMRA and paying the yearly dues for the NMRA.

A Regular member must demonstrate a sustaining interest in contributing to the Division's goals and purposes of fostering and promoting the hobby of model railroad. Regular attendance and participation at the Annual Business Meeting and other Division events and functions are recommended but not mandatory. Regular members shall have rights afforded them to include, but not limited to, voting and holding elected and appointed offices within the Division.

- b. **FAMILY** – Any other person in the immediate family of a Regular member may become a Family member of the Division upon payment of Family membership dues. Family members have no voting rights and shall not be able hold any elected or appointed office.

- c. **STUDENT** – Any person under eighteen (18) years of age, interested in Model Railroading, residing in the Eastern Washington, Northern Idaho, and Western Montana areas of the division may apply for Student membership by completing a membership application and paying the appropriate fees.

Student membership applicants must also provide, at the time of application, a written statement of permission to join signed by a Parent or Guardian of the applicant. By giving permission to join, said Parent or Guardian accepts all responsibility for the Student member's safety and welfare and releases the Division and all members from responsibility and liability for the Student member year.

A Student member shall have all rights as that of a Regular member, with the exception of holding elected office.

Upon attaining eighteen (18) years of age, a Student member shall automatically become a Regular member at the Annual Business Meeting following the Student member's eighteenth (18) birthday and payment of Regular membership dues.

d. **SUSTAINING** – This category of membership is for group memberships such as Clubs, Associations, and Businesses. All rights will be accorded to this category of membership.

SECTION 2. **MEMBERSHIP PRIVILEGES** - Members in good standing are entitled to voting rights and the holding of elected and appointed offices as stated in the above membership categories.

SECTION 3. **GUEST PRIVILEGES** - Guests shall have no Division privileges. The member inviting the guest assumes all responsibility for the actions of the guest.

An uninvited guest should be treated courteously but shall not be allowed to disrupt Division activities, nor shall the uninvited guest be extended any Division privileges. The uninvited guest must obey the Division's Rules of Conduct while at Division functions and events, and shall be encouraged to make application for membership or return another time as an invited guest. Otherwise said guest shall be requested to leave the function or event.

A Parent or Guardian of a Student member shall have no Division privileges. A Parent or Guardian will be considered an invited guest so that they may supervise the conduct of the Student member. Said Parent or Guardian shall be expected to obey the Division Rules of Conduct while attending a Division function or event while acting in a supervisory capacity to the Student member.

Guests may attend no more than 2 (two) 5th Division sponsored events without becoming a member.

SECTION 4. **MEMBER IN GOOD STANDING** – All members shall be considered to be in good standing with all rights, privileges and responsibilities of membership provided member's payment of yearly due does not exceed two (2) months in arrears, or member is not in violation Article VII; Rules of Conduct. After 2 months in arrears, members are dropped from the NMRA list by National.

SECTION 5. **OBLIGATIONS OF MEMBERS** – All categories of member's are required to maintain NMRA yearly dues in order to remain a member in good standing of the Division. All members are further required to adhere to all sections of ARTICLE VII, Rules of Conduct.

SECTION 6. **SUSPENSION/CANCELLATION OF MEMBERSHIP** – Membership in the Division shall be suspended or canceled for non-payment of NMRA dues. If membership is suspended or canceled for nonpayment of dues, said member may re-apply for membership under the rules of membership.

SECTION 7. **LEAVE OF ABSENCE** – There is no provision in the NMRA rules for a Leave of Absence.

SECTION 8. **NUMBER OF ALLOWABLE MEMBERS** – No limit on the number of memberships shall be established.

ARTICLE II

MEETINGS

SECTION 1. **ANNUAL BUSINESS MEETING** – If at all possible, the Annual Business Meeting of the Division shall be the third week of April. In the event that the meeting is canceled, or that there is a lack of a quorum, the Annual Business Meeting will be rescheduled by the Executive Committee as soon as possible.

Election of the Executive Committee for the following business year shall be nominated at the Annual Business Meeting and the election of Officers shall take place at the same meeting. The business year for the Division shall begin on September first (1st) of each year and the newly elected Executive Committee shall take office upon that date.

SECTION 2. **FALL MEETING** – The Executive Committee shall determine where and when the Division shall conduct a Fall membership meeting.

SECTION 3. **EMERGENCY MEETINGS** – An emergency Executive Committee meeting may be called at any time by any Executive Committee member if the matter for discussion cannot wait until the next Annual Business Meeting.

SECTION 4. **OPEN TO MEMBERS** – The Annual and Fall business meetings and emergency meetings of the Executive Committee shall be open to all members except for discussions of legal issues or personnel matter when members may be excluded.

ARTICLE III

EXECUTIVE COMMITTEE AND DUTIES

SECTION 1. **EXECUTIVE COMMITTEE** – A duly elected Executive Committee shall administer the affairs of the Division in the best interest of all members. A quorum of three Executive Committee members (consisting of any of the following: Division Superintendent, Assistant Superintendent, Chief Clerk and/or Paymaster) is required to conduct an Executive Committee meeting. The Committee shall have authority to authorize *a predetermined expenditure of Division funds without approval of the*

general membership. This limit will be recommended by the Executive Committee and approved by the active Membership. All expenditures in excess of the established maximum expenditure shall first have the approval of the Executive Committee and a majority approval by the active Membership.

Each Executive Committee member has specific duties outlined elsewhere in this Article. However, it is expected that the Executive Committee shall work as a team and lend assistance to one another as needed in the performance of their various duties.

SECTION 2 EXECUTIVE COMMITTEE OFFICERS – The following elected officers shall constitute the Executive Committee of the Division:

- Superintendent, two (2) year terms.
- Assistant Superintendent, two (2) year terms.
- Chief Clerk, two (2) year terms.
- Paymaster, two (2) year terms.

The Superintendent and the Paymaster shall be elected in odd numbered years, and the Assistant Superintendent and Chief Clerk shall be elected in even-numbered years.

SECTION 3 DUTIES OF SUPERINTENDENT –

- a. Act as the Division contact between the Division and the NMRA and PNR.
- b. Chair the Executive Committee and Annual and Fall membership meetings.
- c. Schedule all Division functions and events.
- d. Appoint all non-elected officers and define their responsibilities. These offices are as follows
 - 1. Assistant Clerk
 - 2. AP Chair
 - 3. Membership Chair
 - 4. Program Chair
 - 5. Event Chair
 - 6. Promotion Chair
 - 7. Trainmasters
 - 8. Webmaster

THE GOAT

- 9. Editor – General
- 10. Editor – Timetable
- 11. Editor – Advertising
- 12. Editor – Profiles
- 13. Area – reporters
- 14. Publisher
- 15. Postmaster.

SECTION 4. DUTIES OF THE ASSISTANT SUPERINTENDENT–

- a. Assist the Superintendent with Annual and Fall meetings, membership, etc.
- b. Assume the responsibilities of the Superintendent in their absence including chairing Executive Committee, Annual and Fall meetings, and attending NMRA/PNR meetings.

SECTION 5. DUTIES OF THE CHIEF CLERK –

- a. Record and publish all minutes of the Executive Committee, Annual, and Fall membership meetings.
- b. Maintain Division membership records, files, etc.
- c. Work closely with the Superintendent and Paymaster.

SECTION 6. DUTIES OF THE PAYMASTER

- a. Receive and pay all Division finances, bills, dues, etc.

- b. Provide Division financial reports, as directed by the Superintendent, at all Division meetings.

SECTION 7. **EXECUTIVE COMMITTEE VACANCIES** – In the event of a vacancy on the Executive Committee, the remaining members of the Committee shall appoint a new Executive Committee member from the general membership to complete the term of office.

ARTICLE IV

ELECTIONS AND VOTING

SECTION 1. **ELIGIBILITY TO VOTE** – All members entitled by their category of membership, and not having their voting rights suspended for just cause, shall be entitled to vote in all matters put to vote before the general membership.

SECTION 2. **BALLOTS** – Election of Executive Committee members shall be by secret written ballot in accordance with the written procedures established by the Executive Committee and approved by the membership. Proxy Votes are specifically banned from use in all Division elections or other voting activities. Further, any person running for office that is unchallenged shall be deemed elected by acclamation and need not be placed on the written ballot.

SECTION 3. **PROCEDURE** – The Chief Clerk shall have sole responsibility for conducting the election of Officers including but not limited to the selection of Nominating Committee members and Vote-counting Committee.

SECTION 4. **ELIGIBILITY TO BE ELECTED TO EXECUTIVE COMMITTEE** – Any Regular member may be elected to the Executive Committee provided said member is a Member in Good Standing per the rules of membership (See Article I). Failure to maintain Member in Good Standing status shall be cause for removal from office upon approval by a majority vote of the Executive Committee. All officers must abide by all Division Bylaws to remain in office.

SECTION 5. **NUMBER OF TERMS OF OFFICE** – No member may serve in a specific office for more than four (4) consecutive years, [two (2) two (2) year terms]. No member may serve as an elected officer for more than six (6) consecutive years. No member may hold more than one elected office at one time.

SECTION 6. **NOMINATIONS** – A proposed Nominating Committee of three (3) Regular members shall be forwarded by the Chief Clerk to the Superintendent for appointment no later than the First of January of each year. The Superintendent shall review the list of proposed Nominating Committee members and either request replacement members or appoint those proposed members to the Nominating Committee by the first of February. This committee will be deemed disbanded after installation of new officers. This committee shall serve to process the nominations from the members and compose the final list of nominees for the election. No elected officer shall be eligible to serve on this committee. No member may serve on this committee in consecutive years. The Nominating Committee must establish nominations and submit the list of candidates to the Chief Clerk no later the first of March so that the Chief Clerk can confirm that the nominated members are willing to run for office and make written ballots for the Annual Business Meeting.

Any Regular or Student member may nominate members for office. Nominations for office must be written and signed by the nominating member and submitted to the Nominating Committee. The committee shall verify election eligibility of all names placed in nomination. At the Annual Business Meeting all names placed in nomination for the elected office shall be read aloud by the Nominating Committee chair. No member may be on the ballot for more than one (1) office.

In the event that there are no written nominations submitted for any of the offices, then nomination from the floor will be accepted at the Annual Business Meeting. Nominations from the floor must be seconded and the person being nominated must except the nomination in order to be considered for the office.

SECTION 7. **ELECTION OF CANDIDATES** – To be elected, a candidate must receive the majority of votes cast. If there are more than two candidates for any office, and none of the candidates receives a majority of votes, the two candidates with the highest number of votes shall have a run-off election for the position.

ARTICLE V

DUES

SECTION 1. **DUES** – All members shall pay their NMRA Dues and optional Region Subscriptions to and through the NMRA, either on or before their anniversary date.

SECTION 2. **DONATION IN LIEU OF CASH** – Donations of merchandise to the Division in lieu of payment of dues is not allowable.

ARTICLE VI

COMMITTEES

SECTION 1. **COMMITTEES**

The Superintendent shall appoint committee chairs. Except in special circumstances, (i.e., a Superintendent's Blue Ribbon Committee) the formation of a committee should be by the committee chair. The membership at large shall have the right to either approve or disapprove the Superintendent's appointment by a majority vote at an Annual Business Meeting.

All Committees will serve for the term of the Office of Superintendent.

ARTICLE VII

DONATIONS AND PURCHASES

SECTION 1. **DONATIONS OF MERCHANDISE** – Members may donate items of merchandise to the Division to be used as door prizes at Division events and/or functions. A decision whether to accept the donation shall be made by a majority vote of the Executive Committee. If a donation is rejected, the offering member shall be responsible for removal of the item.

SECTION 2. **PURCHASE OF MERCHANDISE OR SERVICES** – No member shall obligate the Division for purchase of any merchandise or services without prior authorization by the Executive Committee. No member shall receive reimbursement of personal funds from the Division for merchandise or services without prior authorization for the purchase by the Executive Committee.

ARTICLE VIII

RULES OF CONDUCT

SECTION 1. **ALCOHOL, ALL TOBACCO PRODUCTS AND CONTROLLED SUBSTANCES** – No member shall bring, or use, or allow any invited guest for whom the member is responsible to bring any of said items to any Division function and/or events. The only exception shall be prescription medicine prescribed to the person carrying the medicine. An exception for consumption of alcoholic beverages may be granted if the Division event or function is in a public facility licensed to serve alcoholic beverages and the member is in fact served by said licensed facility.

SECTION 2. **MEMBER BEHAVIOR** – All members, family, and guests are expected to be on good behavior towards one another at all Division events and functions. Disruptive or abusive behavior or attitude shall not be tolerated. No person shall be allowed to attend a Division event or function in a condition indicative of intoxication or illicit drug use. It shall be the responsibility of the senior Division officer present to initiate necessary actions for modification or removal of the offender from the premises. In the event no Division officer is present, this responsibility shall pass to the member present with the longest term of membership in the Division. It is the responsibility of all members present to assist in the offender's removal as necessary.

SECTION 3. **MINORS** – Minor children, including Members' family and guests, who are not Student members, may be present at Division events and functions provided the minor is accompanied at all times by a Parent or Guardian and that the minor's activities are directly supervised at all times by the Parent or Guardian. Minors shall not be allowed to engage in any actions disruptive to the membership. Parent or Guardian accepts all responsibility for the safety and welfare of the minor, as well as responsibility for any damage to Division or any member's property caused by said minor.

ARTICLE IX

AMENDMENTS

SECTION 1. **AMENDMENT APPROVAL** – These bylaws may be amended by a majority vote of the total voting membership at the Division's Annual Business Meeting in April. Notice of proposed changes to these bylaws must be posted via e-mail to all members no less than thirty (30) days prior to the Annual Business Meeting. An approval vote by 70% of the voting membership shall be required for amendment approval.

SECTION 2. **AMENDMENT PROPOSAL** – Amendment proposals must be written, must make reference to Article, Section and paragraph proposed for change, and must be signed by the proposing member. In order to allow time for the amendment proposals to be distributed to members via e-mail, they must be presented to the Division Chief Clerk sixty (60) days prior to the Annual Business Meeting. Amendment proposals will then be eligible for discussion by the membership at said meeting.

ARTICLE X

FINANCES

SECTION 1. **DISPERSAL OF ASSETS** – In the event of this organization being dissolved and not succeeded by another organization of a similar purpose, the Division Paymaster shall transfer all Division assets to the PNR of the NMRA.

SECTION 2. **EXPENDITURES** – Expenditures greater than \$200 shall require the approval of at least two Executive Committee members and must be for the good of the 5th Division & used for purposes of support of various model railroading activities to include, but not limited to meets, clinics, contests, shows and swap meets, and prototype tours as well as help educate and develop model railroad skills to assist members of all levels in increasing their skills and knowledge in all aspects and promoting the enjoyment of the hobby of model railroading. Also, funds may be used to help encourage interest and membership in the NMRA/PNR/5th Division.

SECTION 3. **REPORTS** – A Financial Report including all income, expenses, and Statement of Financial Condition, shall be prepared a least once a year by the Paymaster. Copies of the report shall be forwarded to the Superintendent and be made available to all Division members at the Annual Business Meeting in April.

SECTION 4. **AUDIT** – An internal audit of the Division's finances shall be conducted by an appointee of the Executive Committee at least once during the business year. A written report of this audit will be submitted to the Executive Committee and will be made available to the membership at the Annual Business Meeting in April.

END OF BYLAWS

(Adopted effective April 11, 1999, by majority vote of the membership)

(Rewriting of Bylaws submitted for adoption, April 17, 2010)

Adopted & accepted by membership September 2010