

BYLAWS of The Federation of New York Philatelic Societies

ARTICLE 1 — NAME

Section 1: The name of this organization is the Federation of Central New York Philatelic Societies, Inc. (aka Federation of New York Philatelic Societies), hereafter referred to as the Federation.

ARTICLE 2 — PURPOSE

Section 1: The Federation is a nonprofit educational organization dedicated to the expansion of philatelic knowledge of its members and promoting the benefits of the hobby to our communities.

Section 2: No member or officer of the Federation is to benefit from any net earnings of this organization except for reasonable reimbursement and/or compensation for services rendered as determined by the Board of Directors.

ARTICLE 3 — FEDERATION MEMBERSHIP

Section 1: Membership is open to any philatelic organization of five or more members based in New York State; the northeastern states of Connecticut, Maine, Massachusetts, New Hampshire, New Jersey, Ohio, Pennsylvania, Rhode Island, and Vermont; or the Canadian provinces of Ontario and Quebec.

Section 2: Any member organization may resign from the Federation by submitting a letter to the President. No dues or journal subscriptions covering the remainder of any fiscal year will be refunded.

ARTICLE 4 — OFFICERS, DIRECTORS & APPOINTED POSITIONS

Section 1: The officers of the Federation include a President, Vice President, and Treasurer, all of which are elected for two-year terms. Each officer has one vote at any officer or business meeting. There shall also be a three-member Board of Directors elected for two year terms and whose responsibilities shall consist of management of the corporation. It is suggested, although not required, that the President, Vice President, and Treasurer also be elected as Directors.

The President presides at all meetings and is an ex-officio of all committees. The President in consultation with the other officers appoints all standing and special committees and is an ex-officio member of all such committees. The President breaks any tie vote except in an officer election.

The Vice President assumes the duties of the President any time in his or her absence.

The Treasurer receives and disburses all Federation funds and maintains appropriate accounts and records. The treasurer is to submit a financial report at least once a year to the officers and its club member organizations. The treasurer is the official signatory on all Federation documents.

Section 2: The officers have the power to appoint a variety of positions as needed by the Federation. These may include, but are not limited to: a secretary to record official minutes, an editor for the journal, a webmaster, and regional representatives to represent the Federation in their area.

Section 3: Each member organization is to appoint a Club Representative to represent it at Federation meetings.

Section 4: Officers and appointees must be a member in good standing of a member organization.

Section 5: Any officer or director can call a meeting of the Board of Directors on reasonable notice and such meetings may be held or attended by telephone or other suitable electronic means. In addition action may be taken by the Board by an agreement of a majority where such agreement has been obtained electronically providing that all the members of the Board have been notified of the proposed action.

ARTICLE 5 — VOTING

Section 1: Other than officers, member organizations may originate Federation-wide proposals or amendments to these By-Laws. These must be presented to the officers through their respective Club Representative. The officers will review and amend the proposal as necessary. If approved, the officers will communicate the proposal's final wording with the member organizations, mention the deadline for all votes to be received and provide additional instructions as needed.

Section 2: Member organizations receive one vote, cast through its Club Representative. Officers also receive one vote each. Voting may take place in person, by proxy, or electronically. A majority of votes cast will determine the outcome.

ARTICLE 6 — FISCAL YEAR

Section 1: The Federation's fiscal year begins July 1 and runs through June 30 of the following year.

ARTICLE 7 — MEMBERSHIP PROCESS

Section 1: Clubs meeting eligibility requirements outlined in Article 3, Section 1, may submit a written application for membership to the President. This is to include: the club's name, mailing address, meeting address, time and place of meetings, annual dues, and a complete list of members and officers. The Federation officers will review the application and notify the club of its acceptance or rejection. If accepted, the club will be sent dues information and asked to appoint a Club Representative.

ARTICLE 8 — ANNUAL DUES

Section 1: Annual dues are set by the Federation officers at the beginning of each fiscal year. Dues are based on each club's membership size and payable by September 1 of that fiscal year. Clubs that have not paid by that date shall be considered in arrears and will be notified by the Federation.

ARTICLE 9 — MEETINGS

Section 1: The Federation holds at least one annual meeting to discuss business matters. Member organizations will be given advance notice of its date, time, and location. Officers, Club Representatives, and members of all member organizations are encouraged to attend.

ARTICLE 10 — ELECTION OF OFFICERS & BOARD OF DIRECTORS

Section 1: Every two years Federation officers will appoint a Nomination Chairman whose responsibility is to prepare a slate of candidates for the next election. A slate of candidates must be presented to the current officers at least 30 days prior to an officer election, which must take place at least 30 days prior to a new fiscal year. An Elections Chairman will also be appointed by the officers to independently coordinate the voting procedures and count votes. Only Club Representatives may cast votes in officer elections. Ties are to be broken by the Nomination Chairman. the election of officers and directors shall be determined by a majority of votes cast by Club Representatives at a meeting duly called for that purpose.

ARTICLE 11 — DISSOLUTION

Section 1: Upon dissolution of the Federation all financial and tangible property will be distributed as determined by law.

Adopted May 15, 2011