

December 2000

**WILLAMETTE VALLEY CHAPTER #157 NAWCC**

**BYLAWS**

The National Association of Watch and Clock Collectors Inc. (NAWCC) has chartered the Willamette Valley Chapter # 157 to serve its members in the Willamette Valley of Oregon. The chapter governs itself by following the Constitution and bylaws of the NAWCC and the chapter's individual bylaws as outlined in the following paragraphs. Should any of the following Chapter bylaws be silent on a subject or open to interpretation, the NAWCC Constitution and bylaws will govern.

**ARTICLE I. MEMBERS**

Section 1. Eligibility

Eligibility for membership shall consist of a real interest in studying and/or collecting timepieces and a desire to acquire and disseminate horological material and information. All members shall be and continue to be active members of the National Association of Watch and Clock Collectors, Incorporated.

Section 2. Classes of Membership

There shall be one class of membership, i.e., regular. With the payment of annual dues by a member, his or her immediate family (spouse and children under 18) shall be regular members except for the rights to vote or to hold office.

Section 3. Annual Dues

The Annual Dues are \$15 per year. The members at the November meeting may change the dues upon recommendation of the Council. The new dues are effective the next calendar year. The dues billing will be included with the January issues of the newsletter "The Ratchet." Dues are to be paid to the Treasurer. If dues remain unpaid sixty-days after January 1<sup>st</sup> of any year, the member shall be notified that their membership has been suspended.

Section 4. Resignation

A member wishing to resign his membership shall so notify the Secretary in writing. There shall be no remission of dues. He or she may be reinstated upon application and payment of appropriate dues providing he/she was in good standing upon resignation.

Section 5. Roster of Members

The Secretary shall keep the Roster of Members up-to-date, and issue a name badge to be worn by each person attending each meeting.

**ARTICLE II. MEETINGS**

Section 1. Meeting

Regular meeting shall be held on the 2<sup>nd</sup> Sunday of each month unless superseded by a special meeting. The President, with the approval of a majority of the Council, may call special meetings or cancel a meeting at any time.

Section 2. Quorum

A minimum of ten members in attendance shall be necessary to constitute a quorum for the transaction of business at a regular or special meeting.

Section 3. Notices

Notice of all Regular or Special Meetings must appear in The Ratchet or be sent to all members not less than ten days before the date of such meetings.

**ARTICLE III. PUBLICATIONS**

Section 1. Meeting Notices

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The official publication of this association shall be called The Ratchet and is referred to in these by-laws as such. The publication is the responsibility of the Secretary. The Ratchet shall be published or e-mailed 10 days before each meeting or as required by the Council.

#### Section 2. Incidental Publications

Occasional publications of interest to members of the Association may be prepared at the direction of the Council.

### **ARTICLE IV. GUESTS**

#### Section 1. Privileges

Guests may be present at any social activity or meeting of the Chapter, provided they are vouched for and accompanied by a member. They shall have the usual privileges of guest, but not of members.

### **ARTICLE V. OFFICERS AND DIRECTORS**

#### Section 1. Duties

The duties of the Officers of this Chapter shall be the usual duties pertaining to these offices. They shall also perform any duties assigned to them by the BY-LAWS, or by a vote of the members of the Chapter, or by the Council. Only a member of the Association, in good standing, shall be eligible to hold elective office.

The President will chair the meetings, organize chapter events, and have the overall responsibility for the club's activities. He/she will also report on Chapter and National business. The President will represent the Chapter at NAWCC events. The President will initiate recruitment of new members.

The Vice President will substitute for the President when necessary. He/she will be responsible for meeting programs and arrangements as well as The Mart.

The Secretary will take notes at meetings, publish the newsletter, and complete any correspondence with the National Association. A copy of the newsletter or articles on club activities will be sent to the National for publication in the National Bulletins. He/she maintains the lists of local NAWCC members and is responsible for keeping the club roster and insuring every member has a name badge.

The Treasurer will collect the dues, and maintain the financial records of the club. Dues notices will be coordinated with the Secretary for inclusion with the newsletter. He/she will be responsible for the raffles and other fund raising activities.

#### Section 2. Compensation

No Officer of this Chapter, and no member of any Committee, shall receive any compensation for his or her services.

#### Section 3. Reports

A formal written report shall be made by the President and the Treasurer at each annual Meeting. The Council shall define the contents and form.

#### Section 4. Terms of Office

The term of office of the President, Vice President, Secretary, and Treasurer shall be two years and shall begin at the first meeting of the calendar year following the election. The Vice President shall be prepared to assume the role of President for a two-year term upon completion of his/her term as Vice President. This shall not preclude any other members from candidacy for the office of President.

No member shall be eligible to run for re-election to the office of President or Vice President unless approved by the Council. A member may serve as Secretary or Treasurer for an indefinite number of terms and may be re-elected immediately.

There shall be one Director for each 25 members or fraction thereof, and each Director shall hold office for four years. No Director shall be eligible for re-election as a Director until one year after the conclusion of his or her term. The President automatically assumes a two-year Directorship upon completion of his or her term of office. The other officers who were Council members during their term of office will cease being Council members upon completion of their term of office.

## **ARTICLE VI. THE COUNCIL AND DIRECTORS**

### Section 1. Composition

The Council shall consist of the immediate past President, the Officers and the Directors. The council has full power and authority to conduct the affairs of the association, subject to the basic policies of the Council or membership as expressed at a regular or special meeting, and the by-laws of the Chapter.

### Section 2. Duties

The Council may delegate to the elected officer's special assignments in addition to the usual duties appertaining to such officers.

The Council shall enforce the CONSTITUTION AND BYLAWS by declaring null and void any practices or procedures on the part of any officer or committee that are not in accord with the CONSTITUTION AND BYLAWS of the NAWCC or the Chapters bylaws.

The Council shall have the final decision in all disputed matters subject to the ultimate authority of the membership to make changes so long as any changes made are not retroactive.

### Section 3. Meetings

Meetings of the Council shall be held as is necessary to expeditiously transact the business of the Association. The meeting may be set at specified times or called at any time by the President or by a majority of the members of the Council. An attempt must be made to notify all members of the Council by the quickest means, with no less than forty-eight hours notice prior to the meeting. All meetings are open to the members of the chapter, visitors may enter into discussion at the discretion of the presiding officer; however, visitors shall not have voting rights.

### Section 4. Quorum

A majority of the Council shall constitute a quorum.

### Section 5. Officers

The President and Secretary of the chapter shall be President and Secretary of the Council.

### Section 6. Committees

The Council may appoint committees as deemed necessary.

## **ARTICLE VII. ELECTIONS**

Section 1. The Council shall conduct the business of electing the Officers and Directors.

### Section 2. Procedure for Preparing the Official Ballot

The Council shall prepare the Official Ballot which shall contain (A) names of candidates of their own selection based on the Committee's prior knowledge of the suitability, eligibility, and consent of the various nominees for the particular offices of President, Vice President, Secretary, Treasurer, and Director; and (B) the names of members nominated by petition. The Council shall place a call for nominations in the September issue of The Ratchet prior to the election. Nomination may be mailed to the Council, or presented at the September meeting.

### Section 3. Voting and Certification of Election

Ballots will be included with the November issue of The Ratchet to be returned/mailed to the Council for tallying. Ballots will be opened and counted immediately prior to the November meeting in the presence of the members. The candidate receiving the largest number of votes shall be declared elected to that office upon certification by a non-Council member. Formal introduction of the new officers will occur at the January meeting.

Section 4. Vacancy

If a vacancy occurs among any of the Council members, the Council may select a member to fill such vacancy until the next regular general meeting. The members present at the next general meeting will vote on the Council appointment providing there is a quorum.

**ARTICLE VIII. RESPONSIBILITY TO THE NAWCC**

The Chapter shall not have any power to act for the National Association of Watch and Clock Collectors, Inc. (NAWCC) in any way, except upon express authority from the National Council granted for a specific purpose.

**ARTICLE IX. PROPERTY**

Section 1. Ownership

Any property of which the Chapter may become the owner shall be considered to be equally the property of all members. No member may remove or sell his share under any conditions.

Section 2. Disposal

Should it become desirable to dispose of any property legally owned by the Association, such disposal shall be by a majority decision of the Council.

Section 3. Inventory

The President will inventory and report to members annually the status of all association property.

**ARTICLE X. FISCAL MATTERS**

Section 1. Fiscal Year.

The chapter fiscal year shall coincide with the calendar year.

Section 2. Handling of Funds.

All dues, contributions, and any investment income shall be given to the Treasurer. The Treasurer shall have the sole responsibility for the handling and disbursement of the Association's monies, providing that no disbursement shall be made which exceeds the sum of \$50.00 without specific prior approval of the Council. The Council will seek the approval of the membership at a regular meeting for any expenditure that exceeds \$100.00.

Section 3. Reports

The Treasurer shall furnish an informal report on the status and condition of all fiscal matters for each regular meeting and present a formal fiscal report each January.

Section 4. Audits

The Treasure's records shall be audited by a special Audit Committee at the direction of the council or prior to transfer to a new Treasurer. The audit committee will consist of two responsible members appointed by the Council.

**ARTICLE XI. DISCIPLINARY ACTION**

The Chapter reserves the right to dismiss any member at any time, for unethical conduct or for failure to abide by the CONSTITUTION and BY-LAWS of the NAWCC or of the CHAPTER, after a vote by all members.

**ARTICLE XII. RULES OF ORDER**

The procedure of all meetings shall follow and be governed by Roberts' Rules of Order in all matters not specifically covered in the CONSTITUTION and BY-LAWS of the NAWCC or the CHAPTER.

**ARTICLE XIII. AMENDMENTS**

Amendments may be proposed and/or made at a regular or special meeting providing that a simple majority of members approves.