

BY-LAWS OF THE MISSOURI NUMISMATIC SOCIETY
(A Non-Profit Corporation)

ARTICLE I. Preamble

This organization shall be known as the Missouri Numismatic Society. The purpose of this Society shall be that of a non-profit-making educational organization dedicated: to encourage and promote the science of numismatics by the acquisition and study of coins, paper money and medals; to cultivate and stimulate friendly relations among collectors, students, dealers and kindred organizations; to provide a time and place for members of the Society to meet; to encourage and assist amateur collectors; to foster the interest of youth in numismatics; to acquire and disperse numismatic knowledge; to form and maintain a cabinet of numismatic specimens and a library of numismatic literature for the educational use and benefit of its members, if it chooses to do so; to demonstrate that numismatics is an educational and enjoyable pursuit; to accept and administer any numismatic trust when requested. No part of the assets of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the society shall be empowered to pay reasonable compensation for services rendered.

ARTICLE II. Members

Section 1. Eligibility

1. Membership in the Society shall be open to any applicant, as required by the classifications in Section 2, interested in numismatics and formally approved and accepted by the Board of Directors.
2. Membership shall be denied to applicants:
 - a. Who shall have been proven guilty of fraud, theft or other dishonorable or questionable act(s).
 - b. Whose membership in the American Numismatic Association, American Numismatic Society, Central States Numismatic Society and/or any other recognized numismatic association has been denied or revoked for cause other than non-payment of dues.

Section 2. Classification

The membership of this Society shall be divided into classifications as defined below.

1. Regular/Family Membership:
 - a. Regular members are dues paying members 18 years of age or older.
 - b. Family memberships include one (1) or two (2) regular members and all Juniors members within a family unit. "Family unit" will be defined according to the definition of "family" as used by the State of Missouri at the time the dues are paid. The intent of these Bylaws is to include in the "Family unit" one or two persons who are "married" or in a domestic partnership. It is not intended to include junior members who exceed the age limitations. When this occurs the junior member will be required to obtain a separate regular membership.
 - c. Regular members who, upon completion of two (2) years as a dues paying regular members and upon payment of an amount equal to ten (10) years regular membership dues at the time of application may be accepted as a life member by the Board of Directors. When a family membership is converted to a life membership, only the Regular members covered under the family membership at the time of conversion will be converted. For recording purposes each regular member will be given a separate life

membership number. All junior members of the family will be required to obtain separate junior memberships.

- d. Charter members of the Society as listed in the minutes of the meeting of March 1938.
 - e. Honorary members to whom have been awarded honorary recognition in the form of membership by virtue of having rendered the Society some special service.
2. Junior Members - Members aged 7 through 17 years.

Section 3. Application for Membership

1. Applicants for membership may be recommended by a member of the Society in good standing.
2. Applications must be accompanied by the membership fee as prescribed in Article IV, following.
3. If applicant is accepted, appropriate entries will be made no later than the next regular meeting.
4. If application is denied, applicant will be so informed by letter, and dues returned therewith.

Section 4. Designations

A unique membership number shall be assigned, by the Secretary, to each new member in the order of his/her acceptance, and shall show after the number, the symbol designating the type of membership, as indicated below, for all except "regular" members.

Junior Junior members are identified with the suffix "J" which will be dropped upon conversion to a regular membership.

Section 5. Revocation of Membership

1. For non-payment of dues
 - a. A member, whose dues remain delinquent as of the close of business of the third regular meeting from the beginning of the year, shall automatically forfeit his membership and all privileges accruing therefore including those of receiving society notices and attending meetings.
 - b. Any member dropped for non-payment of dues may reapply in accordance with the procedures for new members.
2. For violation of by-laws or failure to meet standards of membership.
 - a. Any member who willfully violates the by-laws of this Society, or who fails to meet the original standards of membership eligibility as set forth, Section 1, shall be subject to investigation and possible suspension or expulsion at the direction of the Board of Directors.

Section 6. Awarding of Special Memberships

1. Any member in good standing may submit, for consideration of the Board of Directors, recommendation for the awarding of an honorary free membership. Such recommendation shall include suggested duration thereof. The decision of the Board of Directors in this regard shall be final.
2. The Board of Directors, upon a two-thirds (2/3) vote, may confer such membership without a formal vote of the general society membership.
3. Recipients of such membership awards shall be so notified in writing by the secretary, and the membership notified at the next regular meeting of the Society.

Section 7. Voting Privileges

1. Voting privileges of the Society shall be vested solely in the regular membership. A majority vote of the regular members (a member for a minimum of 3 months) present shall be required on any

issue brought before the general membership. The elected officers and governors of the society shall maintain control over administrative and routine matters, in addition to their specific duties as set forth in the by-laws, without requiring a membership vote of approval.

2. Junior members shall have no voting privileges.

ARTICLE III. MEETINGS - QUORUM REQUIRED

Section 1. Meetings

1. Regular meetings of this Society shall be held monthly at such time and place as shall be designated from time to time. All meetings shall be guided by "Roberts' Rules of Order."
2. Special meetings may be called at any time by the President or his authorized representative.

Section 2. Quorum

1. Membership Meeting:
 - a. A regular scheduled membership meeting of 15 or more members, including one or more elected officers, shall constitute a quorum for the transaction of business and the election of officers.
 - b. If no elected officer of the Society is present, the business portion of the meeting shall be suspended.
2. Board Meeting: A majority of its Directors constitutes a quorum for a Board meeting.

ARTICLE IV Dues

Section 1. Amount

1. Regular/Family \$10.00 per calendar year
2. Life - Ten times the Regular/Family membership dues at the time of Application
3. Charter - no charge
4. Honorary - no charge
5. Junior - \$2.00 per calendar year

Section 2. Dues Payment

1. Dues of new applicants shall be rendered with application for membership.
2. Annual dues are due and payable at the first meeting of the calendar year.
3. New applicants voted into membership after the Annual Coin Show shall be considered paid from date of approval through the following calendar year.

ARTICLE V. Officers

Section 1. Eligibility All offices of the Society shall be filled solely from the ranks of regular members who have held any class of membership for the previous two years.

Section 2. Election of Officers and Governors

1. All officers and governors of the Society shall be elected through means of a secret ballot and by majority vote of the qualified members present at the November meeting in even-numbered years. All officers and governors shall take office and assume their duties at the first regular meeting of the next calendar year following election.
2. Nomination of officers and governors shall be made by a committee of three members appointed by the president at least two months prior to election night. The list of candidates shall be

published in the October bulletin. During the October meeting, occurring in even-numbered years, nominations from the floor for officers and governors shall be added to the list of candidates for election at the November meeting.

3. In each even-numbered year, the November bulletin shall contain notice to all members that officers and governors will be elected. The final slate of candidates shall be published in the November bulletin.

Section 3. Officers and Governors

1. The elective officers of the Society shall be:
 - a. President
 - b. Vice-President
 - c. Corresponding Secretary
 - d. Recording Secretary
 - e. Treasurer
2. There shall be seven (7) governors elected by a majority vote of the regular members in accordance with the by-laws.

ARTICLE VI Duties of Officers and Governors

Section 1. Officers

1. The President shall:
 - a. Preside at all meetings of the Society;
 - b. Chair the Board of Directors meetings, but vote only to break a tie vote;
 - c. Appoint committees which are deemed necessary to assist in the administration of the Society
2. The Vice-President shall:
 - a. Assist the President in discharging his duties as determined by the procedures and policies approved by the Board;
 - b. Oversee the following committees:
 - i. Membership
 - ii. Banquets
 - iii. Show
 - iv. Meeting and Program, and
 - v. Nominations
3. The Recording Secretary shall:
 - a. Keep accurate minutes of all Society meetings;
 - b. Maintain all records required by the Missouri Numismatic Society policies and procedures;
4. The Corresponding Secretary shall:
 - a. Receive and respond to all correspondence for the Society, and
 - b. Oversee the following committees:
 - i. Publications and Notices
 - ii. Sick and Welfare
5. The Treasurer shall:
 - a. Collect, record and disburse all society funds as directed by the Board of Directors;
 - b. Present his records for audit upon request of the Board of Directors.

- c. Oversee the following committees:
 - i. Property
 - ii. Library.

Section 2. Board of Directors

The Board of Directors shall direct the affairs of the Society as set forth in approved policies and procedures.

Section 3. Line of Succession

1. In the absence of the President at any meeting, the duties of his office shall be discharged by the other officers of the Society in the order named in Section 3 of Article V above.
2. In the event of the vacancy of the office of President, the Vice-President shall assume the duties of President automatically,
3. Any vacancy created in any other office or Governorship shall be filled by appointment by the President in accordance with Article V, Section 1, within 45 days. Said appointment is to be confirmed by a simple majority vote of the Board of Directors present at the next regularly scheduled Board meeting.

ARTICLE VII General Laws and Regulations

1. The Board of Directors, comprised of both Officers and Governors, shall review and establish policies and procedures for the administration of the Society's activities and affairs.
2. The document "Missouri Numismatic Society Procedures Manual" shall be reviewed by the Board of Directors during the first quarter of the calendar year following the election of a new club President. The period between reviews shall not exceed six (6) years. This time period is added to address the case where the current President is retained after several elections.
3. This Society is formed for the mutual benefit of its members, and shall be administered in accordance with this precept. Each member shall exert effort to insure the Society's continuing success in the advancement of the Society and numismatics in general.
4. No member shall incur any expense in the name of the Society without express authorization from the Board of Directors.
5. No officer shall be relieved of his responsibility to the Society until such time as he has turned over to his successor all records, property, funds, and information pertinent to the Society, properly audited when required by the Board of Directors.
6. All funds and properties entrusted to retiring officers, chair persons, or members shall be internally audited or inventoried prior to release to incoming officers or Governors.
7. A review of each Board meeting shall be read at the following regular meeting of the membership.
8. Any officer or Governor who fails to attend three consecutive Board meetings, without just cause, shall be removed from office. Such vacancy shall be filled for the unexpired term in accordance with Article VI, Section 3, Paragraph 3.

ARTICLE VIII Amendments

The by-laws may be amended by the following procedure:

1. Amendments may be proposed by any regular member and brought forth to the membership after a favorable majority vote of the Board of Directors.
2. All suggested revisions shall be presented at a regular meeting of the Society.

3. Each regular member shall be furnished a copy of each suggested revision prior to the next regular meeting, with notice that voting will transpire at that meeting.
4. Amendments shall become effective immediately, unless otherwise stated in the motion presenting the amendment(s), upon a favorable majority vote of regular members present and in good standing.

ARTICLE IX Dissolution

Notwithstanding any other provision of these articles, the society shall not carry on any other activities not permitted to be carried on by an association exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law) or (b) by an association, contributions to which are deductible under section (c) (2) of the Internal Revenue Code of 1985 (or corresponding provision of any future United States Internal Revenue law.)

Upon the dissolution of this society, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future Federal Tax code, or shall be distributed to the Federal Government or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed by the Court of Competent Jurisdiction of the county in which the principal office of the society is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.