

# CONFEDERATE STAMP ALLIANCE BYLAWS

[As amended through August 15, 2018]

## **ARTICLE I. Membership**

**Section 1.** Honorary Members shall be such persons as the Trustees shall elect as deserving of such an honor.

**Section 2.** Life, Sustaining, and Active Members shall be those members 18 years of age or older and they shall have the privilege of voting and of election as a Trustee.

**Section 3.** Junior Members shall be those members under the age of 18 years of age whose parents or guardians have furnished signed statements guaranteeing the debts of such members of this Alliance. Junior Members, upon becoming 18 years of age, shall automatically become Active Members.

## **ARTICLE II. Election to Membership**

**Section 1.** Applications for Membership or Reinstatement to Membership shall be on a form prescribed by the Trustees and provided by the Alliance; shall be signed by the applicant and by the member proposing said applicant; and shall be accompanied by a sum equal to the Processing Fee and Prescribed Dues.

**Section 2.** Each application received shall be referred to the membership Committee whose duty it shall be to obtain and carefully check all references of all applicants. After all investigations have been completed and the Membership Committee is satisfied as to the qualifications of an applicant, such Committee shall, for and on behalf of the Trustees, promptly elect or reinstate the applicant to membership and so notify the Secretary.

**Section 3.** The Secretary shall assign a membership number to each new member and shall by letter promptly notify each new applicant of his or her election to membership. Personal data concerning any member shall not be listed in any publication of the Alliance (including, without limiting the generality of the foregoing, the official publication of the Alliance, any roster of members of the Alliance or Alliance's web site) unless and until such member has consented in writing to be so listed. Consent, once given, may be rescinded in writing by such member. Without limiting the generality of the phrase personal data, the phrase personal data, as used above, shall include photographs made at public meetings or conventions which a member attends.

**Section 4.** Should any applicant be found not qualified for membership by the Membership Committee, the application form and accompanying fees shall be returned to the applicant together with a statement giving the reason for rejection. A rejected applicant may petition the Trustees for reconsideration of his or her application and may submit additional pertinent information. The decision of the Trustees upon such reconsideration shall be final.

**Section 5.** Any former member not under suspension and who has not been expelled, may request reinstatement by following the procedures prescribed in Section 1 above. Such former members who are reinstated shall be assigned their original membership number by the Secretary who, with prior written consent of the reinstated applicant, may publish their reinstatement to the membership in the official publication.

### **ARTICLE III. Election of the Trustees**

**Section 1.** The President shall appoint a Nominating Committee of not less than three (3) voting members, who are not then Trustees, not later than May 1 in odd number years. The names of the members of the Committee shall be promptly published in the official publication. The Committee shall propose one or more nominees for each position to be filled, after having canvassed their selection and obtaining their consent to the nominations. The report of the Nominating Committee shall be published in the official publication no later than August 1 of that year. All names proposed by the Nominating Committee shall appear on the official ballot.

**Section 2.** Nominations for any position may also be made by petition of fifteen (15) or more voting members. Such petition shall be signed by the proposers and shall include the written consent of each nominee. Any such petition shall be filed with the Secretary no later than September 1 of that year.

**Section 3.** The Official Ballot shall be sent to all voting members no later than October 1 of that year and shall bear all names properly nominated in accordance with Section 1 and Section 2 hereof. The Official Ballots, when executed, shall be returned to the Credentials Committee of three (3) voting members who are not then Trustees, one of whom shall be designated as Chairman, to be appointed by the President with the consent of the Trustees. This Committee shall count the ballots and report the results to the President and Secretary no later than November 1 of that year. The ballots and the tally thereof shall be retained by the Chairman of the Credentials Committee for at least sixty (60) days after the announcement of the results in the official publication and shall be open for inspection by any voting member during that period.

**Section 4.** The Secretary shall report the results of the election immediately to the Trustees who shall promptly affirm them and report their decision to the membership in the official publication. Only a candidate whose name has appeared on the Official Ballot may challenge the decision of the Trustees as to the election to that particular office. Such a challenge must be filed with the Secretary prior to December 31 of that year, and the position shall be declared vacant for a period of thirty (30) days while the Trustees reconsider their decision.

### **ARTICLE IV. Meetings of the Trustees**

**Section 1.** The Trustees may be convened in session by the President or by any three (3) Trustees for the transaction of any general business or the consideration of such special matters as may be specified in the call for such meetings. The phrase “in session” as used in these Bylaws means a meeting of the Trustees, in person or otherwise, as provided in these Bylaws, or any formal or informal convening of the Trustees, together or individually, in any combination of means of gathering Trustees, as provided in this Article IV or otherwise in these Bylaws.

**Section 2.** The Trustees may meet and/or vote in person or by written proxy (in accordance with applicable law) or by any other means of communication, including, without limiting the foregoing, e-mail, instant messaging, text messaging, telephone conference call, video conference call, or such other electronic means as might from time-to-time be available and approved for use by the President of the Alliance.

Unless otherwise provided by applicable law, the Restatement of Formation or by these Bylaws of the Alliance, the Trustees may take informal action on any matter to duly come before them if consent in writing, setting forth such action taken, is signed by a majority of Trustees and placed with the Alliance’s corporate records. The intent of this section of the Bylaws is to facilitate the taking of action by the

Trustees without convening a formal meeting of the Trustees so long as a majority of the Trustees then in office give their written consent of such action.

Any Trustee may waive prior notice of a session by delivering to the Secretary a written waiver of notice signed by such Trustee.

As used in these Bylaws, the term “writing” or “written” or any derivation thereof means any form of communication for any purpose permitted by these Bylaws so long as the communication can be reproduced in printed format and is capable of being stored with the Alliance’s official records.

**Section 3.** A report of such meetings or ballots and business transacted shall be published by the Secretary in the next official publication.

**Section 4.** Assuming that a quorum of the Trustees is present in session, or that a quorum is voting, as provided in Section 2 of this Article IV, a majority vote of the Trustees so convened shall be sufficient for the transaction of any business properly before the Trustees.

## **ARTICLE V. Meetings of Members**

**Section 1.** The presence in person of a majority of the voting members registered as present at the annual Convention, but no less the ten (10) such members shall constitute a quorum for the transaction of business.

**Section 2.** The order of business at any meeting shall be in accordance with ROBERTS RULES OF ORDER REVISED.

**Section 3.** A report of such meeting shall be published by the Secretary in the official publication within forty-five (45) days after such meeting. This report shall include decisions of questions, any reports made by Trustees and committees, and present a summary of all matters considered and business transacted.

## **ARTICLE VI. Dues**

**Section 1.** The annual dues to be paid by Active, Junior and Sustaining membership classes shall be such sums as are fixed by the Trustees, provide that thirty (30) days notice shall be given to the membership through the official publication, of any changes in such amounts fixed for dues. The Secretary shall notify members when dues are due and payable and the amount of same. In addition to the application annual dues a non-refundable Processing Fee, as determined by the Trustees, shall be paid by each applicant for membership or reinstatement.

**Section 2.** Any member in arrears for dues for the current fiscal year shall be automatically dropped from membership three (3) months following the date the fiscal year begins, and all rights and privileges of such member in the Alliance shall thereupon terminate and such members shall be listed in the official publication.

**Section 3.** Any member indebted to the Alliance for other than dues for a period of three (3) months shall be certified to the Trustees by the Secretary. If such indebtedness is not paid within such time as the Trustees determine, the Trustees shall order such member dropped from the membership and all rights and privileges by such member in the Alliance shall thereupon terminate. Such members shall be listed in the official publication.

**Section 4.** The fee to be paid by a Life Member shall be such a sum and of such terms as fixed by the Trustees, provide that thirty (30) days notice shall be given to the membership through the official publication, of any change in such amount or terms.

## **ARTICLE VII. Publications**

**Section 1.** The official publication shall be “THE CONFEDERATE PHILATELIST” and a copy of each issue shall be mailed to each member. The subscription price shall be paid as a part of the annual dues.

**Section 2.** The official publication may be supplemented by letters to every member as the Trustees may decide and all such letters shall have official status.

**Section 3.** The subscription price to non-members will be an amount established by the Trustees, but not less than an amount equal to the current annual dues for Active Members.

## **ARTICLE VIII. Amendments**

**Section 1.** These Bylaws may be amended by a two-thirds (2/3) vote of the membership of this Alliance voting by mail, providing both the existing and the proposed article and section shall have been published in full in the official publication at least thirty (30) days prior to the date specified for closing the ballot.

## **ARTICLE IX. Title of General**

**Section 1.** The power to confer the Title of “GENERAL” upon a member shall be vested in the Trustees. The Trustees shall have the power to confer the title of “GENERAL” upon: (a) Past Presidents who have performed their duties well, and (b) other deserving members who shall be considered worthy by the Trustees. Provided that not more than one title of “General” shall be conferred between election dates. This provision does not apply to past presidents.

## **ARTICLE X. Awards**

### **Section 1. Service Awards**

**a) The Haydn Myer Award** for distinguished service to the Alliance by a member during the past year may be made annually at the Discretion of the Trustees. A member is not eligible for this award for services performed as a Trustee.

**b) The August Dietz Award** for distinguished service to Confederate philately in the field of research and writing by a member during the past year may be made annually at the discretion of the Trustees. The trophy representing this award shall remain property of the recipient.

### **Section 2. Exhibit Awards**

The following awards are to be made by a Jury of not less than three (3) members appointed by the President prior to the opening of the Exhibition held in connection with each Convention.

**a) The Confederate Stamp Alliance Trophy** shall be awarded to the member exhibiting the best and most comprehensive collection of Confederate stamps and/or covers at the Exhibition. No member may be awarded this trophy more often than once in five years.

**b) The President's Trophy** shall be awarded for the best exhibit of Confederate stamps and/or covers, in any classification, exhibited by a member who has never previously been awarded any trophy at a Confederate Stamp Alliance Exhibition. This trophy is either to be donated annually by the President, or by the Trustees in his or her name, and shall remain the property of the winner thereof.

**c) The Trustees' Research Trophy** shall be awarded for the best exhibit, single frame or multi-frame, which illustrates new knowledge/understanding of Confederate stamps, covers or postal history, or an extension to existing knowledge.

**d) Additional Trophies**, which may be donated and are found acceptable in advance by the Trustees, shall be awarded by the Jury, within its discretion, as deemed appropriate, necessary, and deserving.

**e)** Only one exhibition award may be made to any one entry at each exhibition.

**f)** A report of all awards and the winners thereof shall be delivered by the Jury to the President, the Secretary, and the Editor of the Official Publication promptly upon completion of the judging of the exhibits.

**g)** Certificates of Award and for Participation in each exhibition may be presented to all member exhibitors.

## **ARTICLE XI. Insignia**

**Section 1.** The use of the official letterhead and seals of the Alliance or reproductions of facsimiles thereof, is restricted to uses and purposes approved by the Trustees.

## **ARTICLE XII. Authentication Service**

**Section 1.** The Alliance shall establish and maintain an official authentication service for the benefit of the membership. The name of this service shall be the Confederate Stamp Alliance Authentication Service.

**Section 2.** Membership in the Authentication Service shall be comprised of a Chairman, Recording Secretary and at least three other members. The Chairman and Recording secretary will be elected by members of the Authentication Service from the body of serving members.

**Section 3.** The Chairman of the Authentication Service shall submit the names of nominees for appointment to membership in the Authentication Service to the Trustees for approval.

**Section 4.** A member of the Authentication Service may be removed from membership at the request of the Chairman of the Authentication Service or a majority of the members of the Authentication Service, with the consent of the Trustees.

**Section 5.** Fees. The Chairman of the Authentication Service shall set the fees for the service with the consent of the Trustees.

**Section 6.** Affiliations. The Chairman of the Authentication Service with the consent of the Trustees may enter into affiliations with other entities that provide authentication services or promote philatelic research in areas that will benefit the authentication process.