**PENSACOLA MODEL RAILROAD CLUB INC. CONSTITUTION**

(Revised and approved -January 2018)

I. GENERAL

A. NAME - The organization is known as the Pensacola Model Railroad Club, hereinafter referred to as PMRC, or the Club.

B. PURPOSE – To promote interest in model railroading and all aspects related thereto, and provide a social environment

for club members and their families to enjoy the hobby.

C. AREA OF OPERATION – The territory served by the Club is Pensacola, Florida, and is to include Lower Alabama,

and all areas known as the Florida Panhandle.

D. CLUB PROPERTY - Any property, item(s), documents or object(s) purchased by club funds, donated to the Club

as a whole, manufactured by the Club or for the Club by a private agency, or placed under the temporary custody of the

Club is considered club property and shall be safeguarded as such.

II. PENSACOLA MODEL RAILROAD CLUB GENERAL ORGANIZATION

A. PMRC GENERAL ORGANIZATION EXECUTIVE BOARD OF DIRECTORS – When PMRC is comprised of multiple

divisions, the General Organization shall be governed by an Executive Board of Directors.

1. COMPOSITION – The Executive Board of Directors shall consist of the officers of the several Divisions

and shall be chaired by the President of one of these Divisions. The chairmanship and vice-chairmanship shall

be rotated among the Division Presidents so that no Division’s President serves in these posts in consecutive

years. The Executive Board shall select a Secretary and Treasurer from its members.

a. EXECUTIVE BOARD SECRETARY

1. Shall maintain minutes of Executive Board meetings.

AA. Provide meeting minutes to Division Secretaries.

2. Conduct correspondence on behalf of PMRC as a whole.

3. Maintain a master list of active PMRC members.

4. Notify Division Secretaries of Executive Board Directives and special meetings as

necessary.

b. EXECUTIVE BOARD TREASURER

1. Shall determine PMRC general expense requirements due from each Division

2. Notify the Division Treasurers of these requirements and oversee their collection

disbursement.

2. EXECUTIVE BOARD DUTIES – The PMRC Executive Board of Directors shall maintain inter-Division

compatibility and coordination, and address issues that affect PMRC as a whole. The Executive Board is

empowered to appoint PMRC volunteer members to form committees as needed to assist in these efforts.

a. COMPATIBILITY – PMRC emblems, advertisement, literature, etc., shall be standardized as

much as practicable while allowing additional notations to distinguish Division identities.

b. COORDINATION- PMRC Executive Board of Directors shall coordinate club-wide meetings,

displays and all event participation issues in a manner that ensures maximum possible benefit and

minimum hardship when multiple Divisions participate in an event. For a club-wide event (ie Train

Show), the Executive Board of Directors will create a committee from members of the several

Divisions. Requests for specific numbers of members from each Division will be determined by the

Board and filled by the Divisions. Thereafter the committee shall operate on its own, and report

to the Executive Board of Directors. The committee chairmanship shall be determined by the

committee members.

3. EXECUTIVE BOARD DIRECTIVES – PMRC Executive Board directives that affect PMRC as a whole must

be approved by a majority vote of the Executive Board, posted and available to all PMRC members for review,

and approved by a majority vote of the several Division’s members.

4. EXECUTIVE BOARD MEETINGS – PMRC Executive Board meetings shall be conducted at least twice a year

at a time and place to ensure the maximum participation of Executive Board members. Every effort

shall be made to accommodate Division Presidents requests for special meetings whenever such a need arises.

B. DIVISIONS – Pensacola Model Railroad Club shall be composed of separate Divisions which shall be distinguished

by the scale of equipment operated by each Division. Each Division shall organize its stand alone activities as its

members decide, provided that PMRC’s constitution and general operating rules are not violated.

1. DIVISION BOARD OF DIRECTORS – Each division’s board shall be composed of active members of

that Division elected into an office by a majority vote to conduct the day to day administrative requirements

of the Division.

a. The Division Board of Directors shall consist of the following officers:

1. President

2. Vice-President

3. Treasurer

4. Secretary

b. The Division Board of Directors holds all Division property, money and control documents in trust

for its members. The Division Board is authorized to act in all administrative matters as herein

provided.

c. In the event any position on the Division Board is vacated, board members will appoint a temporary

replacement. Confirmation of the appointment must be made by a majority of all active members at

the next regularly scheduled business meeting. The appointment shall hold office for the remainder

of the election year.

d. An officer may be removed from office upon written petition submitted to the Division Board with

the signatures of two-thirds of the active Division members.

e. No officer may hold two positions simultaneously on a Division Board.

f. No officer may receive any compensation or gratuity for services rendered for and to the Division.

2. DUTIES OF DIVISION OFFICERS

a. PRESIDENT

1. Will be the Chairman of the Division Board of Directors.

2. Will preside at all business meetings, activities, and functions.

3. Will establish Division committees, as deemed necessary.

b. VICE-PRESIDENT

1. Is the aide and assistant to the Division President.

2. In the absence of the Division President, will assume all duties and responsibilities

of the Division President.

c. SECRETARY

1. Is responsible for and will safeguard the records and documents of the Division

2. Will keep the Division membership roster, and will issue an update as needed at the monthly

Division meeting.

3. Will maintain a Division history.

4. Will handle incoming and outgoing correspondence for the Division, except for routine

financial transactions.

5. Will keep the Division members informed of any changes to Club or Division meetings,

activities, or ventures.

6. Will keep minutes of all formal meetings.

d. TREASURER

1. Will conduct all financial transactions for the Division, and will safeguard all Division

monies.

2. Cannot combine funds for any other type of employment or organization with the

Division treasury.

3. Is authorized to disburse Division funds for routine and recurring payment of rent,

utilities, insurance, subscriptions, supplies, fees, and charges without prior notification

or approval by the active Division membership, assuming no significant increases. If

such increases occur, the Division President will call an immediate special business

meeting to discuss and vote on the matter before payment can be made.

4. Will keep accurate records of all financial transactions and submit a financial report to

the Division members at each business meeting. The records are subject to audit at any

time if requested by a 2/3 vote of members present.

. The financial report will consist of:

AA. Last end of month balance.

BB. Expenditures

CC. Donations taken in

DD. Monies paid out other than normal expenditures

EE. Dues status

FF. Status on fund raisers

GG. Balance to date

3. MINIMUM MEMBERSHIP REQUIREMENTS - The minimum requirement for the establishment and

maintenance of a PMRC Division shall be four active members to ensure that each Division office will be filled.

4. DIVISION MEMBERSHIP – Each PMRC member shall have full equipment and voting rights in all PMRC

Divisions to which that member pays dues. Members may join as many divisions as desired, but may serve

as an officer in only one. Unlimited visitor rights shall be granted to all active PMRC members to all

Divisions provided there is adequate space.

a. DEFINITION OF MEMBERSHIP – Membership defines the relationship of an individual to the

Pensacola Model Railroad Club. Membership is open to anyone with a sincere interest in all aspects

of model railroading. Membership will not be denied on the basis of age, sex, race, religion, creed,

political conviction, or place of national origin. Membership applies to all immediate (dependent)

family members, but only one vote per family will be accepted.

Member categories are divided as follows:

1. ACTIVE MEMBERS – Active members are defined as eighteen or more years old, voted in

by a majority vote at an official meeting. Active members must not be more than three

months in arrears of dues. Active members of the Division have the following rights and

responsibilities:

AA. The right to vote on all Division matters.

BB. The right to hold office.

CC. The right to attend and participate in all Division meetings and functions.

DD. The right to use Division-owned layouts, modules and equipment at any time.

EE. The right to chair committees.

FF. The right and obligation to direct the ejection of any person or group or persons

deemed detrimental to the safety and order of the Clubhouse, meeting areas,

members, visitors and guests.

GG. The responsibility for maintaining good order of all Division property.

HH. The responsibility to uphold the highest standards of model railroading.

2. JUNIOR MEMBERS - Dependents ten through seventeen years of age . who desire to participate in club activities will be considered a Junior Member. They

must be sponsored by an active member parent, or by another active member willing to act

as a sponsor. Junior members must be accompanied by their sponsor at all Division functions.

The sponsor is liable for all actions, behavior, and safety of the junior member at all club

activities. Junior members do not have the right to vote, hold office, chair committees, or

have unsupervised access to Division property. Junior members cannot be sponsors. Any

sponsored junior member that is not a dependent of an active member will pay ¼ the current

dues rate.

3. PROSPECTIVE MEMBERS - Defined as persons that are recognized as seeking a

membership status. Prospective members will be assigned a sponsor. Prospective members

can attend two Division meetings without obligation. Prospective members must, prior to

acceptance, define the Division to which membership is desired. Membership in more than

one Division is authorized, but dues and other obligations are due each Division in turn.

4. MEMBERS IN ABSENCE - Defined as members in "good standing" requesting an

indefinite leave of absence. Inactive periods will be no less than 30 days. Members in

absence waive all member rights as stated in ACTIVE MEMBERS until reinstated. Active

member status and access to club property may be reinstated immediately by paying the

current month’s dues. No vote is required.

5. INACTIVE MEMBERS - Defined as members three months or more in arrears of dues.

Official notification for being declared inactive will come via mail from the treasurer. All

member rights stated in ACTIVE MEMBERS. are revoked. Reinstatement to active member

status is granted by full payment of two (2) months plus the current month’s dues (three months total).

6. HONORARY MEMBERS - Honorary membership in the Division may be granted by a

majority vote of all Active members. No initiation fees or monthly dues are required.

Honorary members do not have the right to vote, hold office, or unrestricted Division

property access.

b. NEW MEMBERSHIPS, VISITORS AND GUESTS

1. NEW MEMBERSHIP - Prospective members may obtain membership within the following

guidelines: .

AA. Approval by a majority vote by active members present is required. If accepted,

member will pay that month’s dues.

BB. A new member will enter a probationary period of one month where all rights can

be exercised with exception of unsupervised access to Division property. The

probationary period is lifted when the second month’s dues are paid.

2. VISITORS AND GUESTS – Defined as persons not associated to the Division in any way.

AA. Visitors and guests to Division meetings are always welcome. All members present

hold joint responsibility for visitor control and safety.

BB. Visitors and guests cannot participate in any club function, IE: auctions, sales, or

operation of layouts at shows, or any activities under the jurisdiction of the

Pensacola Model Railroad Club, or use any Club properties without the majority

approval of members present. at that time.

5. DIVISION DUES - Each PMRC Division shall have sole authority over the amount, collection and

disbursement of dues by its individual treasury. Each Division shall set its minimum dues at a rate required

to meet its obligations to pay PMRC general club expenses.

a. DIVISION FEES – Defined as costs over and above normal dues that can be incurred by a member

1. EVENT FEE – Fee incurred by members to cover costs or partial costs that cannot

be covered by the Division Treasury for participation in an event.

2. REINSTATEMENT FEE – Fee incurred by inactive members for reinstatement to

active member status. Fee is equal to the total of two (2) months dues plus the current

months dues.

b. DIVISION DUES – Monies paid to the Division monthly for membership to maintain active status

1. Membership dues will be determined by a majority vote of all Division members in active

status. Dues may be paid at the first meeting of the month for the current month,

multiple months or for the total year.

2. Any unpaid dues after 30 days are considered delinquent. The Division Treasurer will notify the member of the delinquency. After 60 days, the right to vote and “good standing”

status will be lost. After 90 days, all rights of membership will be lost, and the member

will be considered inactive.

6. EVENT PARTICIPATION – Each PMRC Division shall have discretion regarding event participation as

decided by a majority vote of its members.

a. EVENT EXPENSES – Event expenses incurred by a participating Division shall be paid by that

Division

b. EVENT INCOME – Income resulting solely from the actions of a participating Division shall be

paid to that Division.

7. DIVISION COMMITTEES – A group of members formed to complete a specific task for the Division.

Volunteers willing to see a project completed should fill Division committee chairs. Extra time

and effort will be expected since this person will be the point of contact for questions internally and

externally from the Division.

8. DIVISION MEETINGS –

a. TIMES AND TYPES OF MEETINGS –

1. DIVISION REGULAR BUSINESS MEETINGS – Regular Division meeting times and

places will be established by a majority vote of the Division members.

2. SPECIAL OR URGENT MEETING – Meetings held to complete business when the

regular business meeting will not be timely enough to address a specific issue. Such

Division meetings may be required to address issues presented by the PMRC General

Organization Board of Directors and/or presenting amendments to the Club Constitution.

b. CONDUCT OF DIVISION BUSINESS MEETINGS –

1. Division business meetings will be conducted in a semi-formal atmosphere, with the

Division President presiding. The following items will be discussed at business meetings:

AA. Open meeting with recognition of visitors/guests.

BB. Reading of minutes from the last meeting

CC. Financial Report

DD. Discuss the progress of old business

EE. Introduction of new business by the Board.

FF. Introduction of new business from the membership

GG. Committee Reports

HH. Announcements

II. Adjournment

9. DIVISION ELECTIONS –

a. Elections of officers will be held annually at the Division’s November business meeting.

b. Nominations or intent to run for office will be made one full month (October) prior to the

scheduled election and a nominee must have the acceptance of that nominee. A Nominations/Elections

Officer may be appointed to compile a slate and conduct the elections.

c. Absentee votes may be made by submitting choices in writing to the Division President or an

appointed Elections Officer prior to the day of elections.

d. Voting will be by a show of hands and tally of absentee ballots, unless another

method is arranged by an appointed Division Election Officer.

e. The term of office will be for one calendar year and will begin at the first

meeting in February.

f. In no case will the incoming Division Board of Directors assume office without completing a

satisfactory audit of the Division’s records and books by at least two (2) members appointed by the

outgoing president

. 10. SEPARATION OR DISSOLUTION – In the event that a Division of PMRD or any of its members choose

to terminate its association with the PMRC General Organization, or cannot maintain the minimum number

of members required to remain a Division, all rights to the PMRC name, non-division specific equipment and

any other materials directly associated with PMRC shall be forfeited.

III. CONSTITUTIONAL AMENDMENTS –

A. CONSTITUTIONAL AMENDMENT PROPOSALS – Amendments to this PMRC Constitution may be presented

at any Division business meeting and must be posted and available for review by all PMRC members. The amendment

shall be forwarded by that Division’s secretary to all other Division secretaries for reading at their next business meeting.

If necessary, each Division shall call a special meeting of its members for a reading of such amendments to ensure that

all Divisions present the amendment to their members within 30 days of its first introduction.

B. RATIFICATION – Approval by two-thirds of all active members of each of the several Divisions is required to

ratify an amendment to this PMRC Constitution.

1. Votes may be cast over a period of one calendar month from introduction at a Division’s business meeting by

signifying yea or nay and initialing next to the member’s name on a roster maintained by the Division

Secretary for this purpose. Votes will be tallied by the Secretary, the results announced at the next Division

business meeting, and the results will be forwarded to the PMRC Executive Board of Directors.

2. If sufficient votes for approval have not been cast at the end of the allotted time period, the proposed

amendment shall be considered dead and may not be reintroduced for a period of six months from that date.