

Northern Lights Collectors' Club BYLAWS

Article One

Name of the Organization

Section 1: The name of this club shall be Northern Lights Collectors' Club, and shall be referred to as such, or the Club.

Article Two

Purpose

Section 1: The purpose of this club shall be to promote an interest in, to learn and to share information about collectibles from Department 56®, and to provide a social network for collectors to meet on a regular basis.

Article Three

Membership

Section 1: Membership will be open to all on an individual basis. All members residing at the same address may share a household membership.

Section 2: Membership in Northern Lights Collectors' Club shall be open to all without any restriction as to Club size.

Section 3: Membership in the Club is not transferable.

Section 4: An active member in good standing is one who has paid required dues. All active members in good standing present at the meeting will have the right to vote upon any proposition or in any election for Northern Lights Collectors' Club.

Article Four

Dues

Section 1: Annual individual membership dues shall be fifteen (\$15) dollars, and household memberships shall be twenty-five (\$25) dollars. The membership year will be from September 1st through August 31st of each year. Dues shall be payable at or before the September meeting of each year and shall be considered delinquent if not paid by the October meeting. Members joining the Club between February 1st and August 31st of any year will pay ten (\$10) dollars for individual and fifteen (\$15) dollars for household membership for the period covering date of joining through August 31st of that year.

Section 2: Members who are two (2) months delinquent in their dues shall be suspended from membership until their dues are paid in full. The names shall be removed from the mailing list until their membership dues are current.

Article Five

Checking Account

Section 1: The Treasurer is authorized to sign a checking transaction up to one hundred (\$100) dollars for Northern Lights Collectors' Club. Any checking transaction exceeding one hundred

(\$100) dollars will require the signature of the Treasurer and the signed approval of the President.

Section 2: Any active member of the Club, upon written request to the Club, may ask for disclosure of the Club's financial records. The review of the Club's financial records must then be made available at the next Club meeting.

Section 3: Any and all bank accounts of the Club must be audited annually by the Audit Subcommittee. This audit (an examination and checking of accounts) should coincide with the Treasurer's term of office. The results of this audit shall be presented to the membership and a copy placed in the Club records.

Section 4: The President will appoint the Audit Subcommittee once a year. The committee will be comprised of three (3) members.

Section 5: All contracts must be signed by the President.

Article Six Officers

Section 1: Board of Directors for the Northern Lights Collectors' Club shall consist of three (3) members. These Board members shall include President, Secretary, and Treasurer. These Board members shall be elected for a term of one (1) year. Duties are described in Section 3 through 5 of this article.

Section 2: The Board of Directors of the Northern Lights Collectors' Club shall be elected every year at the November meeting, taking office in January.

Section 3: The President shall preside at all meetings of the Club. If the President is unavailable, the Treasurer will then preside.

Section 4: The Secretary shall record the minutes of the Club meetings and be custodian of all Club records, contracts and correspondence. The Secretary will be in charge of the Newsletter.

Section 5: The Treasurer shall have custody of all monies received by the Club and shall be responsible for and keep records of all receipts and disbursements of such funds. A written report of funds will be presented to the membership at each meeting. The Treasurer will be in charge of membership.

Article Seven Board of Directors

Section 1: The Board shall consist of the current Board members of the Northern Lights Collectors' Club. These members shall include President, Secretary, and Treasurer

Section 2: The Board shall have sole authority to govern all Club activities. The Board shall uphold the best interest of the Club, in accordance with the purpose of the Club set forth in Article Two.

Section 3: Each of the Board members will have one (1) vote. At all meetings of the Board, a majority vote of the quorum is required to adopt any action taken. A quorum consists of two-thirds (2/3) of the Board members.

Section 4: Any board member may be unseated for failure to perform their assigned duties, violating the code of ethics as stated in Article Ten, or for pursuing activities detrimental to the best interests of the Club. A member in good standing may initiate the termination of a Board member by submitting a written petition containing signatures of no less than five (5) Club members in good standing. Upon validation of the petition signatures of the Board, the petition will be presented at the next Club meeting. Such board member shall have the right to address the membership prior to the vote. Termination will be effective upon two-thirds (2/3) majority vote of the Club members in good standing at the meeting.

Section 5: The Board may not authorize an expenditure exceeding two hundred (\$200) dollars without prior approval of a majority of membership in attendance at a Club meeting.

Article Eight Meetings

Section 1: Club meetings will be held monthly unless two-thirds (2/3) of the members attending meeting vote to cancel a monthly meeting. Notification of a meeting cancellation will be published in the monthly newsletter.

Section 2: Special events may occur which would cause the Board to convene a special meeting or substitute the event for a regular meeting.

Section 3: Guests may only attend one meeting prior to joining the Club.

Section 4: All meetings of the Club shall be guided, in a general way, by parliamentary law as set forth in the current edition of Roberts Rules of Order.

Article Nine Elections

Section 1: Election of Board members shall be by written ballot. Elections shall be held every year at the regular November meeting, elected Board members will begin their term of office in January.

Section 2: Only active members in good standing are eligible for office.

Section 3: Retiring Board members shall turn over to their successor in office all properties and records relating to that office at that time or within fifteen (15) days if not present at the meeting.

Section 4: The President shall appoint a Nominating Sub-Committee of three (3) for the election of Board members. The Sub-Committee shall be appointed in July or August of the appropriate year. The slate will be presented at the October meeting.

Section 5: Candidates shall be declared elected to the Board of Directors upon receiving a simple majority of the votes cast. Absentee ballots (proxies) must be received at the P.O. Box Two (2) days prior to the November meeting.

Section 6: In the event that no candidate attains the required majority vote, the President shall call for a runoff between two candidates receiving the highest number of votes.

Section 9: In the event that an elected Board member is unable to complete his or her term and a vacancy is created, the Board is empowered to appoint someone to fill that vacancy.

Article Ten
Code of Ethics

Section 1: The Club adopts the following Code of Ethics to guide the behavior of its members:

- a. No member shall join the Club or function as a member primarily to advance his/her business profits.
- b. No membership list shall be sold or given to anyone, outside of Club membership, unless approved by two-thirds 2/3 majority of membership present at a meeting.
- c. Phone lists will be available for member's use.

Article Eleven
Amendments

Section 1: These bylaws may be amended at a regular meeting of the Club, by the affirmative vote of two-thirds (2/3) of those members present.

Section 2: Notice of the proposed amendment must be submitted in writing at the previous meeting and published in the monthly newsletter.

Article Twelve
Dissolution

Section 1: After the recommendation of the Executive Board, the Club may be dissolved at any time by the consent of not less than three-fourths (3/4) of its active members.

Section 2: Written notice of the proposed dissolution must be mailed to the membership in good standing prior to the vote.

Section 3: Upon dissolution, all debts shall be paid and any remaining funds and assets shall be given to a charitable organization selected by the Club membership.

Date Bylaws Adopted: October 7, 2004

President

Secretary