



# Bylaws

## Maricopa Live Steamers

### Railroad Heritage Preservation Society

Revision Adopted January 2011

#### Mission Statement

The purpose of the Maricopa Live Steamers is to preserve the heritage of railroading by establishing, operating, and maintaining educational operating facilities for the free use and enjoyment of the public using scale model railroad equipment.

#### ARTICLE I

These bylaws, as adopted by a vote of the Board of Directors (BoD) and ratified by the general membership on the date shown above shall supersede any other act or action taken at an earlier date.

#### ARTICLE II

Section 1: Membership shall be available to anyone regardless of ethnic origin, creed, economic standing, or gender. Each member shall accept the rules regulations, and codes as adopted by the corporation, hereinafter referred to as the MLS. The BoD reserves the right to reject membership for cause. The BoD shall advise the membership of any such rejection.

Section 2: Classification of membership shall be as follows.

- A. REGULAR MEMBER is anyone who has reached the age of 18 years and has paid the required dues. Dues may be waived at the discretion of the BoD.

##### RIGHTS:

1. To vote.
2. To be elected to a MLS office or the BoD after one year.

##### PRIVILEGES.

1. Access to MLS facilities and activities.
2. Access to MLS rolling stock.
3. Access to MLS locomotives when the appropriate fees have been paid

##### RESPONSIBILITIES:

1. Abide by all MLS rules and regulations.
2. Supervise actions of family members and guests.
3. Assist with MLS requirements for operation and/or maintenance.

- B. NON-RESIDENT MEMBER is anyone who lives more than 75 miles from the nearest MLS facility, has reached the age of 18 years, and has paid the required dues. A non-resident member has all the privileges and responsibilities of regular membership with the following exceptions: the member may not vote, receive a facility key, rent MLS storage space, or own storage facilities at the MLS. Dues may be waived at the discretion of the BoD.

- C. SPOUSE MEMBER is anyone whose spouse is a member of the MLS and has paid the required dues. A spouse member has the same rights, privileges, and responsibilities as the spouse's sponsor. Spouse

members whose espousal has terminated may retain their spouse member status until the next membership renewal date. Dues may be waived at the discretion of the BoD.

- D. JUNIOR MEMBER is anyone who is under the age of 18 years or is a continuing high school student and who has paid the required dues. A junior member has all the privileges and responsibilities of regular membership but may not vote or hold office. Dues paid while a junior member shall be deducted from the initiation fee upon transfer to regular membership. Dues may be waived at the discretion of the BoD.
- E. SUPPORTING MEMBER is anyone who accepts this status when offered by the BoD. This classification is for rewarding deserving individuals with a more economical membership. A supporting membership has all the privileges of the regular membership but may not vote or hold office. Dues may be waived at the discretion of the BoD.
- F. HONORARY MEMBER is anyone who is bestowed such status by the BoD or general membership. Such membership shall not carry with it any MLS rights, privileges or responsibilities.

Section 3: SELF DISCIPLINE is expected by all members of MLS. Harassment will not be tolerated. It should be noted that only the President, the Safety Committee, or the BoD has the authority to reprimand members for misconduct or rules violations. Any incidents are to be presented in writing to one of the club officers within seven (7) days of the incident.

- A. PHYSICAL AGRESSION will not be tolerated within the MLS. Any individual making initial, physical contact with any other individual during any altercation will result in the immediate membership termination of the individual making the initial, physical contact. If there is mutual physical contact and it cannot be ascertained who initiated the physical contact, then all individuals involved will have their memberships terminated. This does not preclude any member's right to physically defend themselves, but any such action should be to the minimum extent necessary. Implementation of the member termination is to be by a majority vote of the BoD members present at a lawfully held BoD meeting convened by the MLS President.
- B. USE OF PROFANITY is discouraged within MLS. This is in keeping with the MLS intention of being a family type organization. Any allegation of objectionable profanity is to be presented in writing to the MLS president within seven (7) days of the incident. If the president concurs, then the president and another officer or BoD member will conduct a verbal discussion with the member concerning the objectionable language. The date of the incident is to be noted.
  - a. IF A SECOND PROFANITY INCIDENT occurs within one year (365 days), the president of MLS is to convene a BoD meeting. If the allegation is upheld by a majority vote of the BoD members present, the member is to be given a written reprimand.
  - b. IF ANOTHER PROFANITY INCIDENT occurs within one year (365 days) of the written reprimand, the MLS president is to convene a BoD meeting. If the allegation is upheld by a majority vote of the BoD members present, the member is to be suspended from all MLS activities and usage of MLS facilities for 30 days.
  - c. ANY FURTHER PROFANITY ALLEGATIONS that occur within one year (365 days) and are upheld by a majority vote of the BoD member present at a lawfully held meeting will result in a 90 day suspension from all MLS activities and usage of MLS facilities.
- C. MEMBERSHIP TEMPORARY SUSPENSION OR TERMINATION from all MLS activities may be imposed on any member for good and sufficient reason, i.e. not adhering to the rules, codes, bylaws or other practices of the club. Any incident or motion that could result in a membership temporary suspension or termination is to be presented initially to a lawfully held BoD meeting. Subsequently, the incident or motion may be presented to the membership at a lawfully held general membership meeting. A majority vote by the BoD members present at the BoD meeting or a majority vote of the eligible voting members present at the general membership meeting is required for a temporary suspension or termination of membership. Temporary suspension is to be specified for a period not to exceed one year. An individual with a

suspended or terminated membership may have access to his equipment so long as the individual is accompanied by a club officer or member of the BoD while on club property.

D. APPEAL OF THE BOD DECISION regarding a membership termination or temporary suspension may be presented at a lawfully held general membership meeting. A majority vote by the eligible voting members present is required for membership termination or temporary suspension. Dues and fees to be forfeited.

E. Any REQUEST FOR REINSTATEMENT OF A TERMINATED MEMBERSHIP must be made in writing and presented to a lawfully held BoD meeting. Reinstatement will not be considered for a period of one year (365 days) from termination date. A reinstated member will be considered a new member and must pay all dues and fees.

### **ARTICLE III**

Section 1: DUES AND FEES increases require a 30 day advance notice to all regular and spouse members. All membership emails and written votes shall be sent to the MLS secretary prior to the next monthly general membership meeting. All increases will be voted upon at that meeting. (1/24/11-ML)

Section 2: DUES ARE DUE the first day of October for each succeeding year. Any member failing to pay dues by the last day of December shall be dropped from the rolls.

Section 3: EXTENSION OF TIME may be granted any member who is unable to pay the established dues within the time required provided an appeal is presented to the BoD either in person or in writing.

### **ARTICLE IV**

Section 1: ELECTED OFFICERS shall consist of the President, Vice President, Secretary and Treasurer who shall constitute the executive committee. The offices of Secretary and Treasurer may be filled by one individual. Elected officers shall serve on the BoD and shall be regular members. Any officer or director shall have been a regular member of the MLS for at least one year prior to holding office.

Section 2: ELECTION OF OFFICERS shall take place concurrently with the election of the BoD. Elections are to be held at the November General Membership Meeting. Election shall be by a majority of the votes cast, plus proxies. The officers and BoD so elected will assume office on January 1<sup>st</sup> following the election. The term of office shall be one year.

Section 3: The BOARD of DIRECTORS shall consist of:

A. The executive committee.

B. The Chief Boiler Inspector and the Superintendents of Construction, Operations, Maintenance of Way, and Signals all of whom shall be appointed by the executive committee. These appointments shall be approved by a majority vote at a regular general membership meeting.

C. Three "at large" directors elected annually by the general membership. Individuals with the most affirmative votes shall be elected to these positions.

D. All outgoing executive committee members for the year immediately after their having left office.

E. The BoD may authorize expenditures of not more than Seven Hundred Fifty Dollars (\$750) per occurrence without prior general membership approval. (12/03)

Section 4: SIZE OF THE BOARD shall be not less than 7 members or more than 25 members.

Section 5: RESIGNATION by any board member may be submitted to the BoD either verbally or in writing. Individuals may be appointed by the BoD to fill such vacancies shall serve only the unexpired portion of the term.

Section 6: IMPEACHMENT of an officer or a member of the BoD may be made by a majority of the closed ballots cast, cast by the eligible members present at a lawfully held general membership meeting, or by a petition signed by two-thirds of the eligible voting members and presented at a lawfully held general membership meeting.

Section 7: VOTING unless otherwise stated shall be by the eligible members present at a lawfully held meeting of the BoD or a lawfully held general membership meeting. Unless otherwise specified the chairman of any meeting may utilize voice votes, hand votes, standing votes or closed ballot votes. A quorum for the BoD shall consist of a majority of the legal members. A quorum for the general membership meeting shall consist of the members present.

#### **ARTICLE V**

PRESIDENT shall be the chief executive officer of the MLS and shall exercise general supervision over its properties and affairs. The President shall appoint MLS representatives as required and the chair of all non-standing committees. The President shall preside at all functions of the. MLS and shall be an ex-officio member of all committees. The President may authorize expenditures of not more than two hundred dollars (\$200) per occurrence without prior BoD or general membership approval.

#### **ARTICLE VI**

VICE PRESIDENT shall assume the responsibilities of the President should the President be unwilling or unable to do so. The Vice President shall assume other responsibilities as delegated by the President with full authority to act in these areas. The Vice President shall chair the safety committee and appoint the members of that committee. The Vice President shall be an ex-officio member of all, other committees. The Vice President shall be responsible for ensuring that yearly train crew examinations are conducted.

#### **ARTICLE VII**

SECRETARY shall keep the minutes of all meetings of the MLS and such other records as the MLS shall require. The Secretary shall be responsible for all official correspondence of the MLS.

#### **ARTICLE VIII**

TREASURER shall have custody of MLS funds and shall disburse such funds as authorized. The Treasurer shall keep a detailed ledger and shall report the state of the finances as required. The Treasurer shall keep a running inventory of all MLS property with an estimated value thereof. The Treasurer shall administer all space rentals at MLS facilities.

#### **ARTICLE IX**

CHIEF BOILER INSPECTOR shall be responsible for ensuring that all boilers used at MLS facilities conform to MLS standards and for training/certifying other boiler inspectors as needed.

#### **ARTICLE X**

SUPERINTENDENT of CONSTRUCTION shall be responsible for coordinating the different skills necessary for the construction of approved projects and shall also aid in coordinating maintenance projects that may be necessary for the safe, efficient operation of the railroad.

#### **ARTICLE XI**

SUPERINTENDENT of OPERATIONS shall be responsible for ensuring that MLS equipment and other equipment under MLS control are in satisfactory operating condition and shall be responsible for maintaining MLS equipment. The Superintendent of Operations shall also be responsible for the staff involved in operating public carrying trains at MLS facilities to include engineer/conductor training/certification and any accompanying test.

#### **ARTICLE XII**

SUPERINTENDENT of MAINTENANCE of WAY (MoW) shall be responsible for ensuring that right of way and other areas under MLS control are in satisfactory operating condition.

#### **ARTICLE XIII**

SUPERINTENDENT of SIGNALS shall be responsible for ensuring that the signal system is in satisfactory operating condition, the designing and installing approved signal projects, and ensuring that system changes are communicated to the membership. The Superintendent of Signals shall also be responsible for dispatcher training/certification.

#### **ARTICLE XIV**

The SAFETY COMMITTEE shall exist at all times and shall have not less than three (3) nor more than five (5) members one of whom shall be the Chief Boiler Inspector. Decisions by any member of this committee shall be binding on all members of the MLS, guests, and others who shall be present. Any matter of safety in any area at a MLS facility shall fall under the jurisdiction of this committee. Any member of the committee may halt or prevent the operation of any equipment for cause. A decision of such member may be appealed to the BoD for review. The MLS shall provide the members of this committee with some visible method of identification, e.g., armband or badge.

#### **ARTICLE XV**

AUDIT COMMITTEE shall be appointed each January and shall consist of not less than three (3) members. This committee shall audit the MLS financial records and equipment inventory for the preceding calendar year. The Treasurer for the period being audited shall not be a member of the committee but may be present. The results are to be reported at the April general membership meeting

#### **ARTICLE XVI**

AGREEMENTS OR COMMITMENTS concerning the MLS shall not be made by any member or group of members without specific prior approval of the BoD or the general membership.

#### **ARTICLE XVII**

Safety and Operating Rules and Other Rules, Guidelines, and Schedules as established and approved by a majority of the members present at a general membership meeting shall have the force and authority of this Article of the By-Laws. Any revision and/or amendment of such Rules shall automatically become the Rules under this Article. Such changes shall be published in an official MLS publication as soon as possible after their adoption.

#### **ARTICLE XVIII**

CHANGE OR REVISIONS to the bylaws shall be presented at a lawfully held a general membership meeting and adopted by a majority of the votes cast by members present at the next general membership meeting. Notification of such proposed action shall be published in an official MLS publication prior to final action being taken. (1/1/03)