

# CONSTITUTION OF IPMS BALTIMORE INC.

Adopted 2023

IPMS Baltimore Inc. a group of individuals united by a common bond of mutual interest, do hereby establish a non-profit association of plastic modelers with the purposes and objectives set forth herein.

## ARTICLE I. NAME

The name of this group is established as the IPMS Baltimore Inc. affiliated by common interest with member groups established in other states and nations in accordance with the principles of the founding organization of the International Plastic Modelers Society located in the United Kingdom.

## ARTICLE II. PURPOSE AND OBJECTIVES

- A. To encourage interest in scale modeling and assist interested organizations and groups.
- B. To ensure the timely exchange of modeling information and to provide information, data, and other assistance to members and chapters.
- C. To provide for the members' interests by keeping them informed of new products and services.
- D. To establish and maintain liaison with other IPMS branches.
- E. IPMS Baltimore Inc. operates on a fiscal year of January 1st to December 31st.

# BY-LAWS OF IPMS BALTIMORE

## ARTICLE I. MEMBERSHIP

### A. Application for Membership

1. Any individual, regardless of race, color, creed, sexual orientation or national origin may become a member of IPMS Baltimore Inc.
2. The Executive Board will have the ultimate responsibility for making the decision for accepting a prospective member.
3. Any person accepted for membership agrees to abide by the terms and conditions of the Constitution and By-Laws of IPMS Baltimore Inc. along with regulations and directives promulgated by the Executive Board.

### B. Dismissal of Members

1. A member whose written and/or spoken words or actions are deemed detrimental to the good of the corporation, may be dropped from the rolls of the corporation by the Executive Board. Any such member will be notified by the President of the action taken.
2. Ex-members so dismissed may be reinstated one year after dismissal. Any such reinstatement will be subject to re-evaluation by the Executive Board.

### C. Member in Good Standing

1. MEMBER IN GOOD STANDING is defined as a person who is accepted for membership, maintains his/her dues and abides by the IPMS Baltimore Inc. Constitution and By-Laws.

## ARTICLE II. EXECUTIVE BOARD

- A. The Executive Board shall be made up of the following officers: President, Vice President, Secretary, and Treasurer and these shall also be the directors of the Corporation.
- B. Three-fourths of the Executive Board will constitute a quorum.
- C. Each member of the Executive Board shall have one vote.
- D. A member of the Executive Board may be removed due to actions and/or words felt to be detrimental to the function of the Society by a vote of two thirds of the other Executive Board members.
- E. No more than one member of any family can serve on the Executive Board at the same time.

## ARTICLE III. OFFICERS

- A. The officers of the Society shall be a President, Vice President, Secretary, and Treasurer.
- B. To facilitate the functioning and control of IPMS Baltimore Inc. the Executive Board may appoint members in good standing to specific titled positions. These appointees will not have a vote within the Executive Board unless so directed by the President under special conditions
- C. If an officer must for any reason relinquish his/her position during their term, the Executive Board may appoint a current member in good standing to that office as a replacement for the balance of the term, with said replacement having the duties, voting rights, and other privileges of the office.

## ARTICLE IV. DUTIES OF OFFICERS

### A. President

- 1. The President shall preside at all meetings of the Executive Board and monthly membership meetings and shall be the official representative of IPMS Baltimore Inc. to all outside organizations and/or individuals.

### B. Vice President

- 1. The Vice President shall preside in the absence of the President and shall be prepared to assume the presidency immediately if needed.

### C. Secretary

- 1. The Secretary shall keep the minutes of all official meetings and will ensure that they are made available to the general membership.
- 2. The Secretary shall assist the President at all meetings.
- 3. The Secretary will function as Corresponding Secretary when necessary.
- 4. The Secretary will assist all Officers with correspondence when necessary.
- 5. The Secretary will be responsible for all correspondence with and liaison between any state or local chapters or foreign branches of IPMS and IPMS.US

## D. Treasurer

1. The Treasurer's duties and responsibilities shall include:
  - a. Collecting all monies and make all disbursements keeping detailed accounts of all monies received and expended by the Society.
  - b. Making a semiannual financial report that will be made available to the membership.
  - c. Preparing and filing any necessary financial forms such as an income tax return.
  - d. Keeping the Eboard and President aware of IPMS Baltimore Inc.'s financial status.
  - e. Create a budget with input from executive board and any committee chairperson

## ARTICLE V. TERMS OF OFFICE

- A. All elected officers shall be elected every two years and will serve a two-year term of office commencing Jan. 1 following the election.
- B. The office of President and Secretary will be elected in even numbered years while Vice President and Treasurer shall be elected in odd numbered years with the exception of 2023.
- C. All Executive Board seats will be limited to two consecutive terms of office unless they are elected to another Board position.
- D. A past officer may run for the seat they previously held after at least a two-year hiatus.
- E. If a current officer assumes the responsibilities of another office that term will expire when the next election takes place.
- F. In the event the Vice President cannot or will not perform the duties of President, the Executive Board will appoint a President for the remainder of the unexpired term.

## ARTICLE VI. ELECTIONS

- A. Elections for officers will be held every two years. Even numbered years shall vote for President and Secretary while odd numbered years shall vote for Vice President and Treasurer except for 2023. Candidates for an elected position must be a member of IPMS/USA in good standing.
- B. Nominations will be presented in November and must be seconded; Elections shall take place in December. Votes to be counted will be those cast by those present at which an election is held. If weather prevents the nomination or election the nominations and/or elections shall take place during the next monthly meeting
- C. An impartial judge shall be appointed by the Executive Board to count all votes and report the results.

## ARTICLE VII. DUTIES OF OTHER APPOINTED OFFICIALS

### A. Committee Establishment

- Committees established for specific tasks as required shall be created for a set period of time by the President and the Executive Board. A Chairperson shall be appointed at the direction of the executive board.

### B. Committee Disbanding

- All committees appointed by the President and the Executive Board may be disbanded by the President and the Executive Board.

## ARTICLE VIII. MEETINGS

### A. General Meetings

- The general meeting of IPMS Baltimore Inc. is held monthly.

### B. Executive Board

- The Executive Board will meet at least quarterly every year. It may meet more often if it is deemed necessary.

### C. Special Meetings

- Special meetings of the membership or the Executive Board may be called at the President's discretion.

## ARTICLE IX. FISCAL

### A. Dues

- Dues for membership shall be set by the Executive Board. At no time will this issue be subject to vote by the entire membership. The dues shall be adequate to provide for the requirements of the corporation as determined by the Executive Board. Notification of a dues change will be made to the membership as soon as possible.

### B. Operating Costs

1. Expenses, Normal; Officers will be reimbursed for normal operating expenses subject to the approval by the President and the Treasurer.
2. Expenses, Special; Special expenses will be considered and decided upon by the President and Treasurer with the majority approval of the Executive Board.
3. No financial support will be given to which is contrary to the corporation as its status as stated in section 501c7 of the IRS code.
4. No projects will be undertaken for profit by the Society except by recommendation of the Treasurer.

## ARTICLE X. AMENDMENTS

A. The Constitution and By-Laws can be amended by a vote of the membership. Notification of a proposed amendment must be made available to the membership.

### B. AMENDMENT PROCEDURE

1. Any current member in good standing of the Society may submit an amendment proposal during a monthly meeting.
2. An amendment will be voted on during a monthly meeting, it must be accepted by a four-fifths majority or greater in order to be adopted.

## ARTICLE XI

If, for any reason the society should be dismantled or dissolved, all assets and monies shall be given to The Glenn L. Martin Maryland Aviation Museum, Middle River, Maryland.