

United Postal Stationery Society, Inc.

By-Laws

As Amended August 11, 2014

Article I - Membership

Section 1. The membership of the United Postal Stationery Society shall include:

- (a) Active Members, consisting of individuals 18 years of age or older.
- (b) Junior Members, consisting of individuals over the age of 14 and under the age of 18. Junior Members shall automatically become Active Members upon reaching the age of 18 and upon the payment of dues assessed against Active Members. No person shall be accepted into Junior Membership unless the application has been guaranteed by a parent or guardian. Junior Members shall not have the right to vote or hold office in the Society.
- (c) Honorary Life Members, consisting of Active Members who have contributed materially to the Society or its welfare and who have either (1) been members of the Society for a period of at least ten (10) years, or (2) served this Society in elected office for a period of at least five (5) years, or (3) performed outstanding service to the Society and to the field of postal stationery; and who have been elected to the status of Honorary Life Member by the unanimous vote of the Executive Board, excluding, however, the vote of the designee. Honorary Life Members pay no dues, but shall be entitled to all privileges of the Society, including those of voting and holding office.
- (d) Life Members, consisting of Active Members who have paid, prior to December 31, 2014, a Life Membership fee, shall not be assessed annual dues and shall be entitled to all of the privileges of the Society.
- (e) Contributing Members, consisting of such Active Members who shall make a contribution of the minimum amount set by the Executive Board in any year in addition to their regular dues. Contributing Membership shall be recognized only in the year in which such contribution is made.
- (f) Spouse Members, consisting of husband or wife of an Active Member who shall pay 1/2 dues per year as long as the spouse is a current member. Only one journal will be mailed per family if the active member pays the rate to receive it in written form, but spouse will enjoy all other membership privileges.
- (g) Group Members, including chapters, consisting of organizations such as local philatelic societies, historical societies, libraries, museums, and other interested groups. These groups shall pay the same dues as Active Members, and receive one copy of the Society's journal, but shall not have the right to vote or hold office.
- (h) Century Life Members, consisting of those Active members who joined the Society prior to December 31, 2014 and whose years of paid continuous membership and whose age, when added, equal one hundred (100) or more. The Century Life Memberships will be funded by a transfer of a life-member fee from the Lewandowski Endowment Fund to the Life Member Reserve. Foreign Century Life Members will be responsible for an annual payment of postage beyond that required for U.S. Domestic mail if they choose to receive a printed journal.

Section 2. Members shall be assigned permanent membership numbers in the order in which they become members of the Society, which numbers shall bear applicable suffixes as follows:

Life Members	"L"	Spouse Members	"S"	Century Life Members	"CL"
Junior Members	"J"	Group Members	"G"	Honorary Life Members	"HL"

Section 3. Application for membership shall be in such form as the Executive Board shall prescribe and shall be accompanied by the first year dues and an application fee determined by the Executive Board. The Executive Board shall prescribe the manner of handling and accepting applications for membership.

Section 4. -Resignations shall be published in the membership report.

Section 5. Any member may be suspended for a definite period or expelled from membership in the Society by the Executive Board, when said member has been found guilty of any conduct which has been determined by the Board to be unbecoming a member.

Article II- Payment of Dues

Section 1. Annual dues shall be assessed at rates set by the Executive Board. The rates will be reviewed annually.

Section 2. A renewal notice shall be sent approximately six weeks prior to the expiration of a member's subscription period. A second renewal notice will be sent two weeks after the expiration of a member's membership if dues have not

been remitted. Membership will be terminated two months after the expiration date if the dues are not paid. No further journals will be mailed following the termination.

Section 3. A former member terminated for non-payment of dues may request reinstatement and resumption of his/her former membership number. A terminated member shall make new application for membership in the regular manner.

Article III - Chapters

Section 1. Five or more members of the Society may associate themselves together for the purpose of forming a chapter of the Society and make application for admission as such. The application shall state the chapter name and location and the names and addresses of members and officers and shall include the by-laws of the proposed chapter. If the application is approved by the Executive Board, the chapter shall be assigned a group membership number and shall be entitled to all benefits of Society membership except the right to vote and to hold office.

Section 2. Chapters shall pay the same annual dues as Active Members.

Section 3. A chapter may admit to membership persons who are not members of the Society, but the number of members of the United Postal Stationery Society in any chapter shall not be less than five for any two consecutive years, and the by-laws, rules and regulations of the chapter shall at all times be subject to approval by the Executive Board.

Section 4. No person who has been expelled from the Society shall be accepted or retained as a member of a chapter.

Section 5. Chapter Representatives. Each chapter shall designate one of its UPSS members as the representative of the chapter in its dealing with the Society. This representative shall report all activities of the Society to the chapter, shall generally supervise the recruiting from the chapter of members for UPSS, and shall ensure that all chapter reports are promptly made to the Chapter Coordinator of the UPSS, and that all other procedural requirements are accomplished.

Article IV- Officers and Directors

Section 1. The affairs of the Society shall be managed by an Executive Board consisting of the officers and directors.

Section 2. The officers of the Society shall be President, 1st Vice President, 2nd Vice President, Secretary and Treasurer. The offices of Secretary and Treasurer may be combined by a vote of the Executive Board.

Section 3. The Board of Directors shall consist of nine (9) members. Eight (8) director positions shall be elected. The ninth position shall be the Society's most recent past president, who is an Active Member and who concludes a term of office, as an ex-officio director with full voting rights.

Section 4. All officers shall be elected for a two year term. The directors shall be elected for four (4) year terms, with a proportionate number of directors being elected every other year.

Section 5. In the event of a vacancy occurring in the office of the President, the 1st Vice- President shall succeed as President for the balance of the term of office. All other vacancies shall be filled by the Executive Board for the unexpired term.

Section 6. The President may appoint, with the Executive Board's approval, ex-officio Executive Board members from the administrative staff, however, these members shall have no voting privileges.

Section 7. The President shall function as chairman of the board in conducting board meetings and shall have the right to appoint all committees and their committee chairmen deemed desirable, with full right of removal or substitution, and must appoint a committee on the recommendation of any three (3) members of the Executive Board. The President shall be a member, ex-officio, of all committees, excluding the Nominating Committee. All committees and appointments cease to exist upon the completion of the President's term of office.

Section 8. The Executive Board is vested with full power to determine the privileges and responsibilities of all elected officers, ex-officio officers, directors, committee chairmen and committees, and shall specifically outline, by way of resolution, the duties of the above elected officers, ex-officio officers, directors, committee chairmen and committee. The outlines of these duties shall be reevaluated by the Executive Board at the first meeting following the election or re-election of the President.

Section 9. Summaries of the annual reports of officers may be published in the Society journal, as directed by the Board. The Treasurer shall cause to have published in a Society journal financial statements or reports for the membership.

Section 10. A quorum for the Executive Board shall be set at seven members. No official business requiring Executive Board approval shall be effective unless:

- (a) a minimum of seven members are at a meeting in person or participate in a teleconference, and
- (b) a minimum of seven members cast their votes in person, by voice vote in teleconference, by mail, by electronic transmission (e-mail or FAX), or by proxy written and signed.

Section 11. The board shall meet at least twice each year, one of which shall be in person at the Society's annual meeting. Additional meetings, in any permitted form noted in Section 10, may be held upon advance notice to all board members.

Article V - Funds

Section 1. The Executive Board is authorized to establish and maintain such "funds" or "accounts" as may be required from time to time.

Section 2. The General Fund shall comprise all income from; annual dues, advertising revenue and any profit from any venture approved by the Executive Board.

Section 3. The Publication Fund shall be used to fund, encourage and publish philatelic research and literature in the field of postal stationery and related fields. This fund shall consist of: (a) All profits from the sale of handbooks or other literary material, excluding periodic society publications; (b) any monies from specific activities approved by the Executive Board; and (c) any amount appropriated for the above purpose. These monies shall be set up and reported as a special account. The administration and expenditure of such monies shall be prescribed by the Executive Board.

Section 4. The Life Member Reserve Fund shall include all Life Member dues. The fund shall be established with monies from the Lewandowski Endowment Fund equal to the number of life members multiplied by the current Life Member dues on December 31, 2010. Life memberships received after Dec 31, 2010 shall be added to the fund as well as earnings of the fund. An amount shall be transferred to the General Fund annually equal to dues foregone from Life Members. The board of directors may elect to fund shortfalls in the Reserve Fund from the Lewandowski Endowment Fund.

Section 5. The Lewandowski Endowment Fund is established with monies received from the estate of Artur Lewandowski. Monies are to be prudently invested with the interest or dividends accruing. Grants from this fund will be used to encourage the publication of original books and articles on postal stationery or related fields, by the awarding of cash grants for deserving projects. The number and amount may vary from year to year. An independent committee appointed by the Executive Board will select the recipients, with at least one Executive Board member serving on this committee. The Executive Board will determine the amounts awarded. Monies from this fund may also: (a) be used to purchase equipment, such as computers, as needed for the operation of the Society; (b) be loaned to the Publication Fund, if needed, for publication costs. The loan will be repaid from book sales; (c) be transferred to the Life Member Reserve as required by Section 4; (d) be used to support society publications.

Section 6. The Executive Board may establish petty cash accounts as necessary, which fund may be replenished from time to time as required on submission to the Treasurer of vouchers covering accrued expenses. The person responsible for said account shall make annual reports of all such expenditures to the Treasurer and to the Executive Board, unless more often directed by either.

Section 7. There shall be an audit covering the past two year period every even numbered year, by a committee appointed by the Executive Board.

Section 8. No monies can be used for the entertainment of members, officers or directors; however, reimbursement of expenses incurred while conducting official business is permitted.

Article VI - Meetings

Section 1. The annual meeting of the Society in convention form shall be held each year at a time and place as determined by the Executive Board. The UPSS "Champion of Champions" contest shall be held at said convention. A semi-annual meeting may be held at a time and place as determined by the Executive Board.

Section 2. Notice of meetings shall be published in the Society journal at least sixty (60) days prior to each meeting.

Article VII - Society Journal

Section 1. The Executive Board is authorized to cause to be published a society journal to be known as *Postal Stationery*, which shall be an official publication of the Society.

Section 2. All official notices published in *Postal Stationery*, whether printed and sent in the mail or delivered electronically to those members who choose that delivery method, shall be deemed proper notice to all members.

Article VIII - Elections

Section 1. On or before the first day of July of each even numbered calendar year, the President shall appoint a Nominating Committee of three (3) voting members, none of whom shall be holding an office or Directorship when appointed. The committee shall, on or before August 1st, present to the Secretary a slate of one or more nominees (together with their written or email acceptances for nomination) for each of the scheduled vacancies.

Section 2. Independent nominations may be made over the written signatures of at least twenty-five (25) voting members and submitted to the Secretary on or before August 1st. They must be shown on the ballot without distinction as to source of nomination. A notice of this opportunity shall be published by the Secretary in the Society journal for the month of April, May or June.

Section 3. The election shall be held at the date set by the Executive Committee, but no later than October 20th. Notice of the election shall be made in the Society journal at least 30 days prior to the election. Officers and Directors shall be elected by ballot under the direction of the Secretary. The ballot shall contain spaces for writing in of other names by the voting membership. The ballot may be printed and/or be electronic in form. A plurality of votes cast shall be deemed sufficient for election. The ballots shall be distributed in the Society journal, by access to the Society website, or by a separate mailing at least thirty (30) days before the election. The election results shall be published in the Society journal.

Section 4. A President who has been elected as such and who will have completed one two-year term of office shall be eligible for re-election for a second two-year term. Upon completion of the second term, that person shall not be eligible for reelection to the Presidency for the immediately succeeding term.

Section 5. Officers and Directors shall take office January 1st in the year following their election.

Article IX - Fiscal Year

Section 1. The fiscal year of the Society shall be January 1st to December 31st.

Section 2. A budget for the next fiscal year shall be submitted to the Executive Board by all cost centers by November 1st each year.

Article X - Amendments

Section 1. Proposals for amendments to these by-laws may be made by either (a) a two-thirds vote of the Executive Board with a quorum voting, or (b) upon a petition signed by twenty-five (25) members of the Society.

Section 2. Amendments shall be approved or disapproved by a majority of members voting by ballot. Notice of proposed amendments shall be published in the Society journal at least (30) days prior to the election date.

Section 3. The results of said ballot will be published in the Society journal in a conspicuous manner which will effectively notify all members of the society.

Section 4. The bylaws of this Society shall be available on the Society's website and sent to any member who requests a copy from the Secretary.