

BY-LAWS
OF
BLUE RIDGE NUMISMATIC ASSOCIATION, INC.

ADOPTED 1961

AMMENDED November 11, 2022

ORGANIZATION – The Blue Ridge Numismatic Association, Inc. founded in 1960 incorporated in the State of South Carolina, shall by its own Action be known as a premier Regional Organization. It invites all worthy people of good character, who have a sincere interest in the subject of Numismatics, whether they collect coins, paper moneys or medals, or those generally interested in the subject.

OBJECTIVES – Its objectives are to encourage and promote the science of Numismatics by the acquirement and study of coins, paper money, and medals; to cultivate fraternal relations among collectors, dealers and kindred organizations in the United States and throughout the World, and to acquire and share numismatic knowledge within the community of Numismatics.

CONVENTIONS – A convention of the Blue Ridge Numismatic Association, Inc. is to be held annually and is sources of intellectual profit and physic (intangibles) income to all who attend. Every current member is entitled to a voice in these gatherings. The Blue Ridge Numismatic Association, Inc. shall by its own Action be known for an active bourse, lectures on numismatics and fellowship.

MEMBERSHIP - shall be decided by the elected members of the Board of Governors on an semi-annual basis as to categories of membership and fees/cost of each.

The Blue Ridge Numismatic Association, Inc. puts forth the objectives and purposes set forth in the Charter granted to it by the state of South Carolina do hereby adopt the following By- Laws and regulations.

ARTICLE I

MEMBERS – Eligibility and Privileges

Section 1 - Shall be decided by the elected members of the Board of Governors on an annual basis as to categories of membership and fees/cost of each.

Section 2 – Any member in good standing shall have the right to run in the election to the Board of Governors that is over the age of 18.

Section 3 –Annual dues shall be payable to the Secretary in advance on August 1st of each year. Any member who fails to pay his dues by October 1st shall stand suspended and not be afforded the benefits of the Association.

ARTICLE II

MEMBER – Resignation, Suspension and Expulsion

Section 1 – No member shall be permitted to resign from the Association while he is indebted to it in any manner or while charges are pending against the member.

Section 2 – Any member who fails to pay his dues as required, shall stand suspended and be deprived of all the Association benefits and privileges.

(a) The names of those individuals suspended for non-payment of dues may be published in the Organization's communications by the Secretary.

Section 3 – Whenever written charges are brought against any member of conduct prejudicial to the welfare of the Association, such charges shall be signed by the person making them. The identity of the person making such charges shall not be made known, except to the Board of Governors. Such charges with particulars thereof shall be filed with the President, who shall thereupon furnish the accused member with a written copy thereof. The accused member shall be afforded a reasonable opportunity to enter a written defense to such charges. The matter shall then be referred to the Board of Governors which shall determine the case under such rules and regulations as it may adopt. The Board may dismiss charges, or it may censure, suspend or expel the accused member. Until the final decision of the Board the accused member shall continue in good standing.

ARTICLE III ELECTED OFFICERS – Duties

Section 1 – A Board of Governors consisting of **seven** elected members, the President, the Vice President, the Secretary/Historian, the Treasurer, the Communication Director, the Convention Coordinator/Bourse Chair and one At-large board member shall be the general administrative body of the Association and shall be subject to such definite orders and instructions as shall be given by meetings of the Association. The office term for all board members shall be **three** years. No board member shall serve longer than a total of **nine** years on the board. The Board may be convened in session by the President or by the majority of the Board for the transaction of business or for special matters as may be specified in the call for the meeting. The Board shall meet at least **three** times per year, and a complete and accurate, permanent record of all its proceedings be made by a Secretary. Five elected board members in attendance will constitute a quorum. Meetings may be held in person or by telephonic conference calls. Motions may also be made and voted on via email.

Section 2 – The President: During such times as the Board is not in session, the President shall have general supervision over all the affairs of the Association. The Duties of the President shall include, but not limited to the following;

- a. To preside at all meetings of the Board.
- b. To call meetings of the Board.
- c. To decide if a board member's motion should be considered.
- d. To appoint all officers of the association with board approval.
- e. To appoint members to the Board should a vacancy arise with a majority of the board approval.

- f. To hire any paid staff and the amount to be paid with board approval.
- g. To appoint all committees and members of the committees.
- h. To authorize all non-routine payments according.
- i. To coordinate with the Treasurer all payments and checks over \$5,000.

Section 3 – The Vice President: The duties of the Vice President shall be the following;

- a. Upon request, to assist the President in the discharge of his or her duties.
- b. To act in the place of the President in case of his or her absence or disability.
- c. To succeed to the position of the President in case of his or her death, incapacitation or resignation.
- d. The Vice President may serve concurrently in other appointed positions in a temporary capacity.

Section 4 – The Secretary: The duties of the Secretary shall be the following;

- a. Take and maintain minutes of all Board meetings. Should the Secretary be unavailable for a Board meeting, the President may delegate the responsibility for taking of the minutes.
- b. To circulate the minutes of Board meetings within a reasonable time of the meetings. Board members have Seven days from dissemination to make suggestions for amendment to the minutes.
- c. To maintain a copy of the minutes and any historically significant events or activities.
- d. To maintain a copy of all legal documents.
- e. The Secretary may serve concurrently in the other positions.

Section 5 – The Treasurer: The duties of the Treasurer shall be the following;

- a. To review all vouchers, invoices and payments made for the association.
- b. To advise the board on all matters pertaining to financial accounting of the association.
- c. To make recommendations for an outside audit 180 days prior to the installation of the new board of Governors.
- d. To approve or co-sign all checks issued by the association over \$5,000.

Section 6 – The Communication Director: The duties of the Communication Director shall be the following;

- a. To develop, maintain, redesign all content and design of the association's Web page.
- b. To develop and promote all social media programs and content.
- c. To be responsible for all mailings, notices, programs, and elections.
- d. The Communication Director may serve concurrently in the other positions.
- e. To maintain an updated database of members and the attendees of prior conventions.

Section 7 – The Convention Coordinator /Bourse Chair: The duties of the Convention Coordinator /Bourse Chair shall be the following:

- a. To make a recommendation to the Board for the dates, times, and locations of the annual convention.
- b. To negotiate with the approval of the President all contracts and staff as to the annual convention and to disburse funds under \$5,000 by check or credit card.
- c. To arrange for all registration materials and personnel.
- d. To arrange for all security personnel for the annual convention.

- e. To coordinate all setup and breakdown of the bourse.

ARTICLE V OFFICERS ELECTION

Section 1 – The President shall prepare for an election not later than March 1st or 180 days before the end of the term of the elected board and will issue a call for nominations for all elected positions to the Board of Governors. Such nominations may be made by any member in good standing.

Section 2 – All nominations shall be in writing and shall be sent to the Secretary, who shall immediately write to the respective nominees, notifying each of them of such nominations and requesting his acceptance in writing.

Section 3 – Upon receipt of such nominations, the Secretary shall cause them to be published on the Blue Ridge Web-site and any other communications to the membership. Nominations shall close 60 days prior to the opening date of the annual Convention. The official ballot shall contain only those nominations that have been accepted in writing. The Secretary shall obtain and publish in all communications which names are accepted nominations for office. A brief biography of each nominee, not exceeding 100 words, shall be included of the nominees' record of his services to the Association or to numismatics.

Section 4 – Immediately thereafter, the Secretary shall cause all accepted nominations to be printed on an official ballot and mail a copy thereof to each member entitled to receive them together with an envelope marked official ballot and a return-addressed envelope.

Section 5 – The envelopes containing the executed ballots shall be retained by the Secretary unopened and shall be delivered to the chairman of the Election Committee, who has been appointed by the President, on the first day of the Annual Convention.

Section 6 – In case there are no nominations for any office, nominations may be made therefore until noon of the second business day of the Convention, provided the written acceptance of the nominee is filed with the Secretary immediately thereafter.

Section 7 – The polls shall close at noon of the second business day of the Convention. The canvass of the ballots shall be conducted by an Election Committee. Except for a contingency arising pursuant to the Section 6 of this article, only official ballots may be counted.

Section 8 – All of the newly elected officers will assume their duties at the last session of the Annual Convention at which an election is held and will hold office until their successors have been duly elected and installed by the immediate past president.

Section 9 – Each officer, at the expiration of his term of office, shall deliver to his successor all books, papers, money or other property of the Association in his possession. He/she shall not be relieved of his bond or obligation until this requirement has been complied with.

ARTICLE VI APPOINTED OFFICERS – Duties

Section 1 – The President has the authority to appoint any elected officer or board member that may become vacant during his/her term.

Section 2 – The President may appoint special non-voting officers, with approval of the board, that will enhance the functioning of the association.

Section 3 – Division into club or geographical districts may be made by the Board of Governors. For each of these districts or clubs the President may appoint a club or district representative whose duties within his respective geographic area or club shall be:

ARTICLE VII CONVENTIONS

Section 1 – The Association shall meet in Convention once every year, at such time and place as may be decided upon by the Board of Governors. Other official meetings of the Association may be called by the President at sponsored coin shows with the approval of the Board.

Section 2 – All meeting shall be conducted according to Roberts Rules of Order as best as possible.

Section 3 – A quorum for the transaction of business at such convention shall consist of five elected members present in person.

(a) An Election Committee of not less than three members appointed by the President, whose duty shall be to canvass the official ballots cast and report the results thereof at the opening of the last business meeting of the Convention.

(b) An Auditing Committee of not less than three members, one of which is the Treasurer, whose duty shall be to audit such reports and accounts as may be referred to it and report thereon as soon as convenient. The Board of Governors may retain a certified public accountant or firm of public accountants to aid the auditing committee in its work.

ARTICLE VIII SPECIAL PROVISIONS

Section 1 – No officer, committee or member shall incur any expense in the name of the Association except with the authorization or approval of the Board of Governors.

Section 2 – Reproductions of the Association's seal shall be used for no other than official stationery and official publications except with the authorization or approval of the Board of Governors.

Section 3 – The fiscal year of the Association shall be from January 1st to December 31st.

Section 4 – These By-Laws may be appended or altered at a called meeting of the Board of Governors and by a vote of **six** members.

Section 5 – The IRS tax status shall be a 501-C3 and will be filed each year according to Federal tax requirements and published on the Associations website.

ARTICLE IX DISSOLUTION

Section 1 – In the event that it should be necessary or desired to dissolve the organization known as the Blue Ridge Numismatic Association; the assets of the organization shall be liquidated; all financial obligations and debts discharged to the satisfaction of the creditors; and all remaining monies shall be disbursed as prescribed below.

- (a) The method of liquidation of assets shall be the most advantageous to the organization as deemed by the Board of Governors.
- (b) Disbursement of remaining funds shall be:
 - (1). Fifty percent shall be given to the Numismatic Department of the Smithsonian for the preservation and display of our country's numismatic heritage.
 - (2). Fifty percent shall be divided equally among and member clubs in good standing with the Blue Ridge Numismatic Association.

Adopted on and effective from November 11, 2022, by a majority board vote.