

CONSTITUTION

Article I – NAME

This organization shall be known as the Springfield Stamp Club

Article II – PURPOSE AND OBJECTIVES

The purpose and objectives of the Springfield Stamp Club shall be as follows:

To encourage the enjoyment of philatelic matters

To provide the membership with an appropriate forum within which to pursue the acquisition of philatelic knowledge.

To cultivate friendships and promote camaraderie amongst philatelists.

To encourage the pursuit of philately among youth through programs and educational endeavors.

To provide the membership with a forum to exchange and distribute philatelic material and information.

To abide by a policy of annual sponsorship of a philatelic exhibition, heretofore referred to in this document and in the accompanying By-laws as SPRINGPEX.

To assist in the suppression and ultimate elimination of undesirable practices in the field of philately.

Furthermore, this organization has been organized exclusively for charitable and educational purposes. For such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (or corresponding provision of any future United States of America Internal Revenue Law).

Article III - MEMBERSHIP

Section 1.

Membership in the Springfield Stamp Club shall be open to any person declaring an interest in philately.

Section 2.

The membership of the Springfield Stamp Club shall be comprised of four categories. These membership categories shall be known as Life Membership, Regular Membership, Associate Membership and Youth Membership. No distinction nor discrimination shall be associated with any individual's membership category unless specifically presented in this Constitution or in the By-Laws of the Springfield Stamp Club.

Section 3.

The direction and control of the Springfield Stamp Club shall be vested in those of the Life and Regular Membership categories, and from these two membership

categories, exclusively, shall all Officers be elected. In this regard, and all other actions brought before the membership, Associate Members and Youth Members shall not enjoy voting privileges.

Section 4.

Any member who applied for membership and/or became a member of the Springfield Stamp Club prior to January 1, 1969 shall be accorded the honorary distinction of being known as a Charter Member of the Springfield Stamp Club.

Section 5.

The specific procedures for application for membership in the Springfield Stamp Club shall be included amongst the By-Laws of the Springfield Stamp Club.

Article IV – OFFICERS

Section 1.

The elected officers of the Springfield Stamp Club shall be President, Vice President, Secretary and Treasurer. These Officers, plus the Immediate Past President shall constitute the Governing Board of the Springfield Stamp Club.

The duties and responsibilities of the individual Officers shall be outlined in the By-Laws of the Springfield Stamp Club.

The Governing Board shall have full authority to act on behalf of the Springfield Stamp Club upon all matters which may, from time to time, require immediate attention thus precluding the advice and consent of the assembled Membership during a regularly scheduled meeting. However, those actions taken shall be reported to the Membership at the next regularly scheduled meeting of the Membership, and recorded in the minutes of that meeting.

Section 2.

The President shall preside at all meetings. In the absence of the President, the duties presiding over any regularly scheduled meeting shall be fulfilled by the first officer present in the order listed in Article IV, Section 1.

Article V – DUES

Section 1.

The revenues of the Springfield Stamp Club shall be derived from the Annual Membership Dues, Contributions and Fees received of the members and from Exhibitions sponsored by the Springfield Stamp Club.

Section 2.

The schedule of Annual Membership Dues shall be, from time to time, recommended by the Governing Board and voted upon by the Membership during a regularly scheduled meeting.

Section 3.

Annual Membership Dues shall be prorated on a semi-annual basis and renewable at the beginning of each calendar year. Failure to remit Annual Membership Dues within an allotted three-month grace period shall result in the cancellation of membership in the Springfield Stamp Club. Once cancelled, membership status may be regained through compliance with the membership procedures as outlined in the By-Laws of the Springfield Stamp Club.

Article VI - DISSOLUTION

Section 1.

No part of the net earnings of this organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Springfield Stamp Club shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of this organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States of America Internal Revenue Law) or (b) by a corporation/organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States of America Internal Revenue Law).

Section 2.

Upon the dissolution of this organization, the Governing Board shall, after paying or making provision for the payment of all of the liabilities of the organization, dispose of all of the assets of the organization exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable and educational purposes as at the time shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States of America Internal Revenue Law), as the Governing Board shall determine. Any such assets not so disposed of shall be disposed of by the order of the Circuit Court of the county in which the principal offices of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article VII – AMENDMENTS

Section 1.

This Constitution, and the accompanying By-Laws of the Springfield Stamp Club may be altered or amended provided that such alteration or amendment be presented in

writing to the Membership and Governing Board, and be read at a regularly scheduled meeting of the Springfield Stamp Club. The proposed alteration or amendment shall be voted upon by the Membership at the next regularly scheduled meeting of the Membership.

Section 2.

All alterations and/or amendments to the Constitution and By-Laws of the Springfield Stamp Club must be voted upon during a regularly scheduled meeting, at which a quorum has been established.

Section 3.

Alterations and/or amendments to the Constitution must be ratified by no less than a vote of three-fourths of the Regular and Life Members present. Alterations and/or amendments to the By-Laws must be ratified by no less than a vote of two-thirds of the Regular and Life Members present.

Section 4.

All alterations and/or amendments to the Constitution and/or By-Laws of the Springfield Stamp Club, having been appropriately received and ratified through the procedures noted in Article VII, Sections 1-3, shall become a part of these governing documents and take effect upon the announcement of the official ballot results. The Secretary shall record all proceedings involving proposals affecting either the Constitution or By-Laws of the Springfield Stamp Club.

This was approved and adopted by the members of the Springfield Stamp Club, a quorum being in attendance, this thirteenth day of February, 1991.