

**CONSTITUTION
AND
BY-LAWS**



**Scouts on Stamps
Society International**

[As Amended to January 1, 1995]

CONSTITUTION AND BY-LAWS

Scouts On Stamps Society International

Amended - January 1, 1995

Article 1 — Name and Purpose

Section 1 The name of the organization is the “Scouts on Stamps Society International, Inc.” hereafter referred to as SOSSI.

Section 2 The SOSSI shall have as its purpose:

- (a) to encourage friendly exchange of knowledge and information and to create international good will through Scout Philately.
- (b) to further better understanding among the peoples of the world through a common interest in Scouting and Scout philately.
- (c) to support efforts in behalf of stamp collecting merit badges and proficiency badges through the recognized Scouting organizations.
- (d) the corporation is organized and will operate exclusively for philatelic and scientific educational purposes and non-profitable purposes and is specifically limited to those purposes permitted by Section 501 (c) (4) of the Internal Revenue Code.
- (e) to solicit and accept contributions and donations and to collect such dues and publications revenues as may be necessary or desirable for the furtherance of the purposes of the corporation.
- (f) to construct, hire, purchase, own, lease, operate, manage, maintain, acquire by gift or devise and to sell and dispose of all real and personal property necessary, incidental or convenient to the conduct, business and purposes of the corporation.
- (g) to borrow money for corporate purposes and to make, accept, endorse, execute and issue promissory notes, bill of exchange, bonds, debentures or other obligations from time to time for the purchase of property for any purpose in carrying out the aims and purposes of the corporation and to secure payment of any such agreement, conditional sales contract, pledge, assignment or deed of trust.
- (h) there shall be three classes of membership, Life, Junior and Regular. That membership shall be open to the general public.

Section 3 It is the intention of SOSSI to conduct its business in a nonprofit manner such that all proceeds from donations, dues, advertisements, sales of publications and philatelic items, etc. may be dedicated to fulfilling its purpose.

Section 4 It is SOSSI's commitment to administer its activities in accordance with the highest standards of ethical conduct.

Article II — Membership

Section 1 Regular membership is open to any adult 18 years of age or over when sponsored by one member.

Section 2 Junior membership is open to anyone under 18 years of age when sponsored by one member and having the endorsement of a parent or guardian.

Section 3 Life membership is open to any individual, qualified for regular and junior membership, who prefers to make a one time payment of dues as set by the Board of Directors.

Section 4 Application for membership shall be made in writing to the Corresponding Secretary and shall be accompanied by dues.

Section 5 Any member failing to submit dues within 60 days of the due date shall be dropped from membership automatically by the Executive Secretary, who shall give notice to the President and Corresponding Secretary.

Section 6 There are no anonymous, unpublished or otherwise hidden memberships. Dues may be billed or mailings addressed to a company, but membership applications must be submitted on behalf of individuals.

Section 7 Any membership, or elective or appointive officer or other SOSSI position, may be revoked for conduct deemed detrimental to SOSSI if revocation is voted by a two-thirds vote of the officers. Such conduct may have occurred before or after the individual was granted member, officer or position status. In case of the proposed revocation of an officer's position or membership, said officer will not have a vote on such matter.

Article III — Officers

Section 1 The elective officers of SOSSI shall be: President, 4 Vice Presidents, Treasurer and 15 Directors.

Section 2 The immediate Past President shall be an officer of SOSSI, unless removed from the Presidency by the Board of Directors and shall function at the request of the President.

Section 3 The appointed officers of SOSSI shall be: an Executive Secretary and a Corresponding Secretary. The appointed officers shall be appointed by the President, subject to approval by a majority of the Board of Directors.

Article IV — Duties of Officers

Section 1 President

- (1) Take general charge of SOSSI business and activities, subject to the provisions of these Bylaws and all officially communicated policies of the Board of Directors.
- (2) Preside at all officially called meetings.
- (3) Approve all disbursements for payment by the Treasurer.
- (4) Select the two appointive officers: the Executive Secretary and the Corresponding Secretary, subject to approval by a majority of the Board of Directors.
- (5) Appoint the Journal Editor, subject to approval by a majority of the Board of Directors.
- (6) Appoint the Advertising Manager and the Assistant Editor(s) as recommended by the Journal Editor, subject to approval by a majority of the Board of Directors.
- (7) Appoint the Sales Service Manager, subject to approval by a majority of the Board of Directors.
- (8) Appoint the chairpersons of all committees.
- (9) Be ex-officio member of the Board of Directors and all committees, except the nominating committee, with a vote only in the case of a tie.
- (10) Be bonded in an amount set by the Board of Directors.

Section 2 Vice Presidents

- (1) Assist the President upon request.
- (2) Serve as chairperson of any committee upon request of the President.
- (3) One Vice President, delegated by the Board of Directors, shall approve disbursements to be made by the Treasurer in the event the President is unable or unavailable to perform his duty.

- (4) One Vice President, delegated by the Board of Directors, shall act as President in the event that the President is unable or unavailable to serve, until the President is able to resume the Presidential duties, or until a new President is elected.
- (5) One Vice President, delegated by the President, shall be responsible for coordinating the efforts of the International Representatives.

Section 3 Treasurer

- (1) Receive and disburse all SOSSI funds. All disbursements shall be made only upon written approval by the President, who shall be an Authorized signer of SOSSI's accounts in the event that the Treasurer is unable or unavailable to perform his duty.
- (2) Make quarterly reports of the financial status to the President and the Board of Directors.
- (3) Send to the President a financial report for the calendar year by the following March 1st. This report will be published in the Journal. Note: The fiscal year of the Corporation shall be the calendar year.
- (4) Make available for audit SOSSI records of receipts and expenditures and bank statements at least once each year at a time and place designated by the President.
- (5) Notify the Journal Editor of the names of donors to the Society so that proper gratitude can be published.
- (6) Be bonded in an amount set by the Board of Directors.

Section 4 Corresponding Secretary

- (1) Keep all records of SOSSI.
- (2) Promote new memberships and answer correspondence regarding the same.
- (3) Notify the President and Executive Secretary of all additions, deletions and changes of address on the membership roll as shall come to the attention of the Corresponding Secretary.
- (4) Forward all dues received, new or renewals, identified as to member paying same, to the Treasurer. Notify Executive Secretary of any renewal dues received.
- (5) Be bonded in an amount set by the Board of Directors.

Section 5 Executive Secretary

- (1) Prepare and mail all notices for membership renewal and payment of dues.
- (2) Forward all dues received, identify as to member paying same, to the Treasurer.
- (3) Maintain an accurate roster of SOSSI membership. Notify the Corresponding Secretary, and President of all additions, deletions and changes of address on the membership roll as shall come to the attention of the Executive Secretary.
- (4) Assure that the mailer for the Journal has current name, address and status information.
- (5) Be bonded in an amount set by the Board of Directors.

Section 6 Directors

- (1) Serve as the members of the Board of Directors.
- (2) Develop policies for guidance of SOSSI and its officers.
- (3) Appoint, by majority vote, any qualified SOSSI member to fill the unexpired term of any elected officer or to fill a newly created position.
- (4) Approve, by majority vote, the appointment by the President of one of the directors as the Chairperson of the Board of Directors for a one year term.
- (5) Serve on any committee upon request of the President.
- (6) Establish the amount of bond for the appropriate elective and appointive office or positions.

Article V — Committees

Section 1 Committees may be established or abolished by the President for such purposes as membership, chapter affairs, research, publicity, records, promotion, audit, conventions, cachet, and such other committees as the President may designate and ad hoc committees as required.

Section 2 The nominating committee is an organization as established in Article VI.

- Section 3 The chairperson of the records committee will be known as the SOSSI Historian. The Historian will coordinate with SOSSI officers and members to maintain a collection of all SOSSI documents, photographs, memorabilia, etc.
- Section 4 All committee chairpersons shall be responsible to the President or to a Vice President if so designated by the President and shall make written reports to the responsible officer of committee actions.
- Section 5 Committee chairpersons, shall appoint as many committee members as they deem necessary to accomplish the purposes for which they were appointed.
- Section 6 All committee chairpersons and members, except the nominating committee chairperson, serve at the pleasure of the President.

Article VI — Election of Officers

- Section 1 The nominating committee shall consist of three members who are not candidates for office: a director, one non-director officer and one non-officer member. The President selects the nominating committee on an annual basis. The director shall be chairperson of this committee.
- Section 2 Nominations may be made by petition with the consent of the nominee, by a SOSSI Chapter or any five members (not including the nominee) by submission in writing to the Chairperson of the Nominating Committee. Only one person can be nominated for each available office by a Chapter or a five member group. To be considered in a given calendar year, the requested nomination must be submitted prior to June, 30.
- Section 3 The nominating committee may add, if desired, one nominee for each office in which the term is expiring to the petitions received per section 2. First consideration shall be given to qualifications, secondary to geographic coverage.
- Section 4 The names of the nominees shall be forwarded to the Editor for inclusion in the September issue of the Journal.
- Section 5 An official ballot shall be included with the September issue of the Journal wherein will be listed the candidates selected by the nominating committee with a second additional line available for write in votes by the members.
- Section 6 A simple majority vote of all members voting, cast for each office, shall be required for election. Voting shall be closed as of November 1, of the year, unless an extension is authorized by the Chairperson of the Board.

- Section 7 Election of officers shall be announced each year in the December issue of the Journal, or in the earliest issue possible, if an extension is involved.
- Section 8 Newly elected officers shall assume office on January 1, immediately following election, or immediately upon notification, if such notification is later than January 1.
- Section 9 The term of office shall be as follows:
(a) President: 2 Years
(b) Vice Presidents: 2 Years with 2 being elected each year
(c) Directors: 3 years with 5 being elected each year
(d) Treasurer: 2 Years
- Section 10 No officer shall stand for reelection to any office to which he has been already elected for 3 full successive terms unless, at least, one year intervenes between such elections.

Article VII — SOSSI Journal

- Section 1 The President shall appoint the editor of the SOSSI Journal which shall be the official periodic publication of SOSSI. The SOSSI Journal shall be devoted to Scout philatelic news and research, SOSSI affairs, SOSSI chapter activities, and other philatelic articles.
- Section 2 The Journal shall be sent to all members.
- Section 3 The Journal Editor is a non-officer position. The Editor serves at the pleasure of the President.
- Section 4 The Editor shall determine the appropriateness and acceptability of all advertisements, news items, and research articles submitted. When in doubt, the Editor will seek guidance and approval of the President, the President being subject only to the Bylaws and policies approved in writing by the Board of Directors. The Board of Directors shall establish policies regarding the type of articles acceptable for publication in the Journal.
- Section 5 The Editor or the Advertising Manager may sell advertising space in the Journal at rates approved by the Board of Directors and shall forward funds received to the Treasurer.
- Section 6 The Editor may recommend Assistant Editor(s) to be appointed by the President, as may be required to produce a quality publication.
- Section 7 The Journal Editor and Advertising Manager shall be bonded in an amount established by the Board of Directors.

Article VIII — SOSSI Sales Service

- Section 1 In order to raise funds to supplement dues for the production of the Journal or other philatelic publications (e.g. Scouts on Stamps of the World) a Sales Service function is authorized. It is intended that Scout Philatelic material including special SOSSI publications and SOSSI promotional items be acquired for sale by mail, at SOSSI meetings, philatelic events, camporees and other Scout activities.
- Section 2 The Sales Service will be administered by the Sales Service Manager, a non-officer position. The Manager serves at the pleasure of the President.
- Section 3 The budget for the purchase of inventory shall be determined by the Board of Directors. Guidelines regarding the type, quantity, methods of purchase, purchase costs, methods of sale or price of items for resale by the Sales Service shall be established by the Board of Directors.
- Section 4 A quarterly financial account and inventory statement will be sent to the Treasurer and the Board of Directors.
- Section 5 A page in the Journal will be made available at no cost to the Sales Service Manager for the promotion and sale of SOSSI materials.
- Section 6 With the approval of the Board of Directors, the SOSSI logo may be authorized for use on patches, decals, seals, jewelry, clothing, etc. by the Sales Service Manager or on request by individual chapters.
- Section 7 The Sales Service Manager shall be bonded in an amount established by the Board of Directors.

Article IX — Chapters

- Section 1 Chapters in SOSSI may be formed with five members or more.
- Section 2 The purpose of local Chapters shall conform to the purpose of the international parent organization as stated in Article 1, Section 2 of these Bylaws.
- Section 3 The officers of the Chapter shall be: President, Vice President, Secretary and Treasurer.
- Section 4 The Chapter Secretary shall forward the name of the Chapter and its officers to the Chapter Affairs Chairperson.
- Section 5 Each Chapter shall have a number assigned by the Chapter Affairs Chairperson.

- Section 6 Chapter meetings shall be held at least once each year.
- Section 7 Chapter Secretaries shall forward, annually, by February 1, a report of chapter activities and a financial report to the Chapter Affairs Chairperson. The chapter will be considered inactive if the annual report is not submitted.
- Section 8 The Board of Directors, by majority vote, may dissolve or suspend any chapter failing to comply with the terms of this article or for activity detrimental to SOSSI.

Article X — Conventions and Business Meetings

- Section 1 A Convention shall be held each calendar year unless waived by a majority vote of the Board of Directors. It is intended to bring together members in the furtherance of the SOSSI purpose and conduct SOSSI business.
- Section 2 Conventions may be held during any National or World Jamboree of a Boy Scout or Girl Scout/Guide organization or during any major philatelic event with the approval of the President. Chapters are encouraged to volunteer to host the annual convention.
- Section 3 The time and place of the Convention shall be announced in the Journal at least 90 days in advance.
- Section 4 Business meetings may be called by the President or the Board of Directors with 30 days notification of all officers.
- Section 5 No quorum (majority) of officers is required at any Convention or Business Meeting. However, the implementation of any decisions must conform to the voting requirements in these Bylaws. Absent officers may be polled after the meetings.

Article XI — Dues

- Section 1 The amount of dues for regular, junior and life memberships shall be established by the Board of Directors and based on balancing budgetary considerations with the desire to maximize SOSSI membership.
- Section 2 The schedule for payment of periodic dues by regular and junior members shall be established by the Board of Directors and published in the Journal. Dues not paid within 60 days after the month due will cause the member to be dropped from the rolls.
- Section 3 Dues for reinstatement of a dropped member may be subject to a reinstatement fee plus the annual dues. Reinstatement will become effective the month following receipt of dues and reinstatement fee.

The reinstatement fee will be determined by the Board of Directors and will cover administrative costs.

Article XII — Compensation

Section 1 All Officers and Directors shall serve without compensation. Certain expenses of officers, as established by the Board of Directors, incurred in the performance of their duties (not including travel expenses) may be reimbursed.

Section 2 The Editor may be paid a sum each month the Journal is published for services rendered, by the direction of the President with the approval of the Board of Directors by majority vote. The Editor also may be reimbursed for certain expenses as authorized by the Board of Directors.

Section 3 The Sales Service Manager may be reimbursed for certain expenses incurred in the performance of this office, as authorized by the Board of Directors.

Article XIII — Honorary Directors

Section 1 The President, with majority approval of the Board of Directors, may appoint, in any one year, one Honorary Director to serve for life.

Section 2 Honorary Directors shall be appointed from the ranks of individuals who have been rendering distinguished service to SOSSI or Scouts on Stamps philately. The honorary directorship shall be considered the highest recognition SOSSI can award.

Section 3 An Honorary Director, as such, shall act as an advisor to the Society but shall have no vote as an officer. The Honorary Director shall, however, retain voting rights as a member of SOSSI.

Section 4 An Honorary Director may be removed from this position by their own request, death or upon two-thirds vote of all officers and the Board of Directors.

Section 5 Honorary Directors shall be exempted from further payment of dues.

Section 6 Honorary Directors may hold elective or appointive office.

Article XIV — International Representatives

Section 1 In order to stimulate greater interest in Scouting philately and the international aspects of SOSSI, there will be a board of International Representatives.

- Section 2 There shall be one representative from each nation represented on the SOSSI membership roll.
- Section 3 The representative shall be appointed by the President from recommendations made by SOSSI members from the country involved. Each International Representative shall serve at the pleasure of the President.
- Section 4 The International Representative shall provide advice and consultation as required to SOSSI, its officers and directors. Additional functions for International Representatives may be established with the approval of the Board of Directors.

Article XV — Affiliations

- Section 1 The Board of Directors may initiate or terminate with other philatelic organizations when it is deemed in the best interests of SOSSI, by a majority vote.

Article XVI

- Section 1 Amendments to the Bylaws may be proposed by the Board of Directors at any time or proposed by petition of 20% of the membership, addressed to the Board of Directors. All such proposed amendments, if received in a timely manner, shall be presented by the Board of Directors to the membership not later than the next annual meeting of SOSSI.
- Section 2 Proposed amendments approved by majority vote of the Board of Directors or submitted by petition shall be forwarded to the Editor for publication in the next issue of the Journal.
- Section 3 These Bylaws may then be amended by a two thirds vote of the membership voting using only official ballots furnished with the Journal, which must be issued within two months following announcement of the proposed changes in the Journal. Balloting must end 30 days after the issuance of the ballots.
- Section 4 If an amendment is approved which abolishes an elective or appointive officer position, the seated officer, although relieved of their duties, retains their officer status for the unexpired portion of their term.

Article XVII — Dissolution

- Section 1 In the event of discontinuance of the activities of SOSSI, the Board of Directors shall instruct the Treasurer to donate the entire treasury balance, after paying all debts, to a nonprofit organization selected by the Board of Directors.

NOTES