

BYLAWS OF THE  
WISCONSIN FEDERATION OF STAMP CLUBS, INC.

ADOPTED AUGUST 29, 1987  
(TWO AMENDMENTS PASSED MAY 5, 2001, ARE INCORPORATED **AND** ATTACHED)

ARTICLE I

Section 1. The name of this organization shall be the Wisconsin Federation of Stamp Clubs, Inc. hereinafter designated by the symbol WFSC.

Section 2. The WFSC shall abide by Articles of Incorporation originally filed with the State of Wisconsin on November 7, 1985, and forming a Wisconsin corporation under Chapter 181 of the Wisconsin statutes, without stock and not for profit. Subsequent amendments to Articles of Incorporation shall not be in variance with bylaws of the WFSC.

ARTICLE II  
AIMS AND PURPOSES

The aims and purposes of the WFSC shall be to:

- (a) acquire and disseminate a knowledge of philately;
- (b) encourage individuals and organizations to locate and preserve postal records and materials for future reference and research;
- (c) promote and encourage the study of history, geography, and human cultures through philatelic knowledge and research;
- (d) encourage, sponsor, and introduce the educational aspects of philately among young people;
- (e) foster and help organize other stamp clubs in and near the State of Wisconsin;
- (f) cultivate a feeling of mutual friendship and fraternity among philatelists; and
- (g) assist the members of the WFSC in acquiring and disposing of stamps by gift, purchase or in any other legitimate way.

ARTICLE III  
PRINCIPAL OFFICE AND CORPORATE BOARD OF DIRECTORS

Section 1. The principal office of the corporation shall be located in the State of Wisconsin at the address of the current Central Office and Secretary of the WFSC, or at such other location as the Executive Board shall lawfully designate or the affairs of the corporation may require from time to time.

Section 2. The Corporate Board of Directors shall consist of the President, the Vice-President, the Secretary, and the Treasurer of the WFSC.

ARTICLE IV  
NONPROFIT AND DISSOLUTION

Section 1. The WFSC shall not be operated for the primary purpose of carrying on a trade or business for profit, and no portion of the assets or net earnings of the WFSC shall be used, nor shall the WFSC ever be organized or operated for purposes that are not exclusively charitable, scientific,

literary, or educational, within the meaning of Section 501(c)(3) of the I.R.C. or corresponding section of any future federal tax code.

Section 2. No compensation or payment shall be made to any member club, officer, delegate, or individual of the WFSC except as a reasonable allowance for actual expenditures or services made or rendered to or for the WFSC in the pursuit and achievement of the Purposes as outlined in the Articles of Incorporation.

Section 3. No portion of assets or net earnings, current or accumulated, of the WFSC shall ever be distributed to or divided among, used for, accrue to, or inure to the benefit of any member club, officers, delegate or individual.

Section 4. Upon dissolution of the WFSC the officers thereof, after paying or making provision for the payment of all of the liabilities of the WFSC shall dispose of all of the assets of the WFSC exclusively for the purposes of a philatelic or other organization organized and operated exclusively for charitable educational, or scientific purposes which shall at the time qualify as an exempt organization under Section 501(c)(3) of the I.R.C. or corresponding section of any future federal tax code.

Section 5. The assets and property of member clubs, officers, delegates, or individuals of the WFSC shall not be liable for the debts of the WFSC.

ARTICLE V  
MEMBERSHIP

Section 1. Eligibility

- a. Any and all stamp clubs in and near the State of Wisconsin shall be eligible for membership.
- b. There may also be admitted to membership as Members-at-Large, persons known to be actively engaged in the hobby of philately, who do not reside within the jurisdiction of a member club, and who are not attached to any such club. Such Members-at-Large shall be entitled to all the privileges of membership, including attendance and right of discussion at WFSC meetings, but they shall not have the right to vote.

Section 2. Fees and Dues

- a. The annual dues per each adult (18 years and over) club member to be paid by each member club shall be set at the annual business meeting and paid as follows:
  - (1) The amount of dues payable shall be based on the total paid membership as of December 1 of the preceding calendar year. Those dues shall become payable to the Treasurer on January 1 for the subsequent calendar year and if not paid within 60 days shall become delinquent on March 1.

- (2) Provided, however, that the minimum dues from each club shall be 10 times the per club member rate and that the maximum dues shall be 200 times the per club member rate.
- b. Members-at-Large shall pay dues at a rate to be set at the annual business meeting, payable under the same rules as the dues of member clubs.

Section 3. Termination of Membership

- a. Termination for Cause. If any member club or member-at-large shall be charged in writing addressed to the President of the WFSC with conduct injurious to the order, peace, interest, or welfare of the WFSC, or at variance with its bylaws or rules, the Executive Board shall inform such offending party in writing, furnishing it with a copy of such charge and giving it at least 30 days notice to appear before the Executive Board to answer thereto. If, upon inquiry and hearing, the Executive Board shall be satisfied with the truth of the charge, they may temporarily suspend membership and simultaneously recommend termination. Termination may be accomplished by the affirmative vote of at least two-thirds of the delegates present at the next annual business meeting, provided that written notice of the charges is given to all member clubs 30 days prior to the annual business meeting where the case will be considered. In the event of suspension or termination for cause, the WFSC Executive Board shall have the right to grant a rehearing with reinstatement to be voted upon at the next annual business meeting.
- b. Termination for Non-payment of Dues. Upon delinquency, the WFSC Treasurer shall notify the member club of its failure to abide by the bylaws of the WFSC, with suspension of all rights and privileges of membership to take place 60 days after the date of the communication. Further non-payment of dues before the next annual business meeting will result in automatic termination of membership. A member club may be reinstated as a member in good standing upon payment of the delinquent dues and the next year's dues, which shall be calculated on the basis of the year of delinquency. Membership-at-Large shall be automatically terminated at the date of delinquency.
- c. Termination by Resignation. The resignation of a member club or member-at-large may be submitted to the WFSC Secretary, who shall refer it to the Executive Board for action. Acceptance of the resignation shall not relieve the member club or member-at-large of obligations to pay any dues, assessments or other charges theretofore accrued and unpaid.

ARTICLE VI  
CONVENTIONS

Section 1. There shall be an annual convention and exhibition at a date and place selected by a host member club(s), subject to the approval of the Executive Board. The WFSC may sponsor its own annual convention and exhibition, subject to an affirmative vote of at least two-thirds of the

delegates present at a previous annual business meeting. Plans for the exhibition must meet the requirements of the Standing Committee on Exhibitions rules.

Section 2. During the convention there shall be an annual business meeting to elect officers, receive annual reports and conduct other WFSC business.

Section 3. Each member club shall be entitled to send to the annual business meeting a delegate and alternate delegate, with proper credentials. Only delegates may vote, except that the alternate delegate will be permitted to vote in the absence of the delegate. No delegate may represent more than one club. No WFSC officers shall serve as voting delegate, except that the WFSC President may cast a tie-breaking vote.

Section 4. Additional meetings of the WFSC may be authorized at the annual business meeting or by the Executive Board, provided written notice is given to all delegates 30 days prior to the meeting called by the Executive Board.

#### ARTICLE VII EXECUTIVE BOARD

Section 1. The officers of the WFSC shall constitute the Executive Board. The Past-Presidents of the WFSC, officers-elect, specific appointees, and the chair or appointed representative of a committee shall be ex-officio members. The Executive Board may veto any appointment of the President by majority vote.

Section 2. The Executive Board shall have general supervision of the affairs of the WFSC and shall be authorized to make decisions by majority vote as may become necessary in the interval between annual business meetings. The Board shall be subject to the orders of the WFSC membership, and none of its acts shall conflict with action taken by the WFSC delegates at the annual business meeting.

Section 3. The Executive Board shall meet a minimum of once per year, in addition to convening with delegates at the annual business meeting. Meetings of the Executive Board may be called by the President of the WFSC or by two or more WFSC officers upon a 30-day written notice.

Section 4. Six WFSC officers shall constitute a quorum for an Executive Board meeting, and shall be necessary for an emergency poll vote.

#### ARTICLE VIII OFFICERS

Section 1. The elected officers shall consist of a President, a Vice-President, a Secretary, a Treasurer, a Vice-President Youth Division, and seven Regional Vice-Presidents. The officers shall be elected at the annual business meeting, with the President, Vice-President, the Secretary and Treasurer being elected to two-year terms, and the Secretary and Treasurer being elected in alternate years. The Vice-President Youth Division and seven Regional Vice-Presidents shall be elected to a one-year term, with nominations taken from the floor.

Section 2. The Nominating Committee shall consist of the three latest available Past-Presidents of the WFSC, with the senior member of the committee being designated as Chairperson. It shall be the duty of this committee to canvas the various WFSC member clubs for qualified candidates for the offices of President, Vice-President, Secretary and Treasurer, as required for election. Before the election, additional nominations from the floor shall be permitted. Voting for these offices shall be by separate written ballot. When there is only one nominee for an office, the President shall instruct the Secretary to record the candidate as being elected without opposition.

Section 3. No individual shall be elected to more than one office, and term of office shall begin on July 1 of the current year. If WISCOPEX is scheduled to be held later than June 15, a special mail ballot election shall be held with ballots mailed no later than March 15 and returned within 60 days. Should an officer-elect become incapable of assuming office, and upon receipt of a resignation (provided such officer-elect has not deceased), the Executive Board shall proceed to fill the vacancy by either initiating a mail ballot among member clubs, with ballots being counted 60 days after date of mailing, or call for a special business meeting as set forth in Article VI, 4.

Section 4. In the event of a mid-term vacancy of office, the Executive Board shall appoint a qualified member of the WFSC to fill the unexpired term, except for the office of President, whereby the Vice-President shall succeed to the Presidency.

Section 5. Any elective officer may be removed from office for the following reasons: termination of membership in a WFSC member club; termination of member club from WFSC membership of which said officer holds sole membership; conduct injurious to the order, peace, interest, or welfare of the WFSC, or at variance with its bylaws or rules; gross neglect of official duties, or inability to perform official duty by reason of physical or mental capacity. Procedures for removal shall be that:

- a. The Executive Board shall, in writing, inform the officer of any obvious offense, including a copy of any offending charges that may have been addressed to the Executive Board from a member club or individual within the WFSC, and giving such officer 30 days notice to appear before a meeting of the Executive Board to answer thereto. If upon inquiry and hearing, a two-thirds majority of WFSC officers shall be satisfied with the validity of charges, they may temporarily suspend said officer from duties and responsibilities of office and simultaneously recommend removal.
- b. At least a two-thirds affirmative vote is cast by delegates present at the next annual business meeting, provided that written notice of the charges is given to all member clubs 30 days prior to the annual business meeting where the case will be considered.

Section 6. All officers shall serve without pay.

ARTICLE IX  
DUTIES OF OFFICERS

Section 1. President: Preside at all meetings of the WFSC and Executive Board where said officer is present; sign all acts or orders necessary to carry out the will of the WFSC and Executive Board; act as the representative of the WFSC to outside persons or to other organized bodies whenever necessary; be responsible for committees as outlined in Article X; appoint an auditor to examine the records of the Treasurer at the conclusion of the WFSC's fiscal year.

Section 2. Vice-President: Assume the duties of the President during that officer's absence, incapacity, suspension or removal from office; perform any other duties delegated by the President.

Section 3. Secretary: Keep a careful and authentic record of the proceedings of the WFSC and Executive Board meetings; take notes at meetings so that exact wording of motions may be furnished to other officers and/or the membership; maintain a roll of member clubs; provide the President with a list of all matters to be brought up at any meeting of the WFSC or Executive Board; bring to each meeting copies of these bylaws and parliamentary authority; send out meeting notices and carry on the official correspondence of the WFSC.

Section 4. Treasurer: The official custodian of the funds of the WFSC and also be the disbursing officer; be responsible for placing the WFSC funds in a bank and for keeping an accurate record of the source of all moneys; be responsible for the payment of all bills, warrants or requisitions after payment is authorized; issue and sign all checks required for such payments; be responsible for keeping a record of money paid out and receipts or vouchers covering all expenditures; submit an annual report of the finances of the WFSC and periodic updates upon the request of the President.

Section 5. Vice-President Youth Division: Oversee all WFSC matters pertaining to youth; assist member clubs with youth programs by offering advice and ideas about working with juniors; act as representative of the WFSC to outside persons or to other organized bodies on youth affairs.

Section 6. Regional Vice-President: Shall be assigned a region and serve as WFSC representative to member clubs within that region; through field work, maintain a liaison between member clubs and the Executive Board; assist regional clubs in cooperative projects or upon request; as far as may be feasible, visit each member club in respective regional at least once annually; solicit non-member clubs for membership in the WFSC.

ARTICLE X  
COMMITTEES

Section 1. Appointment. Except as otherwise provided, committee members are to be appointed by the President within 60 days of the inception of the President's term of office, and each shall consist of such numbers of members as the President and his designated chairperson may determine necessary to fulfill the committee's function, with the term of office of committee membership being the same as that of the appointive officer. Any member shall be subject to removal by the President or a majority vote of the

Executive Board. The President shall serve as ex-officio member of all committees named herein, except for the Nominating Committee.

Section 2. Standing Committees. The WFSC shall retain Standing Committees as listed below. Such committees shall be required to report at the annual business meeting and at Executive Board meetings upon request of the President or a majority of the officers. The duties of Standing Committees, and rules and regulations governing their operations, shall be prescribed by the Executive Board and outlined in WFSC Standing Rules.

- a. Nominating Committee: There shall be a Nominating Committee constituted and charged in accordance with Article VIII, 2.
- b. Finance Committee: To include the Treasurer, and for the purpose of assuring a continuous sound condition of the treasury.
- c. Publicity and Public Relations: For the purpose of initiating and carrying out all matters pertaining to publicity and public relations and maintaining a positive image of the WFSC both internally and with outside sources.
- d. Committee on Exhibitions: Shall consist of the three latest available WISCOPEX show chairpersons, who will serve three-year terms. The earliest committee member shall be designated as committee chairperson. The committee shall function as counsel to host clubs or the sponsor of the exhibition at the annual convention through the Rules for Annual Exhibitions.
- e. Judging Committee: For the purpose of maintaining and monitoring the WFSC accreditation program.
- f. Hall of Fame Committee: Shall be made up of three distinguished and active philatelists who will serve three-year terms commencing at the annual business meeting, and so staggered so that one member's term expires each year. The President shall make the appointment to fill the vacancy at the annual business meeting, or as soon thereafter as may be feasible, and designate the senior member of the committee as chairperson. The committee shall be responsible for all matters pertaining to the Wisconsin Philatelic Hall of Fame, including the screening of nominations.
- g. Wisconsin Stamp Suggestion Committee: For the purpose of dealing with matters regarding stamp issues directed toward the USPS and the Citizen's Stamp Advisory Committee.
- h. Bylaws Committee: For the purpose of considering and recommending revisions or amendments to the bylaws.

Section 3. Special Committees. The President shall, at any time, appoint any other committees that shall be authorized at the annual business meeting or deemed necessary for the conduct of WFSC business, as prescribed in this Article, Section 1. Each special committee shall serve in conjunction with the President's term of office, unless a shorter term is specified when the committee is appointed.

ARTICLE XI  
PUBLICATIONS

Section 1. The publication of a newsletter, and any other brochure, handbook, or manual shall be at the option of the Executive Board, subject to the following restrictions:

- a. The Executive Board shall be authorized to exercise control of such publications made in the name of the WFSC, to approve, disapprove, modify or entirely suspend.
- b. Upon approval of a majority of the Executive Board, the President may appoint an editor of any and all WFSC publications to serve until the publication has been completed, except that the newsletter editor shall be appointed annually at the annual business meeting, or whenever deemed necessary to fill a vacancy in the position. At the time of appointing an editor, the Finance Committee shall budget a limit of expenses which the editor may not exceed in total outlay for publications (including postage or other means of delivery) during the term of the editor's appointment.

ARTICLE XII

The WFSC's fiscal year shall be from January 1 to December 31.

ARTICLE XIII  
AMENDMENT OF BYLAWS

Section 1. These bylaws may be amended as follows:

- a. By a two-thirds vote of all delegates present at any annual business meeting. Proposed amendments must be submitted in writing to each member club at least 60 days prior to the annual business meeting which is to consider them, except that publication in a newsletter will be considered as meeting the above consideration, provided that the newsletter is received by the member clubs at least 30 days and not more than 90 days prior to the annual business meeting.
- b. Upon the written request of a member club, supported by the written second of another member club, proposing an amendment and requesting a mail vote on it, the Secretary shall mail copies of the proposed amendment to all member clubs for consideration and a mail vote. Sixty days thereafter, the Secretary shall count the mail ballots. An affirmative vote of two-thirds of all member clubs shall ratify the amendment.

ARTICLE XIV  
PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the WFSC in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the WFSC may adopt.



**BYLAWS AMENDMENTS**  
(passed May 5, 2001)

**AMENDMENT 1:** Under ARTICLE VIII, OFFICERS, Section 1, the word "six" shall be changed to "seven" to read:

The elected officers shall consist of a President, a Vice-President, a Secretary, a Treasurer, a Vice-President Youth Division, and **seven** Regional Vice-Presidents.

Purpose: To allow the WFSC to add a second regional VP to the Southeast district, which encompasses the Milwaukee area, Kenosha and Racine.

**AMENDMENT 2:** Under ARTICLE VIII, OFFICERS, Section 3, the words "January 1 of the ensuing year" shall be changed to "July 1 of the current year" and include a provision for a mail ballot election. The entire portion of the section shall read:

No individual shall be elected to more than one office and term of office shall begin on ***July 1 of the current year. If WISCOPEX is scheduled to be held later than June 15, a special mail ballot election shall be held with ballots mailed no later than March 15 and returned within 60 days.***

Purpose: To shorten the time between the election and when new individuals take office. The amendment is intended to become effective with the 2001 elections.