

CONSTITUTION

ARTICLE I – NAME

The name of this organization shall be the National Cambridge Collectors, Inc., operating as a non-profit organization under charter granted by the state of Ohio.

ARTICLE II – OBJECTIVES

Section 1: The members of this organization shall meet together regularly, for the purpose of acquiring a broader knowledge of glassware manufactured by The Cambridge Glass Company in Cambridge, Ohio (1901-1954) and through instruction, discussion and study, actively promote the preservation and collection of Cambridge Glass.

Section 2: The primary objective of this organization is to establish and maintain a permanent museum in Cambridge, Ohio (Guernsey County) for the display and study of Cambridge Glass. The organization will operate on a non-profit basis and all monies realized will be applied to this end.

ARTICLE III – MEMBERSHIP

Section 1: There shall be two kinds of membership, namely voting and honorary.

Section 2: Voting Membership. Any person, age 12 or over, upon payment of the prescribed yearly dues, is eligible to become a voting member of the organization. Other qualifications shall be as stated in the by-laws.

Section 3: Lifetime Membership. To recognize outstanding service to the organization, a person may be elected a lifetime member. They will have all the rights of voting members, but will not be required to pay dues as long as they remain a member of the organization. The election of a Lifetime Member shall require the unanimous vote of the Board of Directors, by secret ballot. Neither a lifetime member, nor the spouse of a lifetime member shall be required to pay yearly dues.

Section 4: Honorary Membership. Any person who has distinguished himself in an unusual and praiseworthy manner in promoting the objectives of this organization may be elected to honorary membership. Honorary members shall have the privilege of attending all meetings of the organization but shall not be required to pay dues, or be permitted to vote or hold elective office and they shall have no interest in any funds or property of the organization. ***The Board of Directors may***

designate the time frame for which an honorary member is elected.

Section 5: No territorial limits shall be established for the organization and membership is open to all interested persons.

ARTICLE IV – MEETING AND FISCAL YEAR

Section 1: Regular meetings shall be held as provided in the by-laws.

Section 2: The annual meeting shall be held as provided in the by-laws.

Section 3: The fiscal year shall begin the first day of January each year.

ARTICLE V – OFFICERS

The officers of this organization shall be a President, one Vice President, a Secretary and a Treasurer elected from the Board of Directors by the Board of Directors. All officers shall hold office for one year or until their successors are elected and qualified.

ARTICLE VI – BOARD OF DIRECTORS

Section 1: The board of Directors shall consist of twelve Directors elected by the voting members of the organization. Terms of office are to be as provided in the by-laws.

Section 2: To be eligible to serve on the Board of Directors, a person shall be at least 21 years of age.

Section 3: The Board of Directors shall be the governing body of the organization and shall have power to make such regulation and take such action, not inconsistent with the Constitution and By-laws as, in its judgement, may be necessary for the welfare of the organization. The decisions of the Board in all organization matters shall be final, subject only to appeal to the voting membership of the organization.

ARTICLE VII – SURRENDER OF CHARTER

If this organization deems it desirable, by unanimous vote of the active voting membership, to terminate operation of this organization, all assets, records and monies shall be turned over to the Guernsey county (Ohio) Historical Society, with the stipulation that such be used only for the study and preservation of Cambridge Glass. In the event the Guernsey County (Ohio) Historical Society cannot or will not comply with above stipulation, it shall be turned over to the Corning Museum of Glass; Corning, New York, to be used at its discretion.

ARTICLE VIII – AMENDMENT OF CONSTITUTION

This Constitution may be amended by a majority vote of the active members in good standing, present at the annual meeting of the organization, upon proposal by a voting member in good standing sixty days prior to the annual meeting, provided written notice of such proposed amendment shall have been given to the members at least ten days prior to the annual meeting.

**ARTICLE IX – ADOPTION OF THE
CONSTITUTION AND BY-LAWS**

This Constitution shall take effect and be in force upon its adoption.

BY-LAWS

ARTICLE I – MEETINGS

Section 1: Regular Meetings. The regular meetings of the organization shall be held during the months of March, June, August and November, at such time and place as the Board of Directors shall designate.

Section 2: Annual Meetings. The annual meeting shall be held in June for the installation of elected Directors, the presentation of annual reports and transaction of other business. The term of Directors shall officially begin at the close of business of the annual meeting. Charter Directors shall hold office until their respective terms end, per Article VII, Section 4 of the By-laws.

Section 3: Special Meetings. Special meetings of the organization may be called by the President or by a majority of the Board of Directors upon written notice to the Secretary at least five days in advance of said meeting.

Section 4: Quorum. The majority of the active members in good standing present shall constitute a quorum at any meeting of the organization.

Section 5: Rules of Order. ~~Parliamentary Procedure in all meetings of the organization, Board of Directors, and Committees shall be in accordance with the latest revised Roberts Rules of Order, if not inconsistent with the By-laws.~~ ***The Board of Directors shall establish rules of order for all meetings.***

ARTICLE II – DUTIES OF OFFICERS

Section 1: President. The President shall appoint all committees, preside at all meetings of the organization and the Board of Directors, and perform such other duties as ordinarily pertain to such office. The President shall be ex-officio member of all committees except the Nominating Committee. He shall, immediately upon taking office, appoint a Sergeant-at-arms.

In the event a vacancy exists in the office of President, the Vice President shall assume the office and title of President during the unexpired term of the President.

The President shall furnish bond in the amount determined by the Board of Directors, the cost of which bond shall be paid by the organization.

Section 2: Vice President. The Vice President shall have the duty of familiarizing himself with all organization affairs. He shall work under and in cooperation with the

President and shall preside at meetings in the absence of the President.

Section 3: Secretary. It shall be the duty of the Secretary to keep the official record of all members, voting and honorary, provide verification of voting members as required, record the attendance at meetings of the organization, record and preserve the minutes of such meetings, make the required reports and perform such other duties as customarily pertain to such office.

Section 4: Treasurer. It shall be the duty of the Treasurer to have custody of all funds, accounting for same to the organization at its annual meeting and at any other time upon demand by the Board of Directors and to perform such other duties as pertain to this office.

He shall collect all dues and funds of the organization and deposit them in a bank or depository named by the Board of Directors. Upon his retirement from office, he shall turn over to his successor or to the President, all funds, books and accounts, or any other organization property in his possession.

The Treasurer shall furnish bond in an amount determined by the Board of Directors, the cost of which bond shall be paid by the organization.

Section 5: Salary of Officers Officers shall serve without compensation.

ARTICLE III – BOARD OF DIRECTORS

Section 1: Meetings. The President shall be Chairman of the Board. He shall call regular meetings of the Board at least quarterly. He shall call a special meeting within five days after receiving a written request by three or more Board Members.

Section 2: Functions. The Board shall be responsible for the appropriation of all funds of the organization and shall, through the President or other duly authorized member of the Board, approve all vouchers before payment by the Treasurer. It shall designate the bank or depository in Guernsey County Ohio for funds of the organization, approve all investments of funds of the organization and determine the amount of the bond which shall be given by the President and Treasurer. It shall receive and approve budget and the annual audit of the financial transactions of the organization.

It shall pass on all projects recommended by the project committee, which must be approved by a two-thirds vote of the entire Board.

It shall pass upon all grievances, defaults and complaints by or against a member,

and may take such action as it deems appropriate on behalf of or against such member. It may, for good cause, declare an office vacant, upon two-thirds vote of the entire Board.

Section 3: Succession. *At each election of Directors, the candidate who receives the greatest number of votes, yet is not elected to the Board, shall be designated the First Alternate; providing such candidate has been named on at least 20% of the ballots cast in that election.*

If no candidate meets the requirements in paragraph #1 of this section, there shall be no First Alternate. If two or more candidates are tied for the position of First Alternate, the Board of Directors shall choose a First Alternate from among those tied candidates.

If a vacancy occurs on the Board of Directors, the First Alternate shall fill the vacancy and shall complete the term of the person he/she has replaced. If the First Alternate cannot or will not serve on the Board of Directors, or if there is no First Alternate, the President, with the approval of two-thirds of the Directors present, shall appoint a member of the NCC to fill said vacancy.

The First Alternate shall serve as such until the next election of Directors, or until he/she assumes a seat on the Board of Directors according to paragraph #3 of this section.

~~It may fill vacancies that occur during the year. The President shall appoint, and the Board confirm by a two-thirds vote of those in attendance, a member to fill any vacancy occurring. Said appointee shall serve for the balance of the term being vacated.~~

Section 4: Quorum. A majority of the Members of the Board shall constitute a quorum.

Section 5: Resignation of Board Members. All resignations from the Board, except for those covered under Article X, shall be made in writing to the President.

ARTICLE VI – APPOINTED OFFICERS

The President, immediately upon taking office, shall appoint a Sergeant-at-arms. It shall be the duty of the Sergeant-at-arms to preserve order at all times and perform such other duties as ordinarily pertain to this office.

ARTICLE V – COMMITTEES

Section 1: Standing Committees. The President shall appoint the following standing committees:

- (1) Membership
- (2) Project
- (3) Program & Entertainment
- (4) Budget & Finance
- (5) Publicity
- (6) Convention
- (7) Study Group Advisory, and
- (8) By-Laws

Section 2: Special Committees. In addition to standing committees, there shall be appointed by the President such special committees as the President and/or the Board of Directors may deem necessary.

ARTICLE VI – DUTIES OF COMMITTEES

Section 1: Membership. This committee shall promote activities designed to increase membership and shall perform such additional duties as specified by the Secretary in maintaining the records of membership.

Section 2: Projects. This committee shall devise and consider suitable and appropriate projects and shall devise ways and means whereby definite interpretation of the aims and objectives of the organization shall be given expression. It shall take cognizance of all matters of civic or similar nature and recommendations of the Project Committee shall constitute the basis for consideration of all projects of the organization.

Adoption of a project shall require a two-thirds vote of the entire Board of Directors.

Section 3: Program & Entertainment. This committee shall arrange and have charge of all programs for the regular meetings of the organization. They shall also have charge of all social functions of the organization, as may be directed by the Board of Directors.

Section 4: Budget and Finance. This committee shall prepare a budget of the estimated income and expenses of the association for the year. In the month of May, each year, the Budget and Finance Committee shall cause a ~~review~~ **compilation** of the books to be made by a licensed, Certified Public Accountant, and such statement shall be read to the organization at its annual meeting.

Section 5: Publicity. The Publicity Committee shall be responsible for supplying notices concerning the organization meetings to the news media, and further, shall disseminate all interesting information furnished them by officers of the organization and chairmen of various committees. They shall also furnish the editor of the organization newsletter with news items for publication therein, promptly while it still has “news value.”

Section 6: Convention. The Convention Committee shall have responsibility for all activities conducted during the annual convention.

Section 7: Study Group Advisory. This committee shall maintain official record of the activities of approved study groups. They shall furnish assistance and guidance to the study groups, including, but not limited to, suggested topics for meetings, group projects and research activities. They shall further make newsworthy information and current listings of contact representatives available to the Publicity Committee.

Section 8: By-Laws. The By-Laws Committee shall make recommendations to the Board of Directors regarding needed or proposed amendments to the Constitution and/or By-laws. This committee's activities will best reflect the changing needs of the organization.

ARTICLE VII – ELECTION OF DIRECTORS

Section 1:

(a) The Directors of the organization shall be elected by mail, prior to the annual meeting each year.

(b) At the regular meeting six months prior to the annual meeting, the President shall appoint a Nominating Committee of at least three members. The Chairman shall be the immediate past President, if then an active member of the organization. Should the immediate past President be unable to chair this committee, the Board of Directors shall appoint a Chairperson, selected from the members of the committee.

(c) At the regular meeting three months prior to the annual meeting, the Nominating Committee shall present a report, giving the number of Directors to be elected and presenting one or more nominations for each vacancy, at which time additional nominations will be entertained from the floor.

(d) The consent of all nominees must be obtained prior to his/her nomination.

Section 2:

(a) At least 30 days prior to the annual meeting, a ballot containing all nominees for Board vacancies will be mailed to the entire voting membership. This ballot must be returned to the National Cambridge Collectors, Inc. no later than seven days prior to the annual meeting.

(b) The results of this ballot shall be announced at a membership function prior to the annual meeting.

(c) The nominees receiving the largest number of votes so cast shall be declared elected for the term of office beginning at the close of business of the annual meeting.

Section 3: Election of Officers.

Officers shall be elected as provided in Article V of the Constitution.

(a) this shall occur at a special meeting of the newly established Board of Directors, at a time which shall not exceed thirty days after the annual meeting.

(b) All nominees for office must have previously agreed to accept their nominations.

(c) Officers shall assume duty immediately upon their election.

Section 4:

The Board of Directors shall consist of 12 members elected from the roll of active voting members. The term of office shall be for 4 years.

To provide for continuity of operations, the original Board of Directors shall serve for the following terms:

- 3 persons for 1 year: March 1973 – May 1974
- 3 persons for 2 years: March 1973 – May 1975
- 3 persons for 3 years: March 1973 – July 1976
- 3 persons for 4 years: March 1973 – July 1977

ARTICLE VIII – MEMBERSHIP DUES

Section 1: Annual Dues.

Annual membership dues shall be as determined by the Board of Directors.

Section 2: Family Members.

Each additional household member is eligible to become a voting member upon payment of prescribed dues per year.

Section 3: Due Date.

All dues shall be payable when billed by the Treasurer. No member shall be deemed in good standing who is in arrears more than thirty days in the payment of his dues.

ARTICLE IX – RESOLUTIONS & SUBSCRIPTIONS

Section 1:

No resolution or motion to commit this organization on any matter shall be considered by the organization until it has been considered by the Board of Directors. Such resolution or motions, if offered at an organization meeting, shall be referred, without discussion, to the Board, which after having given consideration to the matter, shall submit its recommendation to the organization. Having received the recommendations of the Board, the organization may then proceed to take such action as may deem proper to the majority.

Section 2:

No assessments shall be permitted to be placed upon the membership of

the organization, neither shall any person or organization be permitted to appeal for funds for any purpose whatsoever before a regular meeting of the organization.

ARTICLE X – TERMINATION OF MEMBERSHIP

Section 1: Resignation of any member when delivered in writing to the President or Secretary shall become effective immediately upon its acceptance by the Board, providing all indebtedness of such member to the club has been paid.

Section 2: Any member owing dues or otherwise indebted to the organization for a period of thirty days from the date when same becomes due and payable may be suspended and deprived of all privileges of the organization. If he applies for reinstatement within sixty days from the date of such suspension and paid all amounts owing to said date, the Board of Directors may, at its discretion, reinstate the member to good standing; otherwise he shall stand dropped from the roll of members.

Section 3: Any member who, by personal or business conduct, violates the principles or ethics of the organization may be expelled from membership by the Board of Directors by a two-thirds vote of the entire Board of Directors, at a meeting called for that purpose, provided that said member shall have been given ten days notice in writing of such pending action together with a copy of the complaint against him, and shall be given an opportunity for a full and fair hearing.

ARTICLE XI – AMENDMENT OF BY-LAWS

Section 1: These by-laws may be amended by a majority vote of the active members in good standing present and voting at any regular meeting of the organization, after recommendation by the Board of Directors or by any twelve active members, provided written notice of such proposed amendments shall have been given to all active voting members at least ten days prior to the meeting.

Section 2: No amendments or additions to these by-laws shall be made which are not in conformity with the Organization Constitution.

ARTICLE XII – APPROVED STUDY GROUPS

Section 1: Application for approved status. Any three or more members in good standing may make written application to this organization for recognition as an approved study group. Such application shall be reviewed by the Study Group Advisory Committee and a

report shall be made to this organization recommending disposition of the application. The application shall include an initial membership list, designated contact representative of the study group and such other information deemed necessary for the official record.

Section 2: The name of an approved study group shall be, “Cambridge Collectors Study Group Number ____.” Study groups shall also be encouraged to adopt an additional common name of their choice.

Section 3: All members of an approved study group must be members in good standing of this organization and shall have a sincere interest in the study and collecting of Cambridge Glass. ~~Study groups shall be limited to a maximum of twenty members.~~ No additional memberships shall be made.

Section 4: Approved study groups are encouraged to hold a minimum of eight study group meetings each year for the purpose of studying Cambridge Glass or closely related subjects.

Section 5: The study group shall submit ~~a written monthly report~~ **reports from time to time** to the Study Group Advisory Committee for the purpose of maintaining the official record of the activities of the study groups. The report shall include any changes in the membership or designated contact representative of the study group, a summary of activities and subjects discussed and other matters specified by the Study Group Advisory Committee.

Section 6: A study group shall have no authority to commit this organization on any matter.

Section 7: Termination of the approved status of a study group shall become effective upon acceptance by the organization of a recommendation of discontinuance by the Study Group Advisory Committee. Such a recommendation shall be made:

- (a) if requested in writing by the members of the study group.
- (b) for non-compliance with the rules and regulations of this organization.
- (c) due to inactivity for a period exceeding six months.
- (d) due to conduct which violates the principles or ethics of this organization, provided that the contact representative shall have been given ten days notice in writing of such pending action, together with a full statement of the reason for the

recommendation, and shall have been given an opportunity for a full and fair hearing.

Revised April, 2005

NOTES

Sections stricken by amendment are printed herein with a line running through the deleted text.

Sections added by amendment are shown herein in bold italic print.