

Below are proposed amendments to the N.B.S. Constitution and By-Laws, some of which have already been approved previously. Please use enclosed ballot to vote on all changes. Please return ballot by June 30, 2018.

NOTE: DELETED TEXT IS ~~STRUCK THROUGH~~, NEW OR UPDATED TEXT IS IN **BOLD**

Numismatic Bibliomania Society

Constitution and By-Laws

ARTICLE I. NAME AND PURPOSE

Section 1. The *name* of this organization is the Numismatic Bibliomania Society, hereafter referred to as NBS.

Section 2. ~~The purposes of NBS are to stimulate interest in collecting numismatic literature through education, to assist and encourage new collectors, and to cultivate cooperation among collectors and researchers.~~ **The NBS is an educational organization founded in 1979 with the PURPOSE to support and promote the use and collecting of numismatic literature through education, to assist and encourage new collectors, and to cultivate cooperation among collectors and researchers. Numismatic literature includes books, periodicals, catalogs and other written or printed material relating to coins, medals, tokens, or paper money, ancient or modern, U.S. or worldwide.**

Section 3. *The E-Sylum* is a weekly electronic newsletter founded in 1998 and published by the N.B.S. for numismatic bibliophiles, researchers, collectors, and all parties interested in numismatics worldwide. Wayne Homren is recognized as the founding editor and sole administrator of *The E-Sylum*. Any changes in *The E-Sylum* administration or fundamental procedures shall be considered with board approval and by simple majority vote of a board of trustees meeting or other roll call means as designated by the President. The administrator shall have the right and responsibility to set rates and collect revenues for *The E-Sylum* advertising and making arrangements for other revenue sources with majority board approval. The administrator shall be responsible for the collection of revenue and payment of expenses directly related related to *The E-Sylum* activities. The N.B.S. may be entitled to some of *The E-Sylum*

income as negotiated and approved by board majority, but it is understood that the N.B.S. assumes no liability from any and all of The E-Sylum activities. The content presented in The E-Sylum is not necessarily researched or independently fact-checked, and views expressed do not necessarily represent those of the N.B.S.

Section 4. ~~Section 3.~~ The society is *organized* and shall be operated as a non-profit organization, shall not have the power to issue stocks or to declare or pay dividends, and shall be operated exclusively for the purposes enumerated in Section 2. No part of the net income or net earnings of the society shall be for the benefit or profit of any private individual or firm **except as designated in Section 3.** No officer or employee of the society shall receive or be entitled to receive any benefits from the operation thereof except as reasonable compensation for expenses. No member or trustee of the society shall receive any salary or other compensation of any kind for services other than reimbursement of actual and necessary expenses incurred in the performance of his or her duties, except for the editor of the quarterly journal, *The Asylum*, who may receive a stipend (amount to be determined by the Board of Trustees), for services rendered. **N.B.S. ownership of properties includes the N.B.S. Web Domain, the Web site, *The E-Sylum*, all *E-Sylum* archived content and *The E-Sylum* mailing list.**

ARTICLE II. MEMBERSHIP

Section 1. *Membership* is open to any person of good character in the numismatic community. All members in good standing are eligible to vote in society elections and ballots. A person becomes a member upon application to the society, and approval by the Board of Trustees. Membership will be confirmed in writing.

Section 2. Membership is *not transferable*.

Section 3. ~~There are two (2) dues paying membership categories: (a) Regular members shall be 18 years or older; and (b) junior members shall be 12-17 years of age. The annual dues for regular members shall be \$15 and for junior members \$7.50, with price changes set by a two-thirds majority vote of the Board of Trustees. Annual dues will be collected during the first quarter of each calendar year. Dues are levied on a calendar year basis. Members in arrears will be dropped from membership rolls after 60 days. Resignations are accepted but no refund of dues will be made.~~

~~There are two dues free membership categories: (a) Life members—members who pay 20 years of regular membership dues in full in advance~~

~~will be considered life members; and (b) honorary life members—members who, in the judgment of the Board of Trustees, have made notable contributions to the science of numismatic research. Election to honorary life membership, upon the recommendation of the Board of Trustees and written notification to the membership at least 30 days prior to the annual meeting, shall be held by ballot of the eligible voting members at the annual meeting of the society. Honorary life members shall be entitled to all the privileges of the society, but shall be exempt from the payment of dues for life.~~

There are two (2) dues paying membership categories: (a) Regular members shall be 18 years or older; and (b) junior members shall be 12–17 years of age. The annual dues for regular members and for junior members shall be set by a two-thirds majority vote of the Board of Trustees and published in *The Asylum*. Annual dues will be collected during the first quarter of each calendar year. Dues are levied on a calendar year basis. Members in arrears will be dropped from membership rolls after 60 days. Resignations are accepted but no refund of dues will be made.

There are two dues-free membership categories: (a) Life members—members who pay a one time fee as published in *The Asylum* in full in advance will be considered life members, and at age 60, the life member fee is reduced by half and (b) honorary life members - members who, in the judgement of the Board of Trustees, have made notable contributions to the science of numismatic literature research. Honorary life membership may be awarded with the approval of two-thirds of the Board of Trustees. Honorary life members shall be entitled to all the privileges of the society, but shall be exempt from payment of dues for life.

Subscription to the electronic *E-Sylum* is free of charge.

Section 4. Any member of the society may be *removed from active membership* (censured, suspended, or expelled) by the Board of Trustees on its own initiative or upon the written complaint of at least two members of the society. No such disciplinary action shall be taken by the Board of Trustees except for cause and after hearing upon due notice to the member. Any disciplinary action shall require the affirmative vote of two-thirds of the Board of Trustees at a regular or special meeting called by any member of the board.

Section 5. *Officers and Trustees can be removed* from office with the affirmative vote of two-thirds of trustees at a board meeting. The

President will be responsible to contact the officer or trustee to review the issue(s) in advance of a board meeting. No such action shall be taken by the Board of Trustees except for officers and trustees failing to fulfill their required duties and/or causing harm to the organization. In the event the President is the officer committing such offenses, the Vice-President shall be the responsible to review the issue(s) with the President, assemble the Board of Trustees, and lead a vote of the board.

ARTICLE III. MEETINGS

Section 1. There shall be an *annual club meeting* of the society customarily held to coincide with the American Numismatic Association (ANA) Convention held each year. The intent of the club meeting is to provide members an update on NBS finances, membership, and future activities, and to transact club business. The annual club meeting will also include an education forum. **A Benefit auction may be included during the annual club meeting.**

Section 2. There shall be an *annual Board of Trustees* meeting of the society customarily held to coincide with the ANA Convention held each year. Other board meetings may be scheduled by the President or upon request of two or more board members.

Section 3. An *educational meeting* may be called at any time by the President. No educational meeting shall be held without the express consent of The President or the Board of Trustees. The President can appoint, with approval prior to the meeting, a society member to coordinate and lead an educational meeting. No club business shall be transacted at any educational meeting.

Section 4. A *quorum* shall constitute a minimum of five board members. At any meeting of the society, a quorum of board members is required to transact business.

Section 5. The *order of business* at all meetings shall be determined by the President or, in his absence, the Vice-President. Except as otherwise provided, all business shall be conducted in accordance with Robert's Rules of Order.

ARTICLE IV. OFFICERS and TRUSTEES

Section 1. The *officers of NBS* shall be President, Vice-President, and ~~Secretary~~-Treasurer. Six (6) Trustees will be included with the officers to form the Board of Trustees. **The number of Trustees may be adjusted with two-thirds vote of the Board of Trustees.**

Section 2. *Election of officers and trustees* will occur in odd calendar years for a term of two years. Nominations will be accepted during the first calendar quarter of the election year by written request of the President to the membership. The election of officers and trustees to the board will be by plurality vote of all eligible society members voting during the second calendar quarter of the election year. Election ballots will be counted by the ~~Secretary~~-Treasurer or a person(s) selected by the Board of Trustees. Elected officers and trustees will assume responsibility 30 days after the close of the ballot. **Elected officers and trustees will assume responsibility at the annual club meeting.**

Section 3. The *President* shall preside at all NBS club meetings and Board of Trustees meetings, and shall perform the duties usually associated with that office. All necessary committees shall be appointed by the President, with the approval of the Board of Trustees. The President shall also be responsible for making arrangements for the annual club meeting, customarily held at the annual ANA Convention.

Section 4. The *Vice-President* shall perform the duties of the President, in the absence of the latter. If the office of the President is vacant, the Vice-President shall succeed to fill the office of President. The Vice-President is also the program chairman at the annual club meeting and shall be in charge of preparing the annual awards of the society **and serve as secretary.**

Section 5. The ~~Secretary~~-*Treasurer* shall preside over all financial and operational activities of the society, and shall perform the duties usually associated with that office. The ~~Secretary~~-Treasurer shall collect all membership dues, advertising fees, back-issue sale proceeds, and other funds which may come to NBS. The ~~Secretary~~-Treasurer will establish and maintain such bank accounts as needed for the society with the President as an alternative signer for all accounts and maintain all required accounting records of the society. Funds of the society may be disbursed by the ~~Secretary~~-Treasurer as its business may require. If the ~~Secretary~~-Treasurer questions the propriety of any disbursement, the matter may be submitted to the board of trustees for approval. The ~~Secretary~~-Treasurer will render an annual accounting of all funds of the society to the Board of Trustees, customarily to coincide with the American Numismatic Association (ANA) Convention held each year.

The ~~Secretary~~-Treasurer will maintain a list of members in good standing, submit an annual membership report to the Board of Trustees, handle the routine business and communication of the society, maintain a record of

financial transactions, and notifications of dues payments and members in arrears. The back issue inventory of *The Asylum* will be held and sold via the ~~Secretary~~-Treasurer at a price determined by the Board of Trustees.

The ~~Secretary~~-Treasurer or a person(s) selected by the Board of Trustees will coordinate and count the ballots from any NBS officer and trustee election or other designated membership voting processes, and provide a summary of results to the Board of Trustees.

Section 6. The *Board of Trustees* shall have vested in them the activities, concerns, and properties of the society. The Board of Trustees shall be responsible for the governance of the society. The Board of Trustees, aside from other duties specified in this Constitution and By-Laws, are representatives of NBS' membership, interests, and concerns.

Section 7. The Editor of *The Asylum* shall be appointed by the President, subject to confirmation by the board. The editor of *The Asylum* shall be an ex-officio member of the Board of Trustees not authorized to vote on actions of the board unless the editor is an elected board member.

Section 8. The *Society Historian* shall be appointed by the President, subject to confirmation by the board. The historian shall maintain an archive of society records and documents, and make these records available to scholars or members of the society..

Section 9. *Vacant Officer or Trustee roles* due to death, resignation, or replacement shall be filled by recommendation of the President with board approval by simple majority vote at a board of trustees meeting.

ARTICLE V. AMENDMENTS

Section I. The *Constitution and By-Laws may be amended at the annual club meeting by a vote of eligible members present, or by mail ballot of all members eligible to vote; two-thirds majority vote required to pass amendments. Proposed changes must be submitted by the President in writing to the membership not later than 30 days in advance of the meeting or ballot submission date.*

Section 2. The Board of Trustees has authority to amend the Constitution and By-Laws with a two-thirds majority vote of the board during any Board of Trustees meeting to conform to Revenue Code requirements for tax exempt organizations. The President will inform the membership of any such changes in the next issue of *The Asylum*.

ARTICLE VI. DISSOLUTION

Section 1. The society shall not be dissolved as long as ten (10) members remain active. The society may be dissolved upon a two-third majority vote of the membership. Upon the *dissolution of the society*, the Board of Trustees, after paying or making the provisions for the payment of all liabilities of NBS, shall dispose of all the assets of NBS to organizations that are organized and operated exclusively for charitable, educational, or scientific purposes, such as literature preservation at either the American Numismatic Association (ANA) or American Numismatic Society (ANS), provided they qualify as a tax exempt organization under the Internal Revenue Code.

ARTICLE VII. RATIFICATION and ADOPTION

Section 1. *Ratification* of this Constitution and By-Laws requires a simple majority vote of eligible voting members of the society. The President shall submit the Constitution and By-Laws in writing to the general membership not later than 30 days in advance of the ballot closing date.

Section 2. The Constitution and By-Laws will be *adopted* and effective the closing date of the ballot if a simple majority vote is achieved.

Confirmation of Adoption

I hereby confirm the ballot to ratify and adopt the Constitution and By-Laws fulfilled the requirements specified in Article VII, Sections 1 and 2.

David Hirt

Secretary-Treasurer,

I hereby confirm the ballot to ratify and adopt the Constitution and By-Laws fulfilled the requirements specified in Article VII, Sections 1 and 2.

Michael J. Sullivan

The President

Amended June 30, 2018