

CONSTITUTION & BYLAWS OF AUSTIN ARMOR BUILDERS SOCIETY

(JANUARY 2023 DRAFT)

Article I. Name of the Organization

The name of this organization is established as the **AUSTIN ARMOR BUILDERS SOCIETY**, referred to hereafter as **AABS**.

Article II. Objectives of AABS

- a. The objectives of AABS are as follows:
 1. To foster, maintain, and continue an interest in modeling armored vehicles and military figures as a hobby for all age groups.
 2. To publish, at intervals, a publication addressed to the general membership and covering armored vehicle, and military figure modeling, reviews of model kits and products, activities of interest to the membership in general, and information regarding the preservation of armored vehicles.
 3. To provide guidance and an exportable rules package for accomplishing similar shows or conventions on a regional basis with an acknowledged and accepted level of common standards for competitive judging.
- b. At no time will the purpose of AABS be to provide any individual, or group of individuals, with income for commercial purposes, or as part of their livelihood. On occasion, AABS may enter into the business of souvenir sales (i.e. T-shirts, decals, booklets, lapel pins, etc.) or auction to raise money for the treasury to fund approved project(s).

To this end, AABS shall remain a not-for-profit organization, based on the laws of that state where the treasury and associated financial obligations are located.

Article III. National Affiliation

AABS is a chartered chapter of the **Armor Modeling and Preservation Society**, referred to hereafter as **AMPS**, under the name **AMPS CENTEX**. AABS may choose to leave AMPS by two-thirds majority of the membership, but until then AABS shall adhere to the Constitution and Bylaws of AMPS as described in Article 6 of AMPS Bylaws.

Article IV. Dissolution

If, for any reason, AABS should be dismantled or dissolved, all assets shall be distributed to one or more non-profit education institutions, to be determined by the membership, within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Article V. Membership

- a. Anyone professing a desire to achieve the objectives of AABS is invited to join the membership.
- b. Membership dues shall be assessed as required to cover the operating costs of AABS. Anyone who has paid the membership fees is an **Active Member** of AABS. Active membership includes voting privileges, receipt of society publication, and participation of prize drawings and other members-only activities.
- c. Currently, there is only one class of membership: General Member. No other class (e.g. family, junior, associate, contributing, honorary, life, etc.) is offered.

Article VI. Officers and Controlling Organs

- a. The **President**, **Vice President**, and **Secretary** shall be elected every two (2) calendar years (see Elections in Section (c) of Article VIII). Together with the **Treasurer** (see below), they shall form the governing body of **The Executive Board**.
- b. The **Treasurer**, **Publication Editor**, **Show Coordinator**, and **Webmaster** shall be appointed by the **President**, subject to confirmation by **The Executive Board**. The term of each appointed position is two (2) calendar years.
- c. All elected and appointed officers, regardless of position, must be **Active Members** (see definition of an Active Member in Section (b) of Article V) of AABS.
- d. In case of resignation, dismissal, or death of the President, the Vice President shall assume the presidency until the next election is held.
- e. If a vacancy occurs due to an elected or appointed officer's resignation, dismissal, or death, the President shall appoint a replacement to complete the term until the next election is held.

Article VII. Duties of Officers and Appointees

a. President

- Presides over General and Executive Board meetings when called.
- Decides all policies after due liaison with the members of the Executive Board.
- Designates appointed officers for the approval of the Executive Board.
- Designates replacement of an elected officer in case of a vacancy.
- Authors a column in the society's publication to update the membership the status of AABS.

b. Vice President

- Presides over General and Executive Board meetings in the absence of the President.
- Coordinates programs and demos for each general meeting.
- Assumes the duties of the President when the President is unavailable or the position is vacant.
- Presides over the Show & Tell segment of the general meetings.

c. Secretary

- Maintains minutes of General and Executive Board meetings as held.
- Submits previous General and Executive Board meetings minutes for approval.
- Tallies votes at General and Executive Board meetings.
- Tallies quarterly contest votes.
- Maintains a tally to determine each year's Most Prolific Modeler Award.
- Acts as liaison to national AMPS and other local chapters of AMPS.

d. Treasurer

- Collects membership dues and disburses funds to pay incurred expenses.
- Maintains the financial records of AABS.
- Submits a financial status report at each general meeting.
- Provides an annual report of finances to the general membership.

e. Publication Editor

- Publishes and distributes a monthly newsletter to the membership.
- Maintains a roster of Active Members.

f. Show Coordinator

- Responsible for the organization and execution of a biennial AMPS-style show in Central Texas.
- Maintains all show related inventory.
- Prepares the show budget to the Executive Board and the membership.
- Appoints contest head judge, subject to confirmation by the Executive Board.
- Liaises with show venue staff.
- Designs and delivers show flyers.
- Orders contest trophies.
- Oversees vending table sales and prepares show floor plan.
- Coordinates volunteers for various tasks necessary for the show.
- Submits updates and final show report to the Executive Board and the membership.

g. Webmaster

- Ensures the ownership of AABS domain name.
- Maintains AABS website.
- Publishes upcoming meeting date, time, and location.
- Publishes AABS biennial show date, time, and location.

Article VIII. Procedural Matters

a. Meetings

- The Executive Board must meet formally in-person at least once per year.
- The general membership must meet formally in-person at least once per year.
- General membership meeting shall be monthly, with the date, time, and location published at least three (3) days prior to the meeting.

b. Voting

- Only **Active Members** (see definition of an Active Member in Section (b) of Article V) may vote.
- A valid vote requires a Quorum to be present. A Quorum consists of **one-thirds** of AABS membership present. If a Quorum is not present, the vote shall be postponed to the subsequent meeting where a Quorum can be constituted.
- Unless specified, a vote is decided by **simple** majority of all Active Members present.

c. Election and Appointment of Officers

- A special session for the Election and Appointment of Officers shall be held every two (2) calendar years during the January general membership meeting.
- The agenda of the special session for the Election and Appointment of Officers is as followed:
 1. Call to order
 2. Roll call of officers
 3. Quorum determination
 4. Nomination and election of elected officers (President, Vice-President, Secretary)
 5. Appointment of appointed officers (Treasurer, Publication Editor, Show Coordinator, and Webmaster)
 6. Adjournment
- The procedure for nominations is as followed:
 1. Opening of nomination (including self-nomination) from the floor
 2. Acceptance by the nominee
 3. Nomination is seconded
 4. Closing of nomination
- Any **Active Member** (see definition of an Active Member in Section (b) of Article V) may run for any one of the three elective positions (**President, Vice President, Secretary**).
- For the office of the **President**, the person nominated must have been an Active Member for the previous full calendar year.
- Standard voting (see Section (b) of Article VIII) are used for officer elections.
- In the event a position is uncontested, the secretary shall cast one vote.
- Change of office shall take place at the end of the general meeting after the election is held.

d. Amendments to the Constitution and Bylaws

- Any amendment to the Constitution or Bylaws may be recommended to the Executive Board by any **Active Member** (see definition of an Active Member in Section (b) of Article V) of AABS.
- Any amendment proposed to the membership must show at least **one-fourths** of the membership support.
- Amendment shall be offered to a vote annually at the January general membership meeting.
- Only Active Members may vote for any amendment proposal. A valid vote requires a Quorum to be present (see definition of a Quorum in Section (b) of Article VIII).
- Adoption of the proposed amendment can be ratified by a **two-thirds** majority of ballots received.

Article IX. Officer Dismissal & Expulsion from Membership

- a. Dismissal of an appointed officer can be ratified by **simple** majority of **The Executive Board**.
- b. Dismissal an elected officer can be ratified by a **two-thirds** majority of the membership.
- c. Expulsion of a general member can only be ratified by a **three-fourths** supermajority of the membership.