

BYLAWS OF THE HAITI PHILATELIC SOCIETY

October 15, 2023

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Article 1 Name

The name of this organization shall be The Haiti Philatelic Society. The approved abbreviations for this name shall be HPS.

Article 2 Purpose

The purpose of the Haiti Philatelic Society shall be the promotion and study of the philately of the Republic of Haiti. The objectives of the Society are to:

1. Initiate, sponsor, encourage, and guide philatelic research in the field of Haitian philately,
2. Prepare, publish, and distribute information relating to the philatelic, historical and cultural aspects of Haiti,
3. Publish an official Society journal,
4. Provide services to its members to increase their enjoyment of Haitian philately, and
5. Perform those acts necessary or desirable in carrying out these purposes.

Article 3 Not-for Profit Status and Incorporation

The Haiti Philatelic Society is established as a tax exempt corporation as specified in the Appendix.

The corporation does not contemplate pecuniary gain or profit, incidental or otherwise, for its members, and no part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, officers, or other private individuals, except that the corporation shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions to further the purposes of the Society.

No part of the activities of the corporation shall be devoted to political propaganda or to otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not engage in any other activities not permitted

1. By a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or
2. By a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Article 4 Scope of the Bylaws

All powers of this organization shall be executed in accordance with these Bylaws and accompanying Appendix, and admission to membership, tenure of membership, rights, duties and obligations of membership, and all other powers and privileges shall be subject to the provisions herein set forth as amended from time to time.

Society Policies are necessary to implement these Bylaws but shall not amend or change the meaning of the Bylaws. They shall be published as an Appendix to these Bylaws and shall be treated as an integral part of these Bylaws.

These Bylaws and the accompanying Appendix shall be in full force and effect from and after adoption by a majority of the members voting.

Article 5 Board of Directors

Section 5.1 Authority and Responsibility

The property and funds of the Society shall be managed and controlled by a Board of Directors (the “Board”). The Board shall be responsible for the overall conduct, direction, and stability of the Society. It shall establish policy and procedures to guide the Society’s operations and growth.

The Board shall be responsible for conducting Society business in a timely manner. Society business may include, but is not limited to, motions, proposals, and resolutions relevant to conducting normal or special Society activities. Any Board member or member in good standing may submit business to the Board.

In addition to the power and authority expressly conferred upon it by these Bylaws, the Board shall have the right, power and authority to exercise all such powers and take all actions as may be exercised concerning property and fiscal matters, subject to the statutes of the State where the Society is incorporated and the provisions of the Articles of Incorporation.

The Board of Directors shall have authority to define conduct by a member as unbecoming which shall be the basis for disciplinary action.

The Board of Directors shall be the disciplinary body of the Society, and shall have authority to discipline or expel members for failure to pay their dues or other indebtedness to the Society, for fraudulent or unethical activities, or for conduct unbecoming a member.

Section 5.2 Board Members

The Board shall consist of five elected officers; the President, Vice President, three Directors-at-large and three appointed Officers; the Secretary, Treasurer, and the Editor of the Society journal.

Appointed officers shall be appointed by the President with the approval of the Board and shall act under the direction of the Board. They shall provide periodic reports

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to the Board as directed, and at any meeting when called upon to do so. Any appointed officer may make a special report to the Board at any time on their own motion.

At the discretion of the Board, the two offices of Secretary and Treasurer may either be separate or combined into one office designated the Secretary/Treasurer. The duties of such a combined office shall include all duties of the individual Secretary and Treasurer offices. For purposes of these Bylaws the terms “Secretary”, “Treasurer”, and “Secretary/Treasurer” shall be equivalent.

All members of the Board of Directors, elected and appointed, will have one vote each. In the event a position in the Board of Directors becomes vacant, any member of the Board of Directors can assume this position and its responsibilities on an acting capacity only until a replacement is formally installed in accordance with the procedures outlined in the By Laws. While in the acting capacity the member of the Board of Directors will have only one vote in total in the deliberations or voting of the Board of Directors.

Section 5.3 Budget and Finance

The Secretary/Treasurer shall annually present for approval by the Board of Directors a budget for the ensuing fiscal year showing the estimated receipts accruing to the Society and the proposed expenditures for current operations of the Society. All expenditures of the Society shall be limited to the amounts specified in the budget but the Board of Directors may expressly authorize additional expenditures as deemed necessary.

Disbursement of funds of \$1000.00 and over shall be reviewed and approved by the President or the President's designee. Disbursements of less than \$1000.00 may be signed by the Secretary/Treasurer.

Section 5.4 Audits and Records

An audit of all accounts and property of the Society shall be performed once per calendar year or at any other time as the Board may direct. The audit shall be conducted by a suitable person selected by the President and approved by a majority vote of the Board.

The Board of Directors shall keep an accurate, complete, and permanent record of all official Society proceedings and business which shall be retained by the Secretary/Treasurer or other Officer as directed by the President. No permanent Society records shall be destroyed unless approved by the Board of Directors.

Official Society records may be verbal, physical or electronic and shall include but not be limited to:

1. These Bylaws and Appendix of Society Policies,
2. Budgetary and financial records, income and expenditure records,
3. Federal and state tax documents and correspondence,
4. Operating decisions by the Board and approval of Presidential actions,
5. Voting records and election results,
6. Minutes of Board and Society meetings,
7. Special positions and committees appointed by the President or Board,

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8. Membership records,
9. Correspondence with other organizations and entities on Society letterhead,
10. Disciplinary actions, and
11. Any other material as directed by the Board.

Official Society records shall not necessarily include routine discussions between Board or Society members.

Any officer or member having charge or custody of Society records and/or properties shall deliver them to the President upon vacating their office or when directed to do so by the President.

Section 5.5 Election of Board Members

The Society shall hold elections in December of every even numbered year to elect the President, Vice President, and the three Directors-at-large. All regular and life members in good standing shall be eligible to vote.

The election of Society Officers shall be as described in the Appendix to these Bylaws. However, if there is only one nominee for an office, the President, with the approval of the Board of Directors may declare the nominee(s) elected by default and not submit an election slate to the members for a vote.

Newly elected Officers shall take office at the expiration of the previous two-year term.

Section 5.6 Terms of Office

The President, Vice President and three Directors-at-large shall be elected for a term of two years, beginning on January 1 of the year following a Society election, or until their successors are elected. They may run for re-election at the expiration of their terms of office if they so choose.

The Editor of the Society journal and the Secretary/Treasurer shall serve indefinite terms at the pleasure of the Board.

Section 5.7 Limitations of Personal Liability

Any officer of the Society shall not be personally liable for monetary damages for action taken, or not taken, unless the Officer has breached or failed to perform the duties of office as defined in these Bylaws and the breach or failure to perform constitutes self-dealing, willful misconduct, or recklessness.

Section 5.8 Removal

Any elected or appointed Board member shall cease to hold office upon suspension, disqualification or expulsion, or upon the acceptance of his/her resignation.

Any member of the Board of Directors may be removed or suspended for a definite period on grounds of misconduct in office, neglect of or inattention to official duty, or upon being found by the Board unable to perform official duty by reason of physical or mental incapacity. Charges may be preferred by at least three Society members in good standing in writing to the Board of Directors via regular mail or e-mail. All charges shall be definite and specific and provide supporting evidence and justification.

The Board shall determine whether the charges merit a hearing. If so, they shall fix a date to consider the charges within thirty days and notify the charged Officer in writing

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of the charges and the hearing date no less than ten days before the hearing date. If the charges do not merit a hearing, the Board shall dismiss them and communicate the decision to the concerned parties.

When the Board conducts a hearing, it shall review the charges and evidence. If the charges are sustained, the Board shall determine if removal or suspension is appropriate. Suspension or expulsion shall require a two-thirds or greater vote of the entire Board.

Section 5.9 Vacancy

If the office of any member of the Board becomes vacant because of death, resignation, inability to function or other reason, the remaining members shall declare such office vacant. In the event of vacancy in any Society office, the Board of Directors shall convene within ten days to fill the vacancy.

If the office of President becomes vacant the Vice President shall succeed to the Presidency and the Board of Directors shall select a replacement from among the Board members or the general membership. For any other elected or appointed office, the President shall appoint a replacement in good standing from among the Society membership, subject to approval by majority vote of the Board of Directors. Such a successor shall hold the office for the unexpired term of his predecessor.

Article 6 Officers

Section 6.1 Eligibility

Any member of the Haiti Philatelic Society in good standing who is eighteen years of age or over shall be eligible to hold any office in the Society or to serve upon any committee.

Section 6.2 President

The President shall be the chief executive officer of the Society and shall preside at all meetings of the Board and Society. He/She shall see that the Bylaws, rules and regulations of the society are enforced and shall perform all other duties that may be prescribed from time to time by the Board of Directors.

The President shall, with the Secretary/Treasurer, sign and execute all written contracts and obligations of the Society which have been approved by the Board of Directors.

The President shall have general supervision over all appointed officers to the end that there shall be full and complete performance of their duties by each officer.

Section 6.3 Vice President

In the absence of the President, the Vice President shall have the powers and shall perform the duties of the President.

Section 6.4 Secretary

The Secretary of the Society shall be appointed by the Board upon the recommendation of the President and, upon appointment, shall become a member of the Board. The Secretary shall:

1. Act as secretary of the Society and the Board,

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2. Collect and maintain accurate and permanent official records and minutes of all Society business and meetings,
3. Ensure that all Society minutes, elections results, and other official business are published in the Society journal,
4. Accept and process new membership applications and maintain the Society's membership records,
5. Conduct Society elections,
6. Provide copies of Society official documents and records to any member upon request,
7. Ensure that official Society records in electronic form are backed up and recoverable,
8. Perform other duties as directed by the Board of Directors or specified in these Bylaws.

Section 6.5 Treasurer

The Treasurer shall be appointed by the Board upon the recommendation of the President. The Treasurer, upon appointment, shall become a member of the Board. The Treasurer shall:

1. Collect all dues, obligations, and other monies and make such disbursements as authorized by the Board or as required for the normal conduct of financial and official business of the Society,
2. Establish and maintain bank accounts or other financial instruments to hold and increase Society assets as directed by the Board,
3. Keep proper books of account showing all receipts, disbursements, and balances of cash on hand,
4. Prepare and present for audit a financial statement and accounting of all monies received and expended, at the end of each fiscal year, or as directed by the Board, or whenever requested by the President,
5. Publish a financial summary of the Society as of the end of each fiscal year in the next issue of the Society's official journal,
6. Advise the President in all Society financial matters, and
7. Perform other duties as directed by the Board of Directors or specified in these Bylaws.

Section 6.6 Directors-at-large

The Directors-at-large shall

1. Oversee and approve the activities and operations of the Society,
2. Advise the President and provide recommendations as necessary,
3. Conduct Society activities as assigned by the President,
4. Perform public relations activities, and
5. Perform other duties as specified in these Bylaws.

Section 6.7 Editor of Society Journal

The Editor shall be appointed by the Board upon the recommendation of the President and upon appointment shall become a member of the Board. The Editor shall perform

1. All duties associated with publishing the Society journal, and
2. Other duties as directed by the Board of Directors or specified in these Bylaws.

Section 6.8 Past President

The Past President shall be an unelected position on the Board of Directors whose duties are to provide advice and services to the Society as requested by the President or the Board of Directors. The term of office will normally be two years and will run concurrently with the election of officers who are subject to a vote by the Society membership. The incumbent may be requested by the Board of Directors to continue their service for repeated terms until the incumbent President steps down from that position. To fill this position, an individual must have been elected as President by members of the Society and completed his or her term of office. The position shall normally be filled by the person who had been elected to the office of the President immediately preceding the incumbent President. However, if that person is unavailable, the Board of Directors may ask the next most recent serving president to fill the office of Past President. If a candidate meeting either criterion is not available, the position will remain vacant until said requirements are met. The Past President shall have a vote on any matters pending before the Board. The Past President, as a voting member of the Board of Directors, cannot be a candidate to nor hold another permanent position in the Board of Directors.

Article 7 Board Meetings

Section 7.1 Electronic and Physical Meetings

The Board shall meet to hear Officers reports and conduct and any all business of the Society. Meetings may be conducted by electronic means, due to the geographical separation of the Board members, or physically. Electronic means shall include but not be limited to, e-mail or conference calls.

The Board may hold physical meetings as deemed feasible or necessary at such times and places to transact Society business. The Secretary/Treasurer shall send notice of physical Board meetings to each Director at least thirty days prior to the date of the meeting and shall include the meeting date, time, location, and agenda.

Any Board member may designate another Board member to act as their proxy if they are unable to participate in transacting Society business. Board members shall designate proxy votes by sending notification to at least two other Directors and Secretary/Treasurer.

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Section 7.2 Quorum

Four Board members, in person or by proxy, shall be necessary to constitute a quorum for the transaction of business at any electronic or physical meeting.

Section 7.3 Voting

Each Board member shall have one vote on matters of Society proceedings and business. If the Secretary and Treasurer Offices are combined into a single office, the combined office shall have one vote in matters of Society business.

Article 8 Special Positions and Committees

The President, with the approval of the Board of Directors, shall designate special positions and committees as may be necessary to accomplish Society business and objectives. The President shall appoint committee chairmen who shall select committee members subject to the approval of the President. Special committees shall be formed from regular members of the Society.

The duties, powers, authority, limitations, and tenure of special positions and committees shall be prescribed by the Board and published in the Appendix to these Bylaws, the Society journal and posted to the Society's website. Holders of special positions and committee chairmen shall provide reports to the Board as directed or may make a special report to the Board at any time on their own motion.

Article 9 Membership

Section 9.1 Qualification for Membership

All persons of good character and interested in the philately, history, culture and other aspects of Haiti, shall be eligible for regular membership in the Society as specified in these Bylaws.

All applicants for regular or life membership shall be over eighteen years old and may be recommended by at least one member in good standing of the Society.

The membership application procedure shall be as specified in the Appendix to these Bylaws.

Section 9.2 Life Members

Any member, eighteen years of age or over in good standing, may become a life member on payment of a sum established by the Board of Directors and shall thereafter be exempt from further payment of ordinary dues.

Section 9.3 Honorary Life Members

Honorary Life Members shall be persons who have rendered outstanding service, contributions, and accomplishments to the philatelic and postal history of Haiti.

Candidates may be nominated by any member of the Society in good standing and may or may not be current or previous members of the Society. They shall be confirmed by a two-thirds vote of the Board of Directors. Honorary life members shall pay no dues, but shall be entitled to all privileges of the Society.

Section 9.4 Patron, Beneficial, and Sustaining Members

Members who contributed to the Society in addition to their regular dues in a calendar year shall be recognized based on their contribution amounts. The levels of additional contributions for Patron, Beneficial, and Sustaining members shall be set from time to time by a majority vote of the Board and published in the Society journal and the Society website.

Section 9.5 Good Standing

A member in good standing, for purposes of these Bylaws, shall be one who is current in the payment of dues or other obligations to the Society and who is not under suspension.

Section 9.6 Resignation

A member in good standing may resign from the Society at any time, except that the Board of Directors, in its discretion, may reject the resignation of a member having outstanding financial obligations to the Society.

Section 9.7 Changes in Membership Status

The Secretary shall publish all admissions, resignations, expulsions, suspensions, reinstatements, and dropped members in the Society journal in a timely manner.

Section 9.8 Addresses

All members shall provide the Secretary/Treasurer current and valid contact information to receive notices and conduct Society business. No member shall hold the Society liable or responsible for consequences resulting from their failure to provide such information.

Article 10 Dues and Obligations

Section 10.1 Dues

Annual dues for regular and life memberships shall be set from time to time by the Board of Directors. Dues for life memberships shall be equal to or greater than ten times the amount of regular dues and shall not exceed twenty five times the amount of regular dues.

The Secretary/Treasurer shall ensure that the current amounts are published in the Society journal and posted on the web site.

New members accepted over the calendar year shall pay dues prorated by quarter. Dues for life members shall be payable upon their application for life membership. If an application is not accepted, the dues shall be refunded to the applicant.

All regular members shall pay annual dues to the Treasurer on the first day of January of each year. The Secretary/Treasurer shall notify any member of the Society who has not paid dues by February 20. Members who have not paid by March 1 shall be considered delinquent.

The Board of Directors shall review the current regular and lifetime dues at least once a year at a regular Board meeting.

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Changes in the dues shall be approved by a two-thirds vote of the Board of Directors and shall be effective January 1 of the following year.

Section 10.2 Obligations

Any member incurring an obligation to the Society through use of Society property or participation in Society activities shall remit the full amount to the Treasurer within thirty days of incurring the obligation.

The Secretary/Treasurer shall notify any member of the Society who has not satisfied their obligation. Any member who has not satisfied the obligation to the Society within sixty days of incurring it shall be considered delinquent.

Section 10.3 Unpaid Dues and Obligations

Any member delinquent in their dues or obligations shall be considered not to be in good standing. They shall be suspended from the Society and their name dropped from the roster of members. Such suspension shall remain in effect until the delinquency is satisfied. The member shall have no rights or privileges in the Society or its properties or activities during the period of suspension.

The Board may, in its discretion, take any action to enforce all obligations due to the Society or its representatives or to discipline delinquent members irrespective of any existing suspension. It shall also have, in its discretion, the power to remit, settle, adjust, or otherwise satisfy any obligation of any member, upon a two-thirds vote of all members of the Board of Directors, except that in no case may a member owing more than one year's dues be dropped for nonpayment other than by expulsion unless all claims against that member by the Society are satisfied.

Article 11 Suspension and Expulsion

The Board of Directors may reprimand, place on probation, suspend for a definite period, or expel from the Society any member for

1. Violating articles in the Society's Bylaws, or any other rules or regulations as set by the Board of Directors,
2. Conducting or acting in a way detrimental to the welfare and interests of the Society or its members or in any fraudulent or unethical manner unbecoming a member,
3. Being delinquent in Society dues or obligations and failing to repay the debt within the time set by the Board of Directors, or
4. Conviction of a felony.

Charges against any member may be made by the Board of Directors on its own motion, or may be preferred against a member by any other member of the Society in good standing. Charges shall be in writing and be definite and specific.

The Board of Directors shall set a hearing date and provide a copy of the charges to the charged member at least thirty days prior to the hearing date. The member charged shall have the right to file a written answer to the charges on or before that date. The hearing of any charges, except as otherwise established by these Bylaws, shall be under such conditions and subject to such procedures as may be prescribed by the Board.

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The charges shall be investigated by the Board of Directors. A charged member shall have the right to appear in person, to be represented, or to place written evidence before the Board. The Board shall consider all evidence and make a finding. If the finding sustains the charges, the Board shall determine the penalty.

The Board shall be the sole judge of whether any member shall be suspended or expelled. No member shall be suspended or expelled except upon the affirmative vote of a majority of the Board of Directors.

The Board shall provide to the charged member, in writing, their findings and the penalty imposed. Its action shall be conclusive and final, subject only to the right of the Board itself to grant a rehearing at its discretion.

If a member is expelled, all member rights and privileges shall terminate as well as membership in the Society. Suspended members shall have no rights or privileges in the Society or its properties or activities for the term of suspension.

Article 12 Reinstatement

All former members, except those who have been expelled, may petition for reinstatement in writing to the Secretary. Such petitions shall follow the same procedures as the applications for new members.

Article 13 Services of the Society

Any and all services provided by the Society to its members shall be considered a privilege and may be denied by the Board to any member abusing the privilege or violating the established rules governing a service.

Article 14 Society Meetings

Meetings of the Society members may be called from time to time by the Board of Directors or by a petition to the Secretary/Treasurer of at least twenty-five regular members. Meetings will be held at a time and place selected by the Board of Directors.

The Secretary/Treasurer shall notify the Society members at least sixty days prior to the meeting date by notices on the Society's web site and in the issue of *Haiti Philately* immediately preceding the meeting, electronically, or by regular mail. The notice shall include the meeting date, time, location, and agenda.

Not less than fifteen members shall be necessary to constitute a quorum for the transaction of business at any meeting of the members.

Each regular member in good standing may vote in person at any meeting. Proxy votes shall not be valid.

Article 15 Rules of Order

The latest edition of Roberts' Rules of Order shall govern all meetings when not inconsistent with these Bylaws. Special rules of order may be made at any time by the Board of Directors or any member of the Society. Any motion or resolution offered for

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special rules shall be considered and approved by the Board. All approved special rules shall be entered into the Appendix to these Bylaws.

Article 16 Notification Procedures

Communication between Society Officers and members may be accomplished in person, by the US or foreign postal systems, or by electronic means such as telephone, facsimile machine, e-mail, or the Society's web site. Official Society correspondence and records shall be maintained in writing by the Secretary/Treasurer. Official Society correspondence and records in electronic form shall be printed and maintained in the Society's records.

Individual notices to members shall use the last recorded mail or electronic address provided to the Society by the member. Notices to the general membership may be given by publication in *Haiti Philately* and on the Society's web site.

Article 17 Society Journal

The Haiti Philatelic Society shall publish the journal *Haiti Philately* (HP) quarterly or as directed by the Board. *Haiti Philately* shall be the official journal of record of the Society and shall be published by the Editor under the supervision and direction of the Board.

Article 18 Fiscal Year

The fiscal year of the Society shall begin on January 1 of each calendar year.

Article 19 Amendments

Amendments to these Bylaws shall be considered by and voted upon by the Society members. Amendments shall be proposed by a majority of the Board or by a proposal from at least fifteen members submitted to the Secretary/Treasurer electronically or in written form.

Proposed amendments shall state clearly the change requested and the existing Article to be changed. They shall be published in the next regular issue of *Haiti Philately* and posted on the Society web site for consideration by all members. Responses and discussions pro and con received from members shall be posted on the Society's web site and shall be distributed with the ballot.

The Secretary/Treasurer shall prepare and distribute a ballot by direct mail or electronically for voting upon a proposed amendment within thirty days of publication of a proposed amendment in *Haiti Philately* to each member in good standing. The ballot shall state the proposed amendment and provide a space where members may indicate a vote for or against the proposed amendment.

The voting period shall end thirty days from distribution of the ballots by the Secretary/Treasurer to the Society membership. The Secretary/Treasurer shall tabulate the ballots and report the vote to the Board of Directors. A "for" vote by a majority of the members voting shall be necessary to carry a proposed amendment.

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Society policies shall be proposed by and adopted by a majority vote of the Board of Directors. A policy shall remain in effect until it is rescinded by the Board of Directors. Adopting, amending and rescinding policies shall require a majority vote of the Board of Directors.

Article 20 Dissolution

Circumstances may arise where members might request dissolution of the Society, e.g., the Society cannot successfully fulfill its purposes, or there exist financial or other compelling reasons. Any member in good standing may submit a motion for dissolution to the Secretary/Treasurer for consideration by the Board of Directors.

The President or designee shall convene a special meeting of the Board to discuss and consider the dissolution motion. The motion shall clearly and explicitly state the reasons and justification for dissolution.

If a majority of the Board votes to approve the dissolution motion, the President shall call a special election and direct the Secretary/Treasurer to provide the motion and its rationale to the membership. The motion to dissolve the Society shall be carried by a majority of the members voting.

Upon dissolution of the Society, the Board of Directors shall pay or make provision for all debts and liabilities of the Society and dispose of all the assets of the Society to organization(s) that qualify as exempt under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Revenue Law).

Appendix A Society Policies

(With Addendums)

This Appendix contains policies necessary to implement the Bylaws of the Haiti Philatelic Society. They are established and amended as specified in the Bylaws and remain in force until expressly rescinded by a majority vote of the Board of Directors.

Article 1 Not-for Profit Status and Incorporation

The Haiti Philatelic Society is established as a corporation under the laws of Maryland and the Internal Revenue Code. The location of the principal office of the corporation (Society) shall be in Baltimore County, State of Maryland.

Article 2 Membership Application Procedure

Each applicant must submit a written membership application and dues to the Secretary/Treasurer. The application must be signed by the applicant, be complete, and provide residence, occupation, and such other information as may be required by the Board of Directors. Membership applications may be obtained from any Society Officer or on the Society web site.

The Secretary/Treasurer will review and adjudicate each application within thirty days of receipt. The applicant is elected to Society membership upon recommendation by the Secretary/Treasurer. New members' names and addresses are published in *Haiti Philately*.

If the Secretary/Treasurer has objections to or questions about the application, it is forwarded to the Board of Directors for review and action.

If an application is rejected, the Secretary/Treasurer notifies the applicant and refunds the dues. The applicant may submit additional relevant information for consideration by the Board of Directors. The decision of the Board of Directors after such consideration is final.

If a regular member wishes to convert to life membership, that member will inform the Secretary/Treasurer and provide the life membership dues current at the time of application. The life membership becomes effective at the expiration of the current regular membership. The Secretary/Treasurer will update the membership rolls with the new membership status.

Article 3 Election of Officers

The Society Secretary/Treasurer will conduct elections for Society Officers under supervision of the Board of Directors. If the Secretary/Treasurer is unable to serve, the President will appoint a substitute from the Board of Directors.

The election will be conducted by mail ballot and/or e-mail and the results will be announced in the Society journal and on its website.

Section 3.1 Nominations for Office

The nomination period will be from October 1 through October 30. All regular and life members in good standing are eligible for nomination and election, including the incumbent Officers. Any member may submit a nomination for any or all offices and may submit his/her name for nomination.

There must be at least one nominee for each office. If no nominations for an office are received from the membership, the Secretary/Treasurer will determine whether the incumbent officer is willing to continue in the Office or will solicit individual members of the Society to be placed in nomination. If no nominations for an office are received and the incumbent officer does not wish to continue, the Board of Directors will determine a resolution.

The Secretary will consolidate all received nominations and prepare a slate of nominees for election. The slate will be sent to all regular members in good standing via e-mail or regular mail and published on the Society's web site not later than November 15.

Section 3.2 Voting

Each member in good standing is entitled to one vote. Members vote by sending their choices to the Secretary/Treasurer not later than December 15. At the conclusion of voting, the Secretary/Treasurer tabulates the votes and determines the winner of each office. The winner is the nominee receiving the most votes. Tie votes between two or more candidates shall be broken by a majority vote of the sitting Board of Directors.

The Secretary/Treasurer, after counting the ballots, shall report the results of the election to the Board of Directors; disseminate the results to the membership, and publish the results in the society's journal and web site.

All elections shall be held under such rules and regulations as may be adopted by the Board of Directors, providing such adopted rules and regulations do not conflict with the Bylaws, and all contests and questions in regard to the conduct of elections or results thereof shall be determined by the Board.

Article 4 Membership Recognition Levels

There are three membership recognition levels for members wishing to provide additional donations to the society over and above the regular dues: Sustaining, Beneficial, and Patron. Dues for these recognition levels will be established by the Board of Directors and published in the society journal

Article 5 Dues

All membership dues will be reviewed as required by the Board of Directors. Changes to the dues require the majority vote of the members of the Board of Directors.

Article 6 Webmaster

The President and Board have established the position of Society Webmaster. The Webmaster reports to the President and Board and is responsible for creating and maintaining the Society's website, posting materials, and resolving technical issues associated with it. Materials and information posted to the web site are as specified in the Bylaws and Appendix and as directed by the Board.

Article 7 Publicity and Public Relations

The President and Board have assigned responsibility for publicity and public relations to the three Directors-at-Large. These responsibilities include promoting the Society to the philatelic public, initiating and maintaining contact with other philatelic organizations, coordinating the Society's presence at philatelic shows and conventions, providing Society news and information to the philatelic press, and other publicity duties as assigned by the President.