

THE DIABLO NUMISMATIC SOCIETY BY-LAWS

Article I – Corporation

Section 1: The official name for this Corporation shall be the ‘Diablo Numismatic Society, Incorporated’, a non-profit mutual benefit corporation incorporated under the laws of the State of California.

Section 2: The principle location for the transaction of business by this Corporation shall be within the cities of Concord and Walnut Creek, Contra Costa County, California.

Article II – Purpose

Section 1: The general purpose and objective of this Corporation shall be to advance and enhance plus encourage and promote the science and hobby of numismatics in all its interests and branches among and with its own members, fellow numismatists and other hobbyists, and the public.

Article III – Regular Membership

Section 1: There shall be two (2) types of Regular Membership: Senior and Junior.

Section 2: Senior Membership: Any adult, eighteen years of age or older, who professes an interest in the Corporation’s Purpose and willingness to comply with its By-Laws and Policies, shall be eligible for Senior Membership.

Section 3: Junior Membership: Any adolescent at least seven years of age but not yet eighteen years old, who professes an interest in the Corporation’s Purpose and willingness to comply with its By-Laws and Policies, shall be eligible for junior membership.

Section 4: Before being considered for Junior membership, any adolescent applicant must have written consent and permission of his or her legal guardian.

Section 5: Membership application shall be in writing submitted with the necessary Application Form and may include the recommendation of one current Senior Member.

Section 6: Senior and Junior Membership Applications may be subject to the approval of the Board of Directors.

Section 7: Membership shall commence upon payment in full of required dues plus approval of the Board of Directors

Section 8: Upon reaching his or her eighteenth birthday, a Junior Member shall automatically become a Senior Member.

Section 9: Senior and Junior Membership shall terminate upon resignation of said member or his or her expulsion or when his or her dues become delinquent.

Section 10: Any former Junior or Senior Member may at anytime rejoin this Corporation, provided he or she complies with the provisions of the By-Laws and any Policies.

Article IV – Special Membership

Section 1: There shall be two (2) types of Special membership: ‘Fellow of the Society’ and Life.

Section 2: ‘Fellow of the Society’: By unanimous vote of the entire Board of Directors, any current Senior Member, Junior Members and former or past members ineligible, may be elevated and selected in recognition of outstanding sustained service to this Corporation and / or numismatics as a ‘Fellow of the Society’.

Section 3: ‘Fellows of the Society’ shall be listed in the membership records as ‘Fellows’ and be classed as Life members and thus not liable to pay dues.

Section 4: No current Senior member may be nominated nor considered for becoming a ‘Fellow of the Society’ unless he is nominated by at least two members and has been a Senior Member for at least five full years.

Section 5: Life membership: Any Senior Member, Junior Members eligible, upon payment in full of the established Life Membership Dues shall become a Life Member, provided he or she has been a Senior member for at least three (3) full years.

Section 6: The decisions as to ‘Fellow of the Society’ and acceptance of Life membership Dues payment shall be subject in all cases to the approval of the Board of Directors.

Section 7: By unanimous vote of the entire Board of Directors, any current Senior Member, Junior Members and former or past members eligible may be bestowed in recognition of service and support to this Corporation Life Membership.

Section 8: ‘Fellows of the Society’ and Life Members shall not be liable to pay dues.

Article V – Voting

Section 1: Each Senior and Junior member whose current yearly dues have been paid shall be entitled to cast one vote.

Section 2: Each ‘Fellow of the Society’ and Life Member shall be entitled to cast one vote.

Section 3: There shall be no proxy voting, and all votes must be cast in person.

Article VI – Dues

Section 1: The rate and schedule of dues for all membership types shall be established by the Board of Directors subject to the affirmative consent of a two-thirds (2/3) vote of the members at a meeting.

Section 2: The rate and schedule of dues, except Life, shall be determined and prorated (when joining at DNS Coin Show) on the calendar year.

Section 3: Dues shall be payable each January and become delinquent if not paid in full by March 1st.

Section 4: The Life membership Dues shall equal or exceed current Senior membership Dues at the factor of at least (10) times.

Article VII – Meetings

Section 1: The date, time, and site of meetings shall be established by the Board of Directors subject to the affirmative consent of a two-thirds (2/3) vote of the members at a meeting.

Section 2: The Board of Directors in emergencies and for social events may alter the date, time, and site of any one single meeting.

Section 3: One fourth (1/4) of the total regular and Special membership shall constitute a quorum for the transaction of business at any meeting.

Article VIII – Executive Officers

Section 1: The elected executive officers of this Corporation shall be: a President, Vice-President, Treasurer, and Secretary, ranked in order of authority and succession.

Section 2: These officers shall be elected by a secret and written ballot at the last meeting of each year and shall be installed in office at the first meeting of the following year.

Section 3: These officers shall serve their positions for a term of one (1) calendar year or until their successors are elected and take office. Any officer shall be eligible for reelection.

Section 4: The President shall be the chief executive officer of this Corporation subject to the control of the Board of Directors or members; shall supervise and coordinate the activities and business of the Corporation; shall preside at all meetings of the Corporation and of the Board of Directors; shall appoint all committees and their chairpersons; shall make all other appointments as provided in these By-Laws or in the Corporation's Policies; shall represent this Corporation as required, and shall install all new members.

Section 5: The Vice-President shall in the absence or at the request of the President perform any or all the duties of the President. If the president is unable to serve or to complete his/her term as President, then the Vice-President shall become President for the remainder of the unexpired term.

Section 6: The Treasurer shall receive and disburse all monies and funds; shall record and account for all income and expenditures, and shall render and keep financial reports for this Corporation.

Section 7: The Secretary shall record and keep minutes of all meetings and shall be the primary custodian of the records and documents of this Corporation.

Section 8: The Board of Directors may provide for additional responsibilities and duties for any or all these Executive Officers.

Section 9: Vacancies occurring in the offices of Vice-President, Treasurer, or Secretary must be filled by appointment by the Board of Directors for the remainder of the unexpired term.

Article IX – Board of Directors

Section 1: Subject to the Articles of Incorporation, these By-Laws, the laws of the State of California, or vote and action of the members, all corporate powers shall be exercised by or under the authority of, the business and affairs controlled by, and the property and finances administered by a Board of Directors.

Section 2: The Board of Directors shall consist of seven (7) Directors: the president, Vice-President, Treasurer, and Secretary plus three (3) Directors-at-Large

Section 3: The Directors-at-Large shall be elected at the same time as the executive officers are. All Directors shall hold their positions for a term of one (1) calendar year or until their successors are elected and take office. Any Director shall be eligible for reelection.

Section 4: The Board of Directors shall call and hold their meetings as they so order. Five (5) Directors shall constitute a quorum for the transaction of business, and the concurrence of at least four (4) Directors shall be required to approve all motions or resolutions.

Section 5: The secretary shall record and keep minutes of all Board of Directors' meetings.

Section 6: Vacancies in the positions of Directors-at-Large must be filled by appointment of the Board of Directors for the remainder of the unexpired term.

Article X – Finances

Section 1: The fiscal year for this Corporation shall be the calendar year.

Section 2: All dues payments shall be in cash or by check. No exceptions shall be allowed.

Section 3: All payments as Life Membership Dues shall be deposited and accounted separately into the 'Life Membership Fund'. Withdrawals or transfers from this Fund shall be subject to the control of the Board of Directors.

Section 4: The Board of Directors may empower the Treasurer to pay the obligations and bills owed by this Corporation without prior approval.

Section 5: The Treasurer shall submit no later than March 31st a financial report reviewing and summarizing the Corporation's finances for the prior fiscal year. If the Treasurer leaves his term early, then the financial report must be submitted up to the time of departure.

Article XI – General Provisions

Section 1: The Board of Directors may authorize any member to enter into any contract or execute any instrument in the name of or on behalf of this Corporation, and unless so authorized by the Board of Directors, no member, including the executive officers and Directors, shall have any power or authority to bind this Corporation by any contract or instrument or to pledge its credit or to render it liable for any purpose.

Section 2: Members, including the executive officers and Directors, shall receive no compensation for their services, but shall be reimbursed for their expenses incurred for the benefit of this Corporation as approved by the Board of Directors

Section 3: The official publication of this Corporation shall be its Diablo Die Break.

Section 4: No action nor resolution requiring the consent of the members shall be acted or voted upon at any meeting unless such action or resolution has been announced and read at, at least, two (2) prior meetings and published in its entirety in, at least two (2) issues of the Diablo Die Break prior to said meeting.

Section 5: The Board of Directors shall provide by Policies such rules and regulations that are deemed necessary for the business, affairs, property, or finances of this Corporation.

Section 6: All Policies adopted, and as amended, shall require the affirmative majority vote of the members at a meeting.

Section 7: The Rules contained in 'Robert's Rules of Order' shall govern all meetings and those of the Board of Directors, except where they are in conflict with these By-Laws or the laws of the State of California.

Section 8: The Board of Directors may bestow the title of Honorary Member upon any individual who is not nor never has been a member of this Corporation. Such individuals shall not vote nor be listed as members of this Corporation.

Section 9: Any member may be expelled from this Corporation upon recommendation of the Board of Directors which is confirmed by a two-thirds (2/3) vote of the members present at a meeting.

Section 10: Junior Members shall not serve as an executive officer or Director.

Article XII – Amendments

Section 1: These By-Laws, in total or in part, may be amended or repealed by a three-fourths (3/4) ratifying vote of the members present at a meeting, provided the proposed Amendment(s) has been announced and read at three (3) prior meetings and published in its entirety in two (2) issues of the Diablo Die Break prior to said meeting.

Section 2: All Amendments shall be consecutively numbered and be titled.

Section 3: All Amendments shall become effective immediately upon ratification of the members.

Diablo Numismatic Society

AMENDMENT I – CURATOR AND HISTORIAN

Ratified December 7, 1996

Section 1: The President shall appoint a Curator and a Historian, who shall serve until resigned or replaced, and these two appointments shall be permanent positions of this Corporation. These two positions shall be separate, but may be held by the same member simultaneously.

Section 2: The duties of the Curator and the Historian, or any other appointed positions that may be established, shall be specific and ordained by Policy.

AMENDMENT II – DIES

Ratified December 7, 1996

Section 1: Any and all striking dies shall be retained as the permanent property of this Corporation, preserved and secured in the Corporation's history and archives.

Section 2: Any and all striking dies shall never be destroyed, defaced, nor deformed in any manner or by any means; however, the safe and sound permanent security and integrity of any and all these striking dies shall be the primary responsibility and obligation of the Board of Directors.

Section 3: An annual audit and examination of any and all striking dies shall be performed no later than July 1st in the presence of the Board of Directors.

Section 4: The Curator shall be charged as the primary custodian responsible for the safe and sound permanent security and integrity of any and all striking dies.

Section 5: No member, nor Executive Officer or Director, shall have any authority nor power, at anytime or for any reason, to use any striking dies, after the final mintage of any dutifully authorized issue has been completed and confirmed.

AMENDMENT III – HARASSMENT POLICY

Ratified November 17, 2011

Section 1: This Corporation strictly prohibits harassment of any club member or associated guests in any form, whether based on race, religion, color, national origin, age, sex, gender identity, disability, status as a disabled veteran, political preference, sexual orientation, membership or non-membership in any lawful organization, or other basis prohibited by local laws or regulations.

Section 2: Club members need to be aware of harassment, including sexual harassment, and take action to prevent it. Sexual harassment is illegal and will not be tolerated at meetings and social events.

Section 3: This Corporation has developed procedures for handling complaints. If you feel you have been subjected to any type of harassment, you should tell the harasser that his or her behavior is unwelcome and you want it to stop. In cases where it is inappropriate to confront the harasser, concerns regarding harassment should immediately be reported to the President.

Section 4: All complaints shall be fully and effectively investigated, and prompt and effective corrective action shall be taken if the harassment allegations are confirmed.

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