

National Model Railroad Association  
Pacific Northwest Region  
Division Superintendent's Guidebook



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**NMRA  
DIVISION SUPERINTENDENT'S GUIDEBOOK  
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## Disclaimer

This Guidebook and its contents are the product of the input from a large number of NMRA members experienced in the organization and operation of various Divisions and Regions. This Guidebook is not a product of and does not have any content directed by the NMRA Board of Directors or NMRA staff. The contents of the Guidebook are to be considered as suggestions and have no force or effect as requirements of the NMRA or any Region, except as noted to be in compliance with NMRA Regulations and/or Region By-Laws.

## Background and Point of Reference

It is not uncommon, in this day and age, to lose sight of why NMRA exists and how the organization is structured. Any individual setting out to perform a leadership duty in an NMRA Division would be well advised to conduct a short review of the purpose and nature of the organization.

The NMRA is a “membership” organization that does not exist without members and which cannot execute its mission except through its members and their affiliations, one with another.

The following statement of purpose is taken from NMRA Regulations.

*The purposes of the National Model Railroad Association are, in part, to promote, stimulate, foster, and encourage by all manner and means the art and craft of model railroading; to preserve the history, science, and technology thereof; and to advance the global model railroading community through education, development of standards and recommended practices, advocacy, and social interaction. The corporation is organized for charitable, educational, literary, and scientific purposes consistent therewith included for such purposes. These purposes include, but are not limited to:*

- 1. To assemble, define, set up, investigate, publish, and encourage the use of Model Railroad Standards for better interchange and operation of model railroad equipment and to develop the technology of model railroading through scientific processes.*
- 2. To promote closer understanding and cooperation among (sic) model railroad manufacturers, distributors, dealers, publishers, consumers, and the general public.*
- 3. To develop the technical skills of persons engaged in the art and craft of model railroading and to promote fellowship among model railroaders.*
- 4. To educate persons engaged in model railroading methods of building and operating model railroad equipment and prototype practices.*

5. *To advance the hobby of model railroading wherever and whenever possible by publications, meetings, communications, and all things necessary or incidental to the foregoing purposes.*

It should be noted that the purposes also identify the primary reason any individual might consider membership in NMRA. Also note that while through membership each of us enjoys a special friendship and fellowship with other model railroaders, that is not a purpose of the organization but is an earned benefit which results from participation in NMRA sponsored activities and programs.


In order to accomplish its stated purposes, NMRA operates through several programs to serve its members and the hobby. Those programs are

1. Standards and Conformance
2. Education
  - a. Educational Clinic Program
  - b. Achievement Program
  - c. Contest Program
  - d. Youth and Scouting Program
  - e. Modeling with the Masters Program
3. Membership Services
4. Kalmbach Library
5. Meetings and Trade Show

Some effort will be devoted to these programs in this guide because they are the primary benefits of membership in the NMRA and constitute the core of the work that is addressed by Division Leadership.

## I. INTRODUCTION

The Division Superintendent's Guidebook has been created in an effort to assist people in leadership positions in the various PNR Divisions. It incorporates current PNR and National policies which impact upon operations of all Divisions. In those instances where an item in this guide is based on NMRA policy or PNR

policy a small emblem  will precede the article to indicate that adherence may be more than suggested.

The Guidebook includes "best practices" and "things to remember" that have been found to be successful for many activities, situations, and locations. It

serves as a guide for a Division to work closely with the Region in a common effort to benefit the entire membership and to promote model railroading. The PNR Office Manager will provide a copy of this Guidebook to each new Division Superintendent.



Because of the “cross border” geographic structure of PNR, not all suggestions for a Division will be applicable to both a US and Canadian Division. In an effort to sort out those that have a specific national basis or which differ because of the unique membership status of NMRA US and NMRA Canada members, a Small national flag follows the section or subsection title for those items known to be country specific. Over time, with input from divisions in both countries, this guidebook should provide appropriate guidance to all Divisions, regardless of geographic location

A prerequisite to any successful Division is flexibility within overall policies and requirements. To the maximum extent possible, everything done should be informal in terms of events, structure, and general operations. While we need to function in a business-like manner for financial and liability reasons, our overall objective is to enjoy model railroading. In addition to desired flexibility is the essential ability of every member of the Division to have an equal voice and to participate in Division leadership and in all Division activities.

The Division and the Division Superintendent play a significant role in the model railroad hobby and organization. The first contact with people who have an interest in model railroading usually occurs at the Division level. The officers of the Division should possess a sincere interest in promoting the hobby, encouraging any visitors to consider NMRA membership and to enjoy the challenges and fun the hobby has to offer. The Superintendent and all Division officers should read and become familiar with the NMRA Regulations, NMRA Executive Handbook, PNR By-Laws, PNR Policy Manual, and Division By-laws. A copy of the various documents may be obtained from the PNR Office Manager or accessed on-line at the appropriate organizational web site. The Region also encourages the Division staff to attend the Region meetings and conventions, and to send copies of any Division publications to the PNR President, Vice President and to the editor of **Switchlist** (the Regional publication) for inclusion on a regular basis.

## II. DIVISION BY-LAWS

Each Division should have a set of by Laws that define the Division organizational structure and the major policies and procedures for Division operation. Your Division by-laws should be approved by the Division membership. They should be read and understood by all of the Division officers and maintained by the Division Secretary or other appropriate Division official. Division By-Laws must be maintained current and followed. One of the major complaints of members is that “if we have rules and regulations, I don’t know what they are and we sure don’t follow them”. To prevent that situation, Division By-laws must be maintained current, correctly reflect the manner in which the Division actually does business, and reflect changes in National and PNR policies, practices and requirements.



Divisions within PNR may be separately incorporated under the laws of their respective states, provinces and/or countries. Divisions which are separate corporations, especially those incorporated as or officially recognized as “non-profit” or “not for profit” organizations, must ensure that their by laws are in compliance with the requirements of such designation.

The Appendix to this Guidebook is a set of example general Division by-laws. If additional guidance regarding By-laws is desired or required, Robert’s Rules of Order is the proper reference.

### III. OFFICER ELECTION AND RESPONSIBILITIES



Because Divisions within PNR may be separately incorporated under the laws of their respective states, provinces and/or countries a common set of duties and responsibilities is not practical. However, each Division, regardless of legal organizational basis is expected to conform to and be in compliance with the NMRA regulations and the PNR Bylaws.



The NMRA Regulations require that Division officers **MUST** be members of the NMRA and the Division (physically reside within the Division).

A Division shall have no less than two elected officials and the division shall hold no less than one business meeting per year. Officers should be elected by the division members. If a Division cannot determine a slate of candidates for a ballot election, the PNR President is permitted to appoint a Division Leader and a Secretary/Treasurer to serve for a period of not more than two years at which time the Division shall again attempt to determine a slate of candidates for a formal ballot election. The same person may not hold both required elected offices simultaneously. To maintain continuity of administration, Divisions should stagger the terms of officers so that not all are elected at the same time.

The duties of Division officers are as follows:



**Superintendent** – the Superintendent's responsibility includes the following:

- Provide Positive leadership and direction for the Division
- Serve as the Chief Executive Officer of the Division
- Schedule and preside over Division BOD and General Membership meetings. Vote on organizational business only in the event of a tie situation.
- Appoint various committee chairpersons and ad hoc committee members as needed. Be a member ex-officio of all committees he appoints.
- See that all orders and resolutions of the Board are carried into effect.
- Be responsible for the overall planning and coordination of the organization activities including publicity
- Sign all contracts or other instruments authorized by the BOD.

- Execute all legal documents requiring the signature of the person authorized to represent the membership except where the signing and execution thereof shall expressly be delegated to some other officer or agent by the Board of Directors.
- Serve on the PNR Board as a voting member.
- Keep Division members informed of the activities of the PNR Board and NMRA Board of Directors actions and activities
- Recruit and appoint (with the advice and consent of the PNR Achievement Program Chair) a Division Achievement Program Coordinator who will promote and administer the Achievement Program.
- Recruit and appoint (with the advice and consent of the PNR Contest Program Chair) a Division Contest Program Coordinator who will promote and administer the Contest Program.
- Recruit and appoint (with the advice and consent of the PNR Education Chair) a Division Education Coordinator who will promote and administer the Education Program.
- Appoint a Membership Chairperson for promoting NMRA/PNR/Division membership and conducting an active membership retention and recruiting program as identified by NMRA Membership Chair or PNR Membership Chair (PNR Vice President).
- Maintain appropriate liaison with PNR President and Office Manager to include reporting new Division Officers as soon as they are elected or appointed.
- Provide a current copy of their divisional bylaws to the PNR Secretary for inclusion in Appendix B of the PNR Policy Manual.

The specific duties, responsibilities and authorities assigned to individual Division Superintendents should be set forth in the Division Bylaws.

### **Assistant Superintendent**

- Assist the Superintendent and presides at meetings in his/her absence.



### **Secretary/Chief Clerk/Office Manager**

The administrative requirements of a Division may be better served by the appointment of an Office Manager who is not term limited and who may provide proper administrative continuity for the Division. While the duties of the Secretary to be present at all meetings and to record and report accurate minutes should be reserved to that office, other functions may be assigned elsewhere.

- Maintain the written records and legal records of the Division
- Record and maintain official minutes of all Division Board Meetings and formal meeting of Division membership.
- Maintain the membership records of the Division
- Insure timely correspondence with Division members and PNR officers regarding division activities and matters.
- See that Division events are publicized locally and in **Switchlist** and **Scale Rails**.

### **Treasurer/Paymaster**

- Maintain the financial records of the Division.
- Make disbursements of Division funds on behalf of the Division
- Collect and process funds receivable for the Division
- Provide a periodic (not less often than annual) financial report to the directors of the Division and the active Division membership.

**Directors (optional)** - as appropriate for each Division, one or more Directors may also be elected. The directors serve on the Board of Directors to represent the interests of the membership of the division, to assist in establishment of policies under which the Division will operate, to assist the officers of the Division in planning Division events, and assist in overall management of the Division.

#### IV. MEMBERSHIP AND DUES

Each division has a geographical territory which is determined in accordance with the PNR by-laws. Each NMRA member is automatically a member of the Division in whose geographic boundaries the member resides. By definition and in compliance with NMRA Regulations, every member of a Division must be a member of the PNR and the NMRA.



All NMRA members, regardless of parent region or division, are entitled to attend or participate in any activity of any other Division, except that they may not vote on matters of official Division business or hold an office in the Division. There is no restriction on the opportunity or ability of an NMRA member, not resident within a Division, to volunteer for service within that Division.



Guest attendance privileges may be granted to model railroaders to introduce them to Division, PNR, and NMRA activities. However, no one may consistently attend Division activities without becoming an NMRA Member. This is a National policy and is driven by insurance and liability concerns about non-members attending officially sanctioned events such as conventions and layout tours or other Division activities. It is also a matter of fairness since the activities of the Division are supported by funds raised by Division members.



Divisions may not charge “dues” for membership. However, the Division Board of Directors may choose to charge fees for specific activities, goods, and services such as:

6. Sales of Division-branded items such as patches, pins, shirts, etc.
7. Attendance at meets, conventions, tours, open houses
8. The cost of production and mailing of a Division publication.

For such activities, the fees will be the same for all NMRA members, regardless of residence.

Divisions that sponsor clinics or other educational seminar type events on a periodic basis may assess a fee for attendees. Such fee would normally be intended to cover facility costs, material cost for the event, general admin costs for the event, and any refreshments that may be offered to attendees. The fee shall be the same for all attendees, except that guests, as defined above, may be admitted at no or reduced cost.

## V. FINANCES AND ADMINISTRATION



For divisions that are incorporated under the laws of a state, there may be specific requirements dealing with the maintenance and processing of corporate financial records. Refer to the Articles of Incorporation and the appropriate laws of the state when establishing the fiscal policies and procedures for the Division.

A checking account should be maintained in the name of the Division to hold and disburse Division funds. Two officers should be authorized to have check-signing privileges; however the Treasurer/Paymaster should be the primary keeper of the funds.

Divisions are encouraged to keep files on a yearly basis. Items to be included in the yearly file: the yearly schedule of activities, bank statements/deposit slips/canceled checks, PNR reports, meeting minutes and attendance sheets. Notification of new officers should be provided to the PNR Secretary, Office Manager, and **Switchlist** Editor as quickly as possible after changes occur.

## VI. EXAMPLE DIVISION CALENDAR

Each Region and Division within the region will have an annual business year established in the bylaws. For PNR, the business year commences September 1 and concludes August 31 of the year following. Unless there is specific reason to deviate from the business year established for the Region, all Divisions would be wise to follow a similar schedule.

The following is a sample schedule of business for a Division

### **September –**

- New officers assume office.
- Appoint/confirm committee chairs (Appointment of Membership Chair, Achievement Program Chair, Education Coordinator, and Contest Chair are important and may require Region approval)
- Develop the year's meeting schedule and send notices of meetings to publications.
- Schedule all major events within the Division
- Notify all Division members of the meeting schedule (mail or e-mail). Post copies at local hobby shops; provide copies to the appropriate PNR officers and the Editor of **Switchlist**.
- Request from NMRA HQ and distribute Insurance certificate(s) for NMRA/Division sponsored events for the period January through July of the next year.
- Commence the Division Clinic schedule for the year

### **October through August**

- Hold at least one BOD meeting per calendar quarter.
- Conduct Clinics throughout Division
- Schedule and conduct an all-day meet/mini-convention to include the required annual meeting of the membership.
- Schedule and conduct an "Open House" and/or a prototype tour.

**March** - Request from NMRA HQ and distribute Insurance certificate for NMRA/Division sponsored events for the period August through December of the year.

**April** – Nominations for officers and directors to be elected that year

**June** – Distribute ballots for election of officers and by-laws change ratification

**July** – Complete official count of election ballots and deliver results to Election Chair  
-Submit Presidents Award nomination to PNR Chair

**August** – Publish results of election(s)

## VII. SCHEDULE AND PROMOTION

Division Officers, Directors, and Committee Chairs should meet prior to the start of each business year and prepare a schedule of activities. In effect, this is the Division's "business plan" for the year. Because of the considerable cost of printing and mailing to the Division membership, to the extent possible it is recommended that a schedule be developed for the complete year. Updates and information on the Division schedule can be distributed at member meetings or by fliers left in the area hobby shops and major clubs.

With significant numbers of NMRA members having internet capabilities, electronic distribution of meeting notices, changes in schedules, etc. can be an economical and rapid method of disseminating information. It is important, however, to realize that not all members will have such access and should not be overlooked. It is also important to recognize that compromise of a "mailing List" can lead to significant personal difficulty for members on the list. Proper procedures must be followed to protect the electronic mail addresses of members.

In establishing the dates for the various Division activities, careful consideration should be given to avoiding conflicts with holidays, PNR regional conventions, regularly scheduled meetings of other railroad interest groups (historical societies, special interest groups, etc), train shows and other popular local activities. Meetings can also be advertised in **Switchlist**, **Scale Rails**, and in the privately published model railroad magazines. Local newspapers commonly have an "activities and events" listing that can be used to publish Division events to the general public. The national publications usually have a three-month lead time for each issue, so send your listing in early. Flyers detailing scheduled events, such as the mini-conventions, should be circulated to hobby shops and railroad clubs at least a month in advance of the event. It is strongly recommended that a welcoming letter which encloses a courtesy copy of the schedule be sent to each new member and transferee.

Divisions with websites should consider including links to the PNR and the NMRA websites to help members keep informed of regional and national items of interest. Also, send any changes in Division web address to the editor of **Switchlist** and all others who need to know.

## VIII. DIVISION MEETS AND OTHER ACTIVITIES – IN GENERAL

The more successful Divisions in NMRA have been those which have tried to extend as many services and benefits as possible to the greatest number of their members. In any case, instead of making the members come to the services and benefits, the Divisions have found ways to bring the benefits closer to the members and to make the decision to not actively participate more difficult. One such method is the conduct of numerous “clinics” throughout the Division area with the understanding that one central “clinic” or monthly gathering will draw a limited number of participants while more widely dispersed gatherings will have a larger draw from the immediate area. In addition, each “clinic”, although following a fairly common format is free to evolve and conduct business in the manner best suited to the participants of that clinic. Each of the area clinics is headed up by a Clinic Chair who builds his or her own committee and handles all of the details associated with a successful clinic. One additional advantage of the multi clinic Division is that members get to choose the clinic or clinics they want to attend and clinics have the ability to share ideas and assets that work to improve all.

Division Meets will vary widely in scope and complexity. At one end of the scale, a Division Meet might consist of a single layout tour or operating session at a clinic member’s home. Or, it might include a morning clinic followed by the availability of several open layouts in the afternoon. Moving to the high end of the complexity scale, the activity may consist of an all day mix of clinics, contests and tours – fully deserving the title “mini-convention”. The following information provides “lessons learned” and “best practices” for the benefit of all PNR Divisions.

Regular Division membership activities should be scheduled at least once per quarter during the active Division year. Monthly gatherings, even if the attendance numbers are down, serve to better meld the division into a solid group. Each Division needs to determine its own policy concerning type of activities, frequency, operational year, etc. Some Divisions may operate throughout the entire year, while others may “take the summer off” because of competition from other activities.

Appropriate starting times for meetings, layout open houses, etc. should be determined on the basis of local conditions (e.g., traffic, availability of facilities, member preferences). Similarly, the duration of a clinic should be such as to permit the “scheduled” activities without undue waste of time. The following is a sample “agenda” for a monthly “clinic.”

- Meet and greet – Social time
- Call to order and introduction of guests
- Short clinic business period including general awards presentation opportunity

- Introduction and presentation of educational clinic program
- “What’s new in the hobby shop?”
- “Bring and Brag” discussion and awards
- Door Prizes and raffle drawings
- Good of the order
- Close clinic

## IX. CLINICS AND SEMINAR PRESENTATIONS

Education is a primary purpose of NMRA and the development of educational programs within a Division is instrumental in meeting that purpose. Education programs also serve the purpose of sharing experiences (both good and bad) and assisting others to become better modelers without suffering all the same setbacks. The education program offers a direct benefit that all can gain from and that all can participate in.

Clinics lasting one hour are appropriate for most ordinary division meetings. For other types of gatherings such as mini-meets or conventions, a presenter may divide a longer (2 or 3 hour) presentation into a series of one hour clinics that are presented sequentially. Three to four hours of clinics should adequately fill the program for a mini-meet/mini-convention. Depending upon the attendance expected and the availability of clinicians, you may consider running two or more clinics simultaneously to provide choices for attendees. If multiple “clinic tracks” are offered, try to sequence clinics of common interest one after the other and avoid scheduling two clinics with anticipated high interest opposite each other.

Typically, presentation time for each clinic should run about 45 to 50 minutes. . That allows about 10 minute transition time between clinics. Depending on the availability of places for lunch or if the event has a scheduled lunch period, it is appropriate to allow about 1.5 hours for lunch. The clinic program should offer a range of subjects to provide something of interest for everyone. Each clinic should cover a manageable subject, i.e., not too complex for the time available. Clinics dealing with “how to” do something or how to solve common problems generally are well attended and most appreciated.

Division mini-meets/mini-conventions also present an opportunity to provide training for AP judges, contest judges, or for individuals considering running for elected office or becoming more involved in Division activities. Setting time aside in a separate clinic or seminar track to provide training in those areas has proven beneficial.

Organizers need to assure that requisite electrical outlets are available for projectors, power tools, etc. to be used by the clinician, and that any special requirements are met (e.g., ventilation if painting or gluing is done). If the Division owns visual aids equipment, the organizers should make sure that it is available, operational, and compatible with the needs of the clinicians. Having a spare bulb for a projector and an extra extension cord and power strip is always a good idea. Make sure to check with the clinician to find out if there are special needs such as extra tables and if the clinician is bringing their own visual aids equipment.



A **handout sheet** is highly recommended for each clinic. The handout has several purposes. It facilitates note taking and gives the attendees a record of the clinic to take home. It is amazing how quickly we forget the little things that really impressed us during the clinic presentation if we do not have the information in writing. A handout usually assures that the clinic presenter is better prepared to actually make the presentation in the time allotted. Remind each presenter that a clinic **with a handout** can be counted towards Author points in the NMRA Achievement Program. (Volunteer Points if the clinic has been presented previously)

The PNR Education Chair has access to both clinic materials and clinicians that may be able to support your Division needs. The PNR web site has a library of proven clinic materials that are available for use by any member of the NMRA who desires to take those materials and use them directly or create a “new” clinic based on the materials. The web site also lists clinicians within the Region who are willing (within some established limits) to venture out and present clinics inside and outside their home Division. This is a valuable resource and can make the planning of a years worth of clinics or a mini-meet/mini-convention easier. Divisions are requested to continue to add to the library by submitting clinic materials from their division clinic series to [the](#) PNR Education Chair.

Several Divisions have created and developed a large lending library of VHS Tapes and DVDs on modeling and railroad related subjects. While the “tape library” is normally reserved to the members of the home division, some materials may be available for loan use to support a clinic program in other divisions. The way to determine the availability of materials from such a library is to visit the Division web site or contact the respective Division Superintendent.

## **X. “MAKE AND TAKE” CLINICS**

A specific type of clinic, the “make and take” has gained in popularity and has aided in increasing clinic attendance and member participation. The “make and take” actually serves two functions; one obvious and one covert. The obvious function is that clinic attendees actually get to work during the clinic and create something that they take home with them. This introduces attendees to scratch building and the use of tools and techniques. In some cases, the project cannot be finished during the clinic time and the attendee is sent home with the materials and the appropriate instructions to complete the project and to return with it at the next clinic for final completion and review. Projects are simple, practical, employ basic modeling skills, are easily accomplished by entry level modelers, are inexpensive, and are both fun and personally rewarding. There are more ideas for “make and take” than there are people at the clinic. Thus, we come to the second, or covert, reason for “make and take” clinics. Participation in a make and take generally stimulates ideas for more clinics and the opportunity to encourage other modelers to give a clinic. The end result is more participation and a lot more opportunities to expand the skills of all attendees. The cost of a “make and Take clinic may be defrayed by either budgeting for those costs in the Division budget or “passing the Hat” at the clinic.

Examples of this type of clinic that have been successful include figure painting, making signs, constructing modular framework, building simple structures, weathering rolling stock, making trees, constructing a rail bumper, and similar activities.

## **XI. LAYOUT TOURS**

Some portion of a Division's meets or activities could include traditional home or club layout tours with or without operating sessions. Arranging these tours requires additional planning and preparation. First you need to know the layouts that will serve well for this type of event and then work out a compatible schedule with the member to open his home to a significant number of people. In scheduling layout tours, it may be advisable to give any layout or host at least a one-year break between scheduled tours. Frequent visits may create a hardship for the host and cause membership interest to wane. If however, a layout presents a good opportunity for actual operations and the owner is willing to support a visit/operating session more frequently, that will probably turn out to be a favorite among the members.

If layouts are nearby you may be able to schedule two layouts for the same meeting day. Generally, layouts should be operational, and preferably have at least some scenery. However, if the layout has a unique feature or the manner of construction will be of interest to a number of members, that should override the concern for completeness. It is advisable to provide a sign-in sheet or book for the guests at each home. Perhaps one way to encourage more members to host an open house is for the Division to present the owner with a Visitor Log Book at the first open house so they may keep a running record of all visitors to the layout. Generally, the host will have his friends help operate the railroad, but if this is not possible, one or more of the officers or Division members should offer to assist. Finding a volunteer to operate a railroad should not be difficult.

The Division should provide standard recognizable signs such as cross bucks or other highly visible markers to assist division members in finding the meeting location. Maps depicting the layout location and driving directions from a common start point should be available. The host should clearly indicate where visitors should park (and not park if that is a neighborhood issue) and he/she would like visitors to enter the house. It is also helpful if the host could provide a handout that could be passed out at the door. The handout might include a layout plan, plus a brief description of the layout and the thinking that went into its design.

Within two weeks of the layout tour's completion, the Superintendent should send a thank-you letter or a note of appreciation to the layout tour host. A write-up of the tour and pictures of the open house and the layout should be featured in the Division newsletter. If the layout is appropriate for award of a Golden Spike Award and one has not been issued, the Division AP Chair and/or Superintendent should initiate the application and make sure the award is issued and presented to the host. In addition, the AP Chair should make sure that credit is assigned to all those who supported the layout tour as Association Volunteer credit.

If the tour includes an operating session, the AP Chair should make sure that appropriate instructions and forms are provided to permit the recording of tasks and time spent in support of the Chief Dispatcher AP certificate.

## **XII. PROTOTYPE TOURS**

If possible, try to schedule at least one prototype tour within each clinic area or the Division each year. These might be railroad yards and facilities, rapid rail facilities, trolley museums, railroad museums, tourist railroads, research facilities, manufacturer's facilities, industries with rail service, etc. One or more of the following challenges may have to be addressed:

- Admission fees.
- Bus transportation and, therefore, some sort of fee.
- Limits on the number of attendees or physical requirements for attendees
- Nature of activities at the site to be visited.
- Possibilities for combining the tour with other activities.

It is usually necessary to make arrangements well in advance (months to a year is most common). Be sure to find out all the requirements, such as age limits, liability releases, hard hats, sturdy shoes, photography restrictions, parking arrangements, etc. Of necessity, some tours limit the number of attendees. If this is the case, attendance should give priority to Division members in good standing. Several groups spread over different periods of time on the same day can generally be arranged to accommodate the largest number of people. Ensure that attendees are impressed with safety and the need to stay together.

### **XIII. ACHIEVEMENT PROGRAM**

Participation in the NMRA Achievement Program is a primary benefit of membership. From the description of the Program the following guidance is derived.

*In simple terms, the Achievement Program (AP) is a travel guide, to help you on your journey through the world of model railroading. The AP also provides incentive to learn and master the many crafts and skills necessary in the hobby of model railroading. With the completion of each category, you will be issued a certificate acknowledging your achievement.*

*Briefly, the AP is a system of requirements for demonstrating a superior level of skill in various aspects of our hobby. It covers not only building various types of models, but also building other things which are important to the hobby, such as scenery, structures, track work, and wiring. It also recognizes service to the hobby and the NMRA, which are important as well..*

*The AP requirements are a set of standards, but they can also serve as a set of guideposts for those who are new, near-new, and not-so-new to the hobby. Not because they lead to some sort of official pat-on-the-back, but because they are a source of ideas for projects that can help us learn to become better modelers.*

There are two existing models for Divisional level Achievement Program operations. One is the “wait and they might come” model while the other is the “seek out and assist” model. Not surprising that the more active program has better results and aids greatly in developing a more active participation in all Division activities. The key to an effective program is a knowledgeable and involved Superintendent and Division AP Chair. The program will involve all existing MMR in the Division to fulfill their commitment to assist other modelers and will employ the full roster of people qualified to act as AP judges. The program takes every opportunity to put AP before the membership and to demonstrate the significance of the benefit of membership represented by AP.

Whenever possible, every Division clinic session should include a short reminder about AP and perhaps review the requirements for a particular certificate. When possible AP judges should be available at the clinic to complete judging on models brought to the clinic for that purpose. AP awards should be presented at the appropriate clinic and whenever possible by the Division Superintendent and/or AP Chair. AP activity and AP progress of members should be prominently presented in the Division newsletter. In short, the Achievement Program as a primary benefit of membership and a key part of the NMRA Education Program, should be a high visibility and active part of the Division operations.

## **XIV. CONTESTS**

Model contests come in several versions and it is important to understand the differences and the impact on the conduct of a contest. A formal full up contest under NMRA Contest regulations requires a great deal of planning and positive control for correct execution. Inherent in a NMRA contest is the requirement to complete judging by those qualified as NMRA contest judges and the use of NMRA standards for the judging process. The NMRA contest also identifies categories in which models may be entered and judged. The NMRA contest has no outside or public input on determination of contest standing.

A more relaxed contest type is the People's Choice contest in which each attendee or authorized visitor receives a ballot and may vote for one model in each category offered as well as any special recognitions such as "Best of Show", "Best Paint Job", "Most Unique" or other such qualifier. People's Choice contests are not limited in categories for entrants and may even include "special" categories established by the Division. For example some Divisions have a standing "module" contest in which an entry must fit on (or in) the module dimensions specified for that year or must represent a specific theme for that contest. People's Choice contests are very popular for shows open to the public.

A combination of contests will allow both NMRA contest judging followed by peoples Choice judging. The results of both simultaneous contest are announced together so as to not influence the outcome of either contest. Of late, the combined contest or a combination of NMRA Achievement Program judging (non competitive) and Peoples Choice have seen greater use.

Model contests are frequently held at mini-meets and mini-conventions. Members from one of the local railroad clubs or Division modular groups might host this activity. However judges must meet the qualification for the type of contest being conducted. If this can be arranged, always coordinate with them several months in advance of the meet to discuss categories, signs and any other type of needed assistance. The Division Contest Chair may obtain qualified judges and run the formal NMRA judging. You can work with the PNR Contest Chair if help is needed with qualified judges.

Appropriate certificates and/or ribbons for winning entries in each category specified should be available. It is not necessary to present a costly plaque to each winner but recognition of an appropriate quality should be offered. Contest winning entries should be identified in the Division newsletter and with pictures on the Division web site. The cost of awards should be considered as an expense to the meet in which the contest is held and be covered by meet registration price.

Other popular contests to consider are: photo contests, switching layout contests, and the **Favorite Train** category. Checking with the Contest page on the NMRA web site may provide additional ideas for a more effective contest. Remember to announce the details of contests in the schedule prepared well before the event.

Division Superintendents, meet planners and the Division Contest and AP Chairs must remember that contests are, by their very nature, competitive while AP judging is not. It is worth consideration to provide for and complete AP judging early in the meet and then allow any and all who wish to include their items in the contest to do so. It is not appropriate to require that members enter items in a contest to receive AP judging.



## **XV. MINI-MEETS/MINI-CONVENTIONS**

Mini-Meets or Mini-conventions held by the Division are generally scheduled on a Saturday. They may feature several events, clinics, modular displays, contests and the like, and will normally be better attended than the regular monthly activities.

If a Division has only one mini-meet/mini-convention a year, it should incorporate the annual meeting of the membership. The membership meeting should be scheduled at a time when all members who so desire may attend and there should be no "registration fee" charged to those who attend the meeting only. The annual meeting is a legal requirement for most Divisions and certainly for those that are formally incorporated. With that in mind, scheduling the meeting as a morning event, not opposed by any clinics or tours, is a good idea.

**Planning** - The mini-convention schedule should be completed at least six months prior to the event date. That will allow clinic presenters adequate time to prepare their presentations and to allow sufficient time for publicizing the events in Division publications and/or **Switchlist** and through local hobby shops and local media.

**Meeting Location** - The meeting location for mini-conventions should be large enough to accommodate a substantial number of attendees. It should have areas or rooms for clinics/films, layout displays, model contests/displays, refreshments/general discussion, and registration. Optional space may be provided for modular operations, vendor literature, vendor sales, etc. depending upon policies for the use of the facility. Churches and school buildings can often be used for nominal rental or donations. There should be adequate parking, clearly posted signs and, if possible, an intercom/public address system available to keep attendees informed of activities within the mini-convention. Remember to verify the planned availability, use and access to the meeting location several days prior to the meet. The facility should be open for set-up at least two hours before the beginning of the meet.

**Registration Fee** - A registration fee may be charged to cover the cost of the facilities, prizes, and other expenses. The Division Board should try to determine a break-even point well in advance to establish this fee. Clinic presenters may be exempt from paying registration but that is not necessary. NMRA operates on the concept that all members will serve as volunteers in the best interest of the hobby and the organization. Clinicians and other volunteers involved in the event will enjoy the benefits of the event and thus should be willing to pay a small and reasonable registration fee. The goal however is to keep the fee reasonable for the event and to encourage participation.

Persons who are not NMRA members may be allowed to attend the event provided that they complete at least temporary NMRA membership through Rail

Pass or a similar program. Those establishing limited (other than full cost membership) might also be assessed a small processing fee. Persons who are not full pay members on registration should not be allowed to enter items into contest and should have the lowest priority for attendance at tours and special events.

**Refreshments** - This area may be handled by the Division or by a group from the host facility, with any profits in the latter situation going to that group. Depending upon the starting time of the event, suggested foods include: coffee in a large urn; donuts and pastries (can be obtained through most donut shops at quantity discount with prior arrangement); cookies; soft drinks; and some type of sandwiches and chips (if facilities permit preparation). Condiments, plastic ware, cups, napkins, and trash bags should be provided by the Division, if not specifically handled by a host group.

### **Supplies for a Division Mini-Meet/Mini- Convention**

**Registrations support** - The supplies necessary to successfully complete efficient registration of attendees include:

- A table(s)
- Completed pre registration list
- Registration forms (name and address)
- Name badges (not necessary for those having NMRA, region or club badges)
- Door prize tickets
- Agenda packet with event information for each registrant
- Paper, pens, and masking tape; money box; and tape or tacks (if allowed) for posting signs
- NMRA membership forms and RAIL PASS Forms
- Current Division roster of members (alphabetical order)

**Clinic support** - Supplies required to support clinic presentations may include: (this list should be verified by direct contact with each presenter)

- Slide projector, overhead projector, and/or SVGA/LCD projector;
- Projection screens
- Laptop computer for projectors
- Spare projector bulbs; projector table;
- VHS and/or DVD player and CD/Audio tape player
- Extension cords and power strips;
- Window black-out covers (if needed);
- Tape recorder and tapes.
- Set up tables for clinic materials
- Protective plastic or tarp ground covers

**Displays and contests** - Supplies required for putting on successful displays and contests include:

- Tables (covered with paper or a cloth);
- Good lighting;
- Contest forms;
- Contest category signs;
- Slips of paper for ballots (if a popular vote method is used) and a ballot box.
- “Warning, Do not touch models” and other appropriate signs

**Greeting and identification** - The Officers of the Division should have prominent name tags, be positioned **near** the Registration area, and make it a point to greet as many attendees as possible, particularly new members or those attending a first event. Nothing discourages a new member faster than seeing a number of cliques formed around him from which he or she is excluded. It is the job of Division Officers to make every attendee feel welcome and important to the organization.

## XVI. CROSS BORDER CONSIDERATIONS



PNR is a ‘cross border’ region with members located on both sides of the US/Canadian border. The legal requirements to enter one country from the other are established by the individual countries and the documentation necessary varies in availability from state to state and province to province. The current requirements to enter the US from Canada for all persons (US citizens as well as others) is a valid passport (with entry visa if required) (not required for Canadian citizens) or an Enhanced Drivers license. Current information on the enhanced license program and entry requirements taken from the US Department of Homeland Security web site is provided for reference only. Of note, only Washington State and British Columbia (in PNR) are currently listed as issuing Enhanced Drivers Licenses. This implies that specific care and consideration must be given to potential loss of cross border participation in planning division events.

### ***Enhanced Drivers Licenses: What Are They?***

*State-issued enhanced drivers licenses (EDLs) provide proof of identity and U.S. citizenship, are issued in a secure process, and include technology that makes travel easier. They provide travelers with a low-cost, convenient alternative for entering the United States from Canada, Mexico or the Caribbean through a land or sea port of entry, in addition to serving as a permit to drive.*

*The Department has been working with states to enhance their drivers licenses and identification documents to comply with travel rules under the [Western Hemisphere Travel Initiative \(WHTI\)](#), effective June 1, 2009. The states of Michigan, New York, Vermont and Washington are issuing these enhanced drivers licenses.*

*Enhanced drivers licenses make it easier for U.S. citizens to cross the border into the United States because they include*

- *a vicinity [Radio Frequency Identification \(RFID\)](#) chip that will signal a secure system to pull up your biographic and biometric data for the CBP officer as you approach the border inspection booth, and*
- *a Machine Readable Zone (MRZ) or barcode that the CBP officer can read electronically if RFID isn't available.*

*The top 39 land ports of entry, which process more than 95 percent of land border crossings, are equipped with RFID technology that helps facilitate travel by individual presenting EDLs or one of the other RFID-enabled documents.*

### ***Alternative to Canadian Passport***

*The Department has worked with Canadian provincial and federal officials to pursue enhanced drivers licenses as an alternative to the Canadian passport. Four Canadian provinces (British Columbia, Manitoba, Ontario, and Quebec) are issuing EDLs to Canadian citizens. Canadian citizens can present an EDL when entering the United States from Canada, Mexico, or the Caribbean through a land or sea port of entry.*

### ***Privacy Protection***

*No personally identifiable information is stored on the card's RFID chip or can be transmitted electronically by the card. The card uses a unique identification number that links to information contained in a secure Department of Homeland Security database. This number does not contain any personally identifiable information.*

*When you get an enhanced drivers license, you will also receive*

- information on how to use, carry and protect your license, and*
- a shielded sleeve that prevents anyone from reading your license.*

## XVII. REPORTS TO THE REGION

Regardless of the actual operating year established by each Division, quarterly reports should be submitted to the PNR President and **Switchlist** editor so that information can be provided to the PNR Board and subsequently published in **Switchlist**. The **Switchlist** material and publication schedule is available from the editor and should be followed. These periodic reports provide information to the PNR Board on activities, accomplishments, problems, plans, and financial health of each Division within the PNR. Items to include in reports include:

- **Officers, Directors and Committee Chairs:** List including names, addresses, telephone numbers and e-mail addresses.
- **Membership:** Membership objectives for the year and recruitment activities conducted during the year. (send to PNR Vice President)
- **Division Events:** Include meetings, shows, displays, etc. Each event should include some information about the event, attendance, level of participation and, if possible, pictures.
- **Charitable and Educational Activities:** Include information about the Division's charitable contributions and educational activities.
- **Achievement Program Activity:** List of members who earned the Golden Spike or one or more Merit Awards and Achievement Certificates.
- **Future Directions:** Potential new activities or events that the Division plans to investigate for the future.
- **Division Calendar update** – changes and revision to the calendar including new clinic locations and revised clinic schedules.

## **XVIII. PNR CONVENTIONS**

Divisions are assigned to host Region conventions based on a nominal rotation schedule established by the PNR Board of Directors. A PNR Convention Handbook is available to assist in the necessary planning and other activities leading up to and conducting a successful convention event. The PNR Convention Chair is available to assist Divisions with information, advice, and guidance for the planning, procedures, and steps required for a successful regional convention.

While PNR Conventions are not intended to be primary fund raising events for the Region or the Host Division, the host Division should anticipate significant revenue when their convention is successful. Conventions are intended to help satisfy the purposes of NMRA and for the betterment of the hobby through clinics, tours, a forum for the general exchange of experiences and ideas, and can serve as a showcase for local layouts, prototype facilities, and clinics. The event has the added benefit of enabling the development of new personal relationships and the continuance of prior friendships.

There are, to be sure, certain problems in hosting a convention, such as, affordable lodging and meeting facilities, availability of high-quality model railroad clubs and home layouts, possible lack of prototype sites, and overall manpower requirements. Many of these can be overcome through assistance of the PNR as long as there are local model railroaders who will provide a nucleus for planning and execution.

## **XIX. Awards and Recognition**

In general, model railroaders do not participate in the hobby or NMRA related activities in the hope of gaining personal recognition or glory. In many cases, having completed one or more very successful business careers, many already have an overfull "Love Me" wall and would rather save the room at home for more models and modeling items. Getting one more piece of paper to hang on the wall is not a very high priority.

That said, the importance of awards and recognition in both retention and recruiting cannot be ignored. No individual, no matter the face displayed at the time, will seriously object to being singled out among his peers for doing a little bit extra or providing a service that benefits all. Equally important, the understanding developed among all the members that that little extra effort is both recognized and appreciated has a lasting and positive impression. The trick is how to implement an effective and meaningful program without being excessive or, worse yet, leaving the impression that only "some" are worthy of recognition.

Starting from the top down, a Division should have some sort of formal award that recognizes the contribution across time (certainly not less than a year) of members who are exceptionally active. In one Division, the committee to select the awardee is comprised of the last three so awarded. That has proven effective to remove any tint of favoritism or "good old boy" cronyism in the selection process. The process also allows for co-awards or joint awards when persons work as teams or when it is clear that two individuals merit the recognition. The award should be presented at the annual meeting (or similar event) and publicized in both division and region newsletters.

Lesser, but still significant awards should also be considered. One division allows the Superintendent to make a "Superintendents Award" to any individual who has provided distinctive service through a single or multiple acts. The award may be presented any time during the year. It is normally a simple parchment award document signed by the Superintendent and presented at a local clinic. Once again the award is publicized.

Local clinics can also have awards for performance at their level. A simple Appreciation Award could go to the individual presenting the clinic. A simple Model of the Month certificate could go the people's choice from the "Bring and Brag" entries. A comic award for funniest layout goof or model construction "misstep" can help us poke fun at ourselves.

Give it some thought and try to create a program that helps build Division strength and cohesiveness.



## Appendix - Example Division By-laws

The example By-laws that follow are intended to serve – by example - as a “list of things to think about” when Division By-laws (i.e. the Division’s governing documents) are created or revised. It also offers suggested wording (particularly Article IV) which will help insure that Divisional By-laws conform to the NMRA Regulations. No Division will choose to adopt all these provisions exactly as written. Some of the provisions are accompanied by comments, explanations, or suggested alternatives. The Division depicted is, of course, **hypothetical**.

There are some differences between the example by laws and suggestions and recommendations contained elsewhere in this guide book. The reason for the differences is that the by laws example is considered a minimum level “boiler plate” while the guidebook looks to a higher level of activity and participation within the Division. In addition to the example by laws, copies of all current PNR Division By laws are available on the PNR web site as appendices to the PNR By-laws. It may be worth while to review [those](#) documents as well when considering initial draft or amendment of by laws for a Division.



For nonprofit organizations in general, there is a “pecking order” that must be observed. Starting at the top:

- National and/or State laws, particularly corporate laws.
- The organization’s articles of incorporation (if incorporated).
- The individual organization’s Constitution and By-laws or governing documents.

Thus, for example, provisions of an organization’s governing documents that conflict with state law are invalid. In addition, some states require inclusion of specific provisions and/or the use of specific terminology. The example provisions that follow may or may not conform to your state’s requirements.



For NMRA divisions, there is an additional “pecking order” to consider. Divisional By-laws must conform to the Regional governing documents, and with National Model Railroad Association (NMRA) Regulations.

### **By-laws of the (Hypothetical) Cascade Division Pacific Northwest Region, National Model Railroad Association (Adopted by the Southland Division xx/xx/xx)**

#### **Article I Name, Status, and Purpose**

1. The name of the organization is the Cascade Division (the “Division”). It is established under the provisions of the governing documents of the Pacific Northwest Region (PNR), and the Regulations of the National Model Railroad

Association (NMRA). If a conflict should develop between these Bylaws and the Region's governing documents, the Region's governing documents will prevail. If there is a conflict with the NMRA Regulations, the NMRA Regulations will govern.

2. The Division is incorporated in (state), and is classified by the U. S. Internal Revenue Service as a 501-c-3 tax exempt organization.

3. The Division is organized to promote educational, charitable, historical, and social interaction activities related to model railroading and rail transportation.

**Comment:** *Incorporation and achieving 501-c-3 status usually require the services of an attorney, and not all Divisions take this step. Incorporation is desirable for liability purposes, and is necessary for 501-c-3 status. The latter is desirable for many reasons, including (1): volunteers can usually deduct their non-reimbursed cash expenses from their taxable income, and (2) donations of money and/or equipment may be tax-deductible for the donors.*

## **Article II**

### **Territory**

1. The Division includes (x), (y) and (z) Counties in the state of (states within the PNR).

2. Throughout these By-laws, "residence" means the member's principal residence.

**Comment:** *Division territory must be approved by the Region. Territory is usually defined by county. In some cases, other methods, such as ZIP codes, may be needed to accurately describe a division's territory.*

## **Article III**

### **Fiscal Year/Business year**

The Division fiscal year and business year shall be concurrent and will be from September 1 to August 31.

**Comment:** *Any time period may be selected, e.g., July 1 – June 30*

## **Article IV**

### **Membership, Dues, and Finances**

1. Each NMRA member is automatically a member of the Region, if one exists, and of the Division, if one exists, in whose territory the member resides.

2. All NMRA members, regardless of residence, are entitled to attend or participate in any activity of the Division, except for voting and holding a Division office.

3. The Division Board of Directors may choose to charge fees for specific activities and services such as meets, conventions, tours, open houses, and a mailed copy of a publication. For such activities, the fees will be the same for all NMRA members, regardless of residence. Members may not be charged a fee to participate in any NMRA program that is a direct benefit of NMRA membership.

4. Guest attendance privileges may be granted to model railroaders to introduce them to Division and NMRA activities. However, no one may consistently attend Division activities or use Division assets without joining the NMRA.

## **Article V**

### **Voting and Office Holding Rights**

1. All Division officers, members of the Board of Directors, and officials must live within the Division's territory.
2. Only members of the Division may vote, and each member is entitled to one vote on each issue presented to the membership for a vote.
3. Elected officers must be members in good standing when elected and throughout their term of service.

## **Article VI**

### **Board of Directors**

1. There will be a Board of Directors (the "Board") of the Division that will supervise and control the business, property, and affairs of the Division, except as otherwise provided by law or these Bylaws.
2. The Board will consist of the Superintendent, the Assistant Superintendent, the Treasurer- Paymaster, the Secretary and three Directors at large.
3. The Board will hold at least two regular meetings each year at times, days and places designated by the Superintendent. Notice of the time, day, and place will be given to each Board member and the membership at least fifteen days in advance.
4. Special meetings may also be held on the request of the majority of the members of the Board.
5. Voting by proxy is permitted. A formal written proxy is required to be presented at the time the Board meeting is called to order. However, one or more members of the Board may participate in a Board meeting by means of a conference telephone, or similar telecommunications device that allows all participants to hear each other. Additionally electronic meetings of the Board are permissible so long as all members have the opportunity and ability to communicate freely with all other members on each issue brought before the Board. The specifics of such electronic meetings shall be established by the Board.
6. A majority of the Board members will constitute a quorum for the transaction of business.
7. No officer or Board member will receive any remuneration of any kind for his or her services. However, they may be reimbursed for reasonable expenses incurred, with the approval of the board and upon presentation of a written request and appropriate documentation.
8. Unless otherwise stated in these By-laws, *Robert's Rules of Order* will govern the conduct of board meetings. Specific attention will be given to the application of Robert's Rules for use by small Boards.

**Comment:** *If a majority constitutes a quorum, it is helpful to have an odd number of members on the board. A smaller or larger board than indicated in the sample bylaws will be appropriate for some Divisions.*

## **Article VII**

### **Duties of Officers and Board Members at Large**

1. The Superintendent will preside over Division and Board meetings, and will perform the usual duties of the head of a nonprofit organization. He or she will be an *ex officio* member of all committees except the Nominating and Audit Committees.
2. The Assistant Superintendent will act as Superintendent when the Superintendent is absent or otherwise unable to serve, and will perform any duties assigned by the Superintendent. The Assistant Superintendent will normally serve as the Membership Chair for the Division.
3. The Secretary will maintain the Division's files and records, take minutes at Board meetings and see that Division events and activities are publicized.
4. The Treasurer/Paymaster is responsible for receiving and disbursing funds, and preparing financial reports.
5. Board members at large will perform tasks assigned to them by the Superintendent.

**Comment:** *Many Divisions prefer to combine a number of these functions.*

## **Article VIII**

### **Vacancies**

The Assistant Superintendent will succeed the Superintendent in case of resignation or incapacitation.

The Superintendent will appoint a replacement in the case of resignation or incapacitation of any other member of the Board.

**Comment:** *Some Divisions may prefer to have vacancies filled by a majority vote of the Board.*

## **Article IX**

### **Conflict of Interest**

No Board member will cast a vote, or take part in the final deliberation, on any matter in which he or she, or members of his or her immediate family, have a personal financial or other interest.

**Comment:** *Because of recent scandals in the corporate and nonprofit world, nonprofit organizations of all sizes are being urged to create an Audit Committee and to adopt a conflict of interest policy. Such policies can cover many pages, and may be separate from the By-laws. The policy in the foregoing paragraph is about as simple as it can be.*

## **Article X**

## **Committees and Officials**

The Superintendent will appoint the following committees and officials:

1. A Nominating Committee of two or more members, at least one of whom will be a board member or recent board member. Duties of this committee are described in a later section of these Bylaws.
2. A Finance Committee of two or more members. This committee will conduct an annual financial review of the Division's books at the end of each fiscal year, and when a new Treasurer/Paymaster takes office, reporting the results to the membership at a membership meeting or in the Division's official publication. Neither the Superintendent nor the Treasurer/Paymaster may serve on this committee.
3. An Editor for the official publication of the Division.
4. An Achievement Program Chair. This appointment will be made with the advice and counsel of the PNR Achievement Program Chairman.
5. An Education Program Chair. This appointment is made with the advice and counsel of the PNR Education Program Chair.
6. A Contest Chair. This appointment is made with the advice and counsel of the PNR Contest Chair.
7. Other committees as needed to carry on the activities of the Division.

## **Article XI**

### **Membership Meetings**

1. Membership meetings will be held at such times and places as may be determined by the Board.
2. The Superintendent will call special meetings upon written application of ten percent of the members or a majority of the Board.
3. The annual meeting of the Division will be held in September of each year to conduct appropriate business. Date, time, and location will be communicated to all members at least fifteen days ahead of time.
4. Proxy voting is not permitted for any issue placed before the general membership.

***Comment:*** *In that virtually all issues placed before the membership are by 'mail-in' ballot, there is no need for or reasonable manner to accept proxy voting.*

5. At any membership meeting, members present will constitute a quorum for purposes of voting on items announced in the agenda published to all members not less than 15 calendar days in advance of the meeting date. Votes on revisions to by laws, election of officers and directors, and dissolution of the Division shall not be conducted at membership meetings but will be deferred to an all membership mail in ballot.

***Comment:*** *Attendance required for a quorum may be modified to depend on the size of the Division. A commonly used alternative defines a quorum as a specified percentage of the members. The quorum requirement should not be such as to disable conduct of any business including any agenda item and votes*

*on advisory issues for the Board of Directors. The requirements must be such that a small number of active members cannot “hijack” the Division simply by showing up for the annual meeting.*

## **Article XII**

### **Terms of Office, Nominations, and Elections**

1. The Superintendent, Assistant Superintendent, Secretary, Treasurer/Paymaster and all Board members will serve two year terms.
2. None of the foregoing seven people may serve in the same office for more than two full consecutive terms.
3. No one may fill more than one of the foregoing seven positions simultaneously except for brief transition periods.
4. In preparation for each year’s annual election, the Nominating Committee will solicit candidates, explaining the requirements of the position. In addition, any member may nominate someone via a written notice to the Nominating Committee, with the permission of the nominee. Such nominations must be submitted to the Nominating Committee at least thirty days ahead of the election.
5. The names of candidates for office will be communicated to the membership at least fifteen days before the election.
6. Members elected will take office on September 1.

***Comment:** For nonprofit organizations in general, the most common term of office is three years. In PNR, terms of office in the various divisions are commonly two years. Divisions may prefer to elect the Directors, with the Directors electing the Superintendent and other officers. Some Divisions may require mailed ballots and/or more rigorous procedures for nominations from members not on the Nominating Committee.*

## **Article XIII**

### **Amendments**

These By-laws may be amended by two thirds vote of the members resulting from an all member mail-in ballot.

The proposed amendment must be communicated to all members as a part of the ballot package.

***Comment:** Some organizations require a two-thirds vote for some changes, and a simple majority for others.*

## **Article XIV**

### **Referendums**

Ten percent of the members may create a referendum issue to be voted on by the general membership in a normal or special election by mail in ballot by submitting their request in writing to the Secretary. The request must be signed by not fewer than 10 percent of the members of the Division. The referendum must be communicated to all members in the mail in Ballot. Removal of an officer

or a change in the By-laws requires a two-thirds vote of the members returning ballots. Other issues require a majority vote of those returning ballots.

In the instance of a recall or member driven revision to the by laws by referendum, the ballot package must include sufficient information for the members to understand and make a decision on the issue before them. For recall, a statement by the officer(s) involved and those bringing the charge for recall must be included. For bylaws revision a pro statement by those offering the amendment must be provided and a con statement authored by the Board of Directors is also required.

## **Article XV Dissolution**

1. The Division will be considered dissolved when any of the following events occurs:
  - A motion for dissolution is adopted by a two thirds vote in the same manner as is provided for amendment of these By-laws, or
  - No meetings of the Division are held or scheduled for twelve months, or
  - The Division charter is revoked by the PNR.
2. Upon dissolution, the last elected officers and directors will pay all outstanding bills, and promptly forward all assets and records to a PNR official designated by the PNR President. If the PNR is unable or unwilling to receive the assets, they will be donated to another 501-c-3 organization whose purpose is generally consistent with that of the Division.
3. No member of the Division being dissolved or PNR may receive personal financial or asset benefit from the act of dissolution.

***Comment:*** *Some sort of dissolution provision is required for 501-c-3 organizations, and is recommended for all nonprofit organizations. The provision in the governing documents should be consistent with any dissolution provision in the Articles of Incorporation.*