

**BY-LAWS of the CENTRAL NEW YORK DIVISION,
NORTHEASTERN REGION of the
NATIONAL MODEL RAILROAD ASSOCIATION, INC.
As Amended May 21, 2023**

I. Office

The division shall maintain a mailing address within the division boundaries and keep the address current with appropriate government entities such as the IRS and New York State.

II. Authority

The authority for these By-Laws is derived from the Constitution of the Central New York Division, the By-Laws of the Northeastern Region (NER) and the Regulations of the National Model Railroad Association, Inc. (NMRA)

III. Division Officers and Other Officials

A. Elected Officers. The Elected Officers of the Division shall consist of the elected positions of Superintendent, Assistant Superintendent, Chief Clerk, and Paymaster. The term of office for these Elected Officers shall be for a period of about one year commencing at the conclusion of the election of Division Officers at the annual business meeting and continuing until the conclusion of the election of Division Officers at the annual business meeting the following year. There is no limit to the number of terms a member may hold an elected position. All balloting for elected positions will be in accordance with the procedures stated in the constitution. The Superintendent is the only elected officer that may not also hold an Appointed Official position. The elected division officer powers, duties, and responsibilities are as follows:

1. Superintendent. In addition to duties imposed by the Division Constitution, the Superintendent shall:
 - a) officiate and preside at the Annual Business Meeting, all General Membership Meetings and Board of Directors Meetings.
 - b) appoint successors to vacancies in the other offices to serve until one is elected to serve the remainder of the term as provided in the Division Constitution.
 - c) have sole authority to appoint and/or remove Division members as chairpersons or appointed officials as hereinafter defined.
 - d) enforce all NMRA and Division policies.

**BY-LAWS of the CENTRAL NEW YORK DIVISION,
NORTHEASTERN REGION of the
NATIONAL MODEL RAILROAD ASSOCIATION, INC.
As Amended May 21, 2023**

2. Assistant Superintendent. The Assistant Superintendent shall:
 - a) assist the Superintendent;
 - b) shall officiate and preside at all Division meetings in the absence of the Superintendent;
 - c) shall assume the office of Superintendent for the interim should it be vacated, continuing to serve with full authority as Superintendent until a new Superintendent is elected as provided in the Division constitution.
 - d) take the minutes of all meetings from which the Chief Clerk is absent.

3. Chief Clerk. The Chief Clerk is the official Secretary of the Division and shall:
 - a) take the recording minutes at all official meetings of the Division.
 - b) maintain the mailing list of the Division membership and each member's standing.
 - c) maintain a listing of all currently authorized committees and their members and, upon request, shall provide the list to any regular member at any meeting of the Division.
 - d) prepare and forward the annual NMRA Division report of activities and membership for the preceding year as required by the Northeastern Region of the NMRA.

4. Paymaster. The Paymaster is the official Treasurer of the Division and shall:
 - a) receive all raffle and function financial or monetary proceeds
 - b) keep a true account of all funds received and disbursed,
 - c) render a proper accounting of the Division's finances at the Annual business Meeting and as otherwise directed by the Superintendent.

B. Appointed Officials.

1. General. The Superintendent shall appoint regular members in good standing to the positions of NMRA Achievement Program Representative, "Red Markers" Editor, Division clinic Coordinator, Member Aid Chairperson, Division Webmaster, and any other officials as deemed appropriate by the Division Board of Directors as hereafter provided. The Superintendent

**BY-LAWS of the CENTRAL NEW YORK DIVISION,
NORTHEASTERN REGION of the
NATIONAL MODEL RAILROAD ASSOCIATION, INC.
As Amended May 21, 2023**

may appoint joint officials or committee chairs and may make appointments at any time. All Appointed Officials positions shall be published in the Red Markers.

2. NMRA Achievement Program Representative. The NMRA Achievement Program Representative shall:
 - a) organize and implement the NMRA Achievement Program promotion and implementation within the Division;
 - b) maintain all Achievement Program (AP) records on behalf of the Division;
 - c) provide all required and completed AP documents to the respective AP programs of the NER and NMRA organizations.
 - d) provide NMRA certified judges for the purpose of judging models for NMRA AP credit.

3. “Red Markers” Editor. The “Red Markers” Editor shall publish the Division’s official publication following the procedures described in the Division Constitution.

4. Division Clinic Coordinator. The Division clinic coordinator shall plan all clinics offered at Division meetings and special events.

5. Member Aid Chairperson. The Member Aid Chairperson shall:
 - a) lead and coordinate the promotion of the hobby of model railroading within the boundaries of the Division;
 - b) encourage membership in the NMRA;
 - c) solicit and maintain a group of volunteer members to serve in assisting other Division members with model railroad related questions, and introduce members with model railroad related questions to volunteers with experience on the subject in question.

6. Division Webmaster. The Division Webmaster shall maintain the division’s on-line presence. This includes the CNY Division, NER regional and NMRA national web pages. The Division Webmaster may at their discretion, and with the approval of the Superintendent, appoint one or more Assistant Webmasters to act in their behalf.

**BY-LAWS of the CENTRAL NEW YORK DIVISION,
NORTHEASTERN REGION of the
NATIONAL MODEL RAILROAD ASSOCIATION, INC.
As Amended May 21, 2023**

7. MOW Award Committee. The annual Maintenance of Way Service (MOW) Award committee consists of past MOW Award recipients. Each recipient of the MOW award becomes a life member of the MOW Award Committee. The committee shall be responsible for determining the recipient of the award each year. The committee will be chaired each year by the previous year's recipient, with any additional assistance as (or if) necessary from officers or officials of the division.

8. Division Storekeeper. The Division Storekeeper shall possess, inventory, maintain, distribute or disseminate, and retrieve all Division property owned and maintained by the Division as tools, supplies, equipment or other personal property used and borrowed, without cost, by regular members as aids to assist them in their model railroading projects. The Division Storekeeper shall provide an accounting of this property to the Superintendent annually or whenever requested by the Superintendent or his or her delegate.

C. Board of Directors, Past Superintendent, and Committees.

1. Composition. The Division Board of Directors shall consist of all Elected Officers, most recent Past Superintendent, Appointed Officials, and those members invited by the Superintendent that have been assigned to chair committees. In the event that a Superintendent is recalled, the recalled Superintendent will not be a member of the Board and this Board position will remain vacant.

2. Meetings. Meetings of the Board of Directors shall be called and chaired by the Superintendent. A member of the Board of Directors has only one vote, regardless of the position or positions that member may hold, at any Board meeting, Annual Business meeting or General Membership meeting. Proxies by members of the Board of Directors for any meetings shall not be permitted.

3. Authority. The Board of Directors shall:
 - a) set the annual Division meeting schedule and plan activities and related policies which shall be published in the Red Markers. In support of the Division's activities and policies, the Board and its officers are empowered to make

**BY-LAWS of the CENTRAL NEW YORK DIVISION,
NORTHEASTERN REGION of the
NATIONAL MODEL RAILROAD ASSOCIATION, INC.
As Amended May 21, 2023**

expenditures for operating and incidental expenses related to its planned and ongoing activities. No decisions of the Board of Directors regarding expenditure of Division funds for new projects or activities shall become binding on the Regular Membership until approved by a simple majority of the regular members present at an appropriate meeting;

- b) provide oversight of the Division's finances through review of financial reports or any other process (e.g. audits, budgets, etc) deemed necessary by the Board;
- c) seek nominations for the elected officer positions prior to the Annual Business meeting; and
- d) ensure that all policies of the NMRA are being enforced for the Division.

- 4. Committees. Committees can be created for the purpose of, but not limited to, planning for regional or national conventions hosted by the Division, preparation of the Division calendar, review and revision of the Division's Constitution and/or By-Laws or any other purpose as needed. The Superintendent shall create Committees as needed and shall appoint Committee Chairpersons as required. The Superintendent shall also disband committees and dismiss members as necessary and require reports from the committee chairs as necessary.

- D. Conflict of Interest Policy. No person shall recommend the sale of any good or service or the purchase of any good or service in which they or a family member have a financial interest without disclosing their financial interest to the Board at the time they make the recommendation. In such case, the person making the recommendation shall be required to abstain from voting on the recommendation and shall leave the area where the vote is taking place. Purchase of such good or service shall be required to be passed by the majority of the remaining Board members.

IV. Membership

In order to properly execute the stated purpose of the Division, as prescribed by the Division Constitution, individuals who are not members of the National Model Railroad Association, Inc., (hereafter NMRA) may be invited to Division meetings in accordance with the policy of the NMRA for the finite and restricted invitation to attend NMRA, regional, and/or divisional meetings and functions as non-members of the NMRA.

**BY-LAWS of the CENTRAL NEW YORK DIVISION,
NORTHEASTERN REGION of the
NATIONAL MODEL RAILROAD ASSOCIATION, INC.
As Amended May 21, 2023**

By inviting people to our meetings, we hope to expose them to the fun, fellowship and education of the NMRA on our local level. The Division recognizes and enforces NMRA requirements and policy whereupon current NMRA membership by an individual is required in order to:

1. attend Division meetings after the permissible period for non-member attendance pursuant to NMRA policy;
2. vote for and hold Division office, whether elected or appointed; and
3. participate in the contests and the NMRA's Achievement Program.

V. Dues and Other Income

- A. Dues. No dues shall be assessed members of the Division.
- B. Raffle. The Division may hold a raffle at any Annual Business Meeting or any General Membership Meeting. Items to be raffled shall in general be donated by the membership or other individuals or organizations wishing to support the Division. Items donated for the raffle may instead be held for sale or placed in a collection of items available to the membership at no cost. Members and guests may purchase any quantity of raffle tickets, valid only for the meeting during which they were purchased. All monies collected shall be turned over to the Paymaster for a full and proper accounting. Each Division member in attendance shall receive one raffle ticket at no cost provided they are displaying their Division name badge and have purchased at least one additional raffle ticket.

VI. Quorum

- A. General A quorum shall constitute those members of the Division at a meeting, after having a meeting announcement notice posted, or those members which return a mailed ballot within the prescribed time limit.

VII. Programs

- A. General. The Division may create programs for the purpose of educating the public about the hobby of model railroading; recognize individual members of the Division for their contributions to the Division and its causes, or for any other purpose deemed appropriate. Any program supported or funded by the Division must be approved by the Board of Directors and a simple majority of Regular Members present at a general or annual business meeting of the Division. Any programs developed and

**BY-LAWS of the CENTRAL NEW YORK DIVISION,
NORTHEASTERN REGION of the
NATIONAL MODEL RAILROAD ASSOCIATION, INC.
As Amended May 21, 2023**

intended to be of a recurring, long-term nature shall be documented in the Division By-Laws.

B. The Division Maintenance-of-Way “MOW” Award.

1. General. The MOW Award, instituted in 2001, is presented each year to a division member who has demonstrated Exemplary Service to the Central New York Division, in any way, past or present. The award itself is held by the recipient for the year term in which it is given, until awarded the following year to the new winner. Each recipient, nominated by any division member, and then chosen from the nominations by the MOW Award Committee, is not eligible to receive the award a second time. The award was instituted so as to recognize those members who have given of themselves to the Division for the benefit of the entire membership. The recipient shall be chosen from the regular membership of the Central New York division.

2. Procedure.

- a. All Division members are encouraged to make nominations for this award during the first three months of every year, from January 1st through March 31st. This may be done by postal mail, e-mail, or in person to the current Superintendent, to any past award recipient (member of the MOW Award Committee who is a current member of the division), or to the current committee chair.
- b. Nominations for the MOW Award recipient must be from a current member in good standing and only current members in good standing may be considered for the award. Nominations should preferably include a written description of why the nominee is deserving, but verbal nominations are also acceptable.
- c. Election of the MOW Award recipient by the Committee shall be by majority vote, and may include a proxy by an absent Committee member. The majority decision must be made by a minimum of three committee members prior to the presentation of the award at the annual mid-summer division meeting (usually a picnic). The presentation of the award shall be made by either the previous year’s recipient, or any of the members of the

**BY-LAWS of the CENTRAL NEW YORK DIVISION,
NORTHEASTERN REGION of the
NATIONAL MODEL RAILROAD ASSOCIATION, INC.
As Amended May 21, 2023**

award committee, or the senior Division officer in attendance.

- C. Tool Loan Program. The Division may from time-to-time use Division funds to purchase model railroading related tools and assembly jigs for the benefit of Division members. Members may also make their tools available for loan to other members. The inventorying and maintenance of these tools and the administration of this program shall be the responsibility of the Division Storekeeper. Only Division members in good standing are eligible to use the tool loan program. The Division Storekeeper may propose a tool management plan for approval by the Board when deemed necessary. The tool management plan may include such things as a tool loan period, waiting lists, tool loan agreements, and tool consumption and user fees.

VIII. Amendment to the By-Laws

Amendments to these By-Laws shall follow the procedures described in the Division constitution.

Amended January 2009

Amended April 4, 2016

Amended February 27th, 2022

Amended May 21, 2023