

**AMENDED BYLAWS OF
THE**



**RAILROAD MUSEUM OF
LONG ISLAND**

ADOPTED 2/10/2009

Article I – Name

The name of the organization shall be the Railroad Museum of Long Island, hereinafter referred to as RMLI.

The principal locations of the organization shall be at 440 – 4th Street, Greenport, County of Suffolk, State of New York and at 416 Griffing Avenue, Riverhead, County of Suffolk, State of New York. RMLI may also have offices at such other places as determined by the board of trustees, hereinafter referred to as the BOT.

Article II – Purpose

The Railroad Museum of Long Island is dedicated to the restoration, preservation and interpretation of the history and artifacts pertaining to the railroads which participated in the growth of Long Island, its communities and industries for the entertainment, edification and good of present and future generations.

Article III – Members

Section 1. Membership Eligibility

Any person interested in the purpose of RMLI shall be eligible for membership.

Section 2. Classes of Members

- A. Regular Members.** Regular members pay dues, can attend meetings, can vote, have a membership card, receive the museum newsletter, are entitled to a discount on gift shop purchases and can participate as a volunteer in RMLI activities.
- B. Senior Members.** Senior members (age 62 and older) pay dues and have the same benefits as regular members.
- C. Junior Members.** Junior members (under age 18) pay dues and have the same benefits as regular members except they have no voting privileges.
- D. Corporate Members.** Corporate members pay dues and have the same benefits as regular members. Corporate members have one vote per membership.

Section 3. Application for Membership

A person or corporation applying for membership shall complete a RMLI application and forward it, with the appropriate dues, to RMLI.

The accompanying dues shall be credited to the membership year in which the application is accepted and a membership card will be issued upon acceptance. These dues shall be refunded to a person or corporation whose application for membership is denied.

Section 4. General Responsibilities and Rights

- A.** Members shall promote the museum and conduct themselves in an honorable way.
- B.** Members shall be encouraged to be active in museum activities, work groups, committees and functions.
- C.** Members in good standing shall be entitled to one vote at meetings. There shall be no voting by proxy. Members not in good standing are not entitled to vote.
- D.** Members shall refrain from making ethnic, religious, gender, sexual or obscene remarks when on museum premises or attending museum functions.
- E.** The use of alcohol, tobacco, firearms or illegal substances is prohibited on museum premises and at museum functions.
- F.** All items purchased by museum funds become the property of the museum. No person shall borrow museum property or use museum funds for personal use.
- G.** RMLI is not responsible for the security, damage or theft of member's property left on museum premises.
- H.** Members who violate RMLI bylaws, rules or policies shall be subject to disciplinary action including termination of membership.

Section 5. Dues

Dues shall be established by the BOT and are due annually upon receipt of the membership renewal application. A member shall be considered in good standing when dues are paid on time. Members who have not paid their dues for the current membership year shall be considered in bad standing.

Section 6. Complaints

- A.** All complaints shall be filed with the vice president. The vice president shall investigate the complaint and resolve it if possible. If the vice president cannot resolve the complaint he shall refer the results of the investigation to the BOT.
- B.** The BOT may take such action that it deems necessary to resolve the problem to enforce museum rules. The BOT is authorized to protect the museum; if necessary to the extent of the termination of membership, legal action, or both.

Article IV – Officers and Trustees

Section 1. Officers

The elected officers of RMLI shall be a president, vice president, secretary and treasurer.

Section 2. Duties of Officers

- A.** The president shall be the chief officer and shall preside at all meetings of the museum and board of trustees. The president shall have all powers usually vested in a president, appoint and rescind all committees, subject to the BOT approval, and shall vote only in the case of a tie.
- B.** The vice president shall assume the duties of the president in the absence of the president and shall serve as assistant to the president for the good of the museum. The vice president will also handle all complaints as set forth in Article III, Section 6.

- C. The secretary shall be responsible for sending out museum information. He shall keep the minutes of the museum's meetings and shall send out correspondence as directed by the president and/or BOT.
- D. The treasurer shall maintain the museum's financial records, receive and deposit all money, and pay all bills. The treasurer shall give a financial report at the regular BOT meetings and the membership meetings and as additionally requested by the BOT.

Section 3. Election of Officers

- A. The officers shall be elected by vote at an annual Fall membership meeting. They shall take office on January 1st of the following calendar year. Elected officers shall serve a term of one calendar year or until their successors are elected or appointed. Elected officers may succeed themselves.
- B. The president, with the approval of the board of trustees, shall fill a vacancy of any officer caused by any reason. Officers elected to fill a vacancy caused by resignation, death or removal shall hold office for the unexpired term of their predecessor. The vice president shall assume the unexpired term of president in the event that office becomes vacant.
- C. The president shall appoint a nominating committee at least sixty (60) days prior to the date of the election. The nominating committee shall present its recommendation for the slate of officers at the following BOT meeting. Additional nominations shall be taken from the floor on the date of the annual election meeting. If no floor nominations are made, the secretary shall cast one ballot for each candidate on the nominating committee's slate.

Section 4. Election of Trustees

- A.** Trustees shall be elected by a majority vote of the entire BOT and shall assume office upon election. Elected trustees shall serve a term of five years or until their successors are elected or appointed. Elected trustees may succeed themselves.

- B.** The president, with the approval of the board of trustees, shall fill a vacancy of any trustee caused by any reason. Trustees elected to fill a vacancy caused by resignation, death or removal shall hold office for the unexpired term of their predecessor.

Section 5. Removal and Resignation

Any member of the BOT may be removed, with or without cause, by a two-thirds majority vote of the BOT members in office. Such person may request a hearing before the BOT before being removed. Any member of the BOT may resign at any time by giving notice to the BOT. Such resignation shall take effect upon receipt thereof by the BOT.

Article V - Board of Trustees

Section 1. Composition

The board of trustees shall be the elected officers of the Museum and seven (7) trustees and shall be members in good standing prior to and during their term in office. The number of officers or trustees may be increased or decreased by a two-thirds majority vote of the entire BOT. No decrease shall shorten the term of any incumbent officer or trustee. BOT members shall receive no compensation.

Section 2. Responsibilities

The BOT shall be responsible for the management and administration of RMLI in all respects and for all purposes. The BOT shall have the power to conduct the business of the museum except that which is retained by the membership as provided by these bylaws. No one can obligate the museum or spend the museum's funds without the consent of the BOT.

Article VI – Meetings

Section 1. Board of Trustees Meetings

Monthly meetings shall be held on a date and time determined by the BOT.

Section 2. Membership Meetings

Membership meetings shall be held at least twice a year on dates determined by the BOT.

Section 3. Special Meetings

Special meetings of the membership may be called by the BOT as deemed necessary provided a minimum of 30 days notice is given to the members.

Section 4. Quorum

- A. Board of Trustees Meetings.** A quorum shall consist of a majority of officers and trustees then in office for the transaction of the museum's business. Each officer/trustee present shall have one vote. There is/shall be no voting by proxy.
- B. Membership Meetings and Special Meetings.** A quorum shall consist of those members in good standing in attendance at the meeting. A majority of those voting is all that is required to amend, delete, or enact rules, policies or motions.

Article VII – Committees

Section 1. Special Committees

The BOT as necessary may create special committees.

Section 2. Appointments

The president shall appoint the chairperson and members of committees with the approval of the board of trustees.

Article VIII - Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern RMLI in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the organization may adopt.

Article IX – Fiscal Year

The fiscal year shall begin the first day of each calendar year.

Article X – Amendments

Section 1. Amendments

These bylaws may be amended by a two-thirds majority vote of BOT members in office at a special meeting called for this purpose, provided that written notice of the proposed amendment shall have been given to the BOT members at least thirty (30) days prior to the meeting.

Section 2. Effective date of Amendments

Amendments to these bylaws shall take effect at the adjournment of the meeting at which they are adopted unless otherwise provided.