

CONSTITUTION

ARTICLE I. NAME

The name of this corporation shall be: The International Society of Talking Clock Collectors and shall subsequently be referred to as the ISTCC.

ARTICLE II. PURPOSES

The purposes of this ISTCC shall be: (A) To foster interest in collecting talking clocks; (B) To promote talking clocks as an assistive tool for those persons who are sight impaired; (C) To facilitate the sale or purchases of talking clocks by members; (D) To cooperate with individuals and with other organizations in exhibiting talking clocks; (E) To collect and preserve talking clocks for posterity.

ARTICLE III. NON-PROFIT

The ISTCC shall be a non-profit.

ARTICLE IV. OFFICERS

The officers of this ISTCC shall consist of: a President, a First Vice-President, a Second Vice-President, a Secretary, and a Treasurer. The offices of First Vice-President, Second Vice-President, Secretary and Treasurer may be combined in one person or more. Initially, the Officers shall consist of the Interim President and his designates.

ARTICLE V. MEMBERSHIP

Those persons who collect or have an interest in talking clocks, including those persons who find talking clocks as an assistive tool for the sight impaired, and pay dues, shall constitute the membership in the ISTCC and be referred to as "the Membership."

ARTICLE VI. ELIGIBILITY

Any person or institution is eligible for membership in the ISTCC, subject to the conditions defined above and in the Bylaws.

ARTICLE VII. BYLAWS

This ISTCC shall, by the enactment of suitable Bylaws, provide for the election of Officers, the length of terms, the election of members, the place and conduct of meetings, the amount of dues, and other such matters as may be necessary.

The Bylaws shall contain nothing inconsistent with the Constitution, nor the laws of the State of Ohio.

ARTICLE VIII. AMENDMENTS

Amendments may be proposed in the following ways: (1) By proposal for a referendum for an amendment at a Regular meeting, or (2) By a proposal for a referendum for an amendment made by a resolution passed by this Membership.

BYLAWS

ARTICLE I. OFFICERS

Section 1. Duties

The duties of the Officers of the ISTCC shall be the usual duties pertaining to these offices. They shall also perform any duties assigned to them by the Bylaws, or by a vote of the members of the ISTCC.

Only a member of the ISTCC, in good standing, shall be eligible to hold elective office.

Section 2. Compensation

No officer of this ISTCC, and no member of any Committee, shall receive any compensation for his/her services.

Section 3. Expenditures

The Officers of the ISTCC and the Chairmen of the various committees shall present an estimate of expenditures for the coming year. The Treasurer shall then prepare a budget for the year which shall be approved or revised by the Membership. Upon approval by Membership the Budget shall be printed in the next issue of the CHRONOMETRICS following such approval. Budget items shall be paid for by the Treasurer, who shall be responsible to insure that all payments are adequately authorized and accounted for on the books of the ISTCC.

Section 4. Reports

A formal report shall be made by the President, the Secretary and/or the Treasurer at each Annual Meeting. A condensed version of each Officer's report may appear in the next issue of the CHRONOMETRICS following the Annual Meeting.

The Treasurer's report shall be audited annually by the Officer(s).

Section 5. Terms of Office

The term of office of the President, Vice-Presidents, the Secretary, and the Treasurer shall be for a time defined by the Membership and shall begin at the conclusion of the Annual Meeting at which their election is recognized.

The Secretary shall be limited to serving not more than ten consecutive terms of office. The Treasurer shall be limited to serving not more than ten consecutive terms of office. No member of the ISTCC shall concurrently hold more than one International elective Office with the exception of the Offices of First Vice-President, Second Vice-President, Secretary and Treasurer. When the Officer is both the First and/or Second Vice President and/or the Secretary and Treasurer, the combined Office(s) shall have only one vote.

Section 6. Employees

The Officers of the Membership shall have the right to engage the services of employees and pay them for their services. These employees are not required to be members of ISTCC. If members, they may serve on any committee but may not serve as a member of the Membership.

ARTICLE II. ELECTIONS

Section 1.

The Nominating and Elections Committee shall conduct the business of electing the Officers.

Section 2. Procedure for Preparing the Official Ballot

The Committee shall prepare the Official Ballot which shall contain: (A) names of candidates of their own selection, based on the Committee's prior knowledge of the suitability and eligibility of the various nominees for the particular offices of President, First Vice-President, Second Vice-President, Secretary, Treasurer, and Director; and (B) the names of members nominated by Petition. The Committee shall place an e-mail call for Nominations in August prior to the election, giving the necessary information for the filing of Nominating Petitions. All Petitions must be in the possession of the Committee on or before December 1.

Section 3. Mailing of the Official Ballot

The Official Ballot shall be e-mailed to each member with the next years CHRONOMETRICS issue.

Section 4. Voting and Certification of Election

Each member shall indicate his/her choice of candidates on the Official Ballot, which must be e-mailed back to the Election Committee within one week. The candidate receiving the largest number of votes shall be declared elected to the office upon certification by the Chairman of the Nominating and Elections Committee. In case of a tie vote, the Nominating and Elections Committee shall ballot its respective members; the tied candidate receiving the majority of the Committee's votes shall be declared elected to his respective office, and shall be so certified. The Chairman shall make a preliminary certification to the President of the election of the new officers and directors as soon as possible after the completion of the count of the official ballots, so that the new administration may proceed with the organization of its Committees, etc., prior to its induction into office.

Section 5. Vacancy

If a vacancy occurs in any office of the ISTCC, the Officers may appoint a member to fill the unexpired portion of the term of the vacancy.

ARTICLE III. THE EXECUTIVE COMMITTEE and MEMBERSHIP

Section 1. Composition

The Membership shall consist of the Officers and dues paying ISTCC members. The Officers shall constitute an Executive committee of the Membership with full power and authority to conduct the affairs of the ISTCC subject to the basic policies, directives, and guidelines of the Membership.

Section 2. Duties

The Membership may delegate to the elected Officers special assignments in addition to the usual duties appertaining to such Officers.

The Officers shall have the final decision in all disputed matters.

Section 3. Meetings

In the initial formation of the ISTCC and all meetings will be held online at the "Home" Web-site of the ISTCC (<http://www.istcc.org>) or via e-mail. One or more meetings of the Membership shall be held periodically.

A Special Meeting of the Membership may be called at any time by the President providing that an e-mail notice is sent to all members involved in advance of the date of such a meeting.

At the discretion of the President, the Secretary may canvass the members of the Membership by e-mail. Replies shall be made within one week. This canvass shall have the same quorum requirements as a meeting.

Section 4. Quorum

A majority of the Membership shall constitute a quorum.

Section 5. Reports

A report of all Meetings shall be published in the CHRONOMETRICS.

ARTICLE IV. MEMBERS

Section 1. Eligibility

Eligibility for membership shall consist of an interest in studying, promoting and/or collecting talking clocks.

Section 2. Membership

Members in good standing shall have the option of paying dues to the ISTCC as Annual Members or Lifetime Members, as defined in Section 3 and Section 4 below.

Section 3. Dues-Annual Members

The Annual Dues shall be determined by the Membership. The current rate is \$1.00 (Charter Member) and \$15 per year thereafter.

A portion of each yearly dues, shall constitute payment for subscriptions to the CHRONOMETRICS. The Annual Dues for each year are due and payable each year in advance of the anniversary date of entry. Each member shall be billed before this date.

Section 4. Lifetime Members.

Members in good standing, ages 18 or over, are eligible to become Lifetime Members. The current rate of \$5,000 will constitute a Lifetime Member.

Application forms for Lifetime Membership may be obtained by e-mailing the ISTCC Secretary.

Section 5. Resignation

A member wishing to resign their membership shall so notify the Secretary in writing. There shall be no remission of dues. They may be reinstated upon application provided they were in good standing upon resignation.

Section 6. Roster of Members

The Roster of Members shall be kept up-to-date by the Secretary.

ARTICLE V. MEETINGS

Section 1. Regular Annual Meetings

Meetings shall be held at a time as selected by the President. All meetings will be online at the ISTCC Web-site (<http://www.istcc.org>) or via e-mail.

Section 2. Special Meetings

Special Meetings may be called at any time by the President.

Section 3. Quorum

The majority of members entitled to vote shall be necessary to constitute a quorum for the transaction of business.

Section 4. Notices

Notices of all Regular or Special Meetings shall be e-mailed to all members.

ARTICLE VI. PUBLICATIONS

Section: CHRONOMETRICS

(A) The official publication of the ISTCC shall be called the CHRONOMETRICS of the INTERNATIONAL SOCIETY OF TALKING CLOCK COLLECTORS, and is referred to in the CONSTITUTION AND BYLAWS as the CHRONOMETRICS.

(B) The publication of the CHRONOMETRICS shall be the responsibility of the Editor, who shall be appointed by the President. The editor and the Editorial Committee (if and when established) shall be responsible to the Membership in matters of policy and may be removed only by the President.

(C) The CHRONOMETRICS may be copyrighted by the Editor/President in the name of either or the ISTCC.

ARTICLE VII. GUESTS

Section: Privileges

Guests may be present at any activity, if any, of the ISTCC. They shall have the usual privileges of "guests," but not of members.

ARTICLE XI. LOCAL CHAPTERS

Section 1. Formation

Upon receiving a petition asking for the authority to form a chapter, signed by five or more members in good standing in the ISTCC, or upon specific recommendation by the President, the Membership may authorize and empower such petitioners to form such chapter, which shall then be known as ".....(name)....." CHAPTER OF THE INTERNATIONAL SOCIETY OF TALKING CLOCK COLLECTORS.

Section 2. Local Regulations

Any Chapter, having been formed and duly authorized, as above, may adopt such Bylaws and Regulations as it may deem desirable, providing they are not inconsistent in any manner with the CONSTITUTION AND BYLAWS of the International Society of Talking Clock Collectors.

Section 3. Membership

Only those members in good standing in the ISTCC shall be eligible to membership in any Chapter formed under the provisions of Article XI. When a member ceases to be a member in good standing in the ISTCC, he/she shall then cease to remain a member of a Chapter, and the Secretary of such Chapter shall be so notified by the Secretary and/or Treasurer of the ISTCC. Only members in good standing in the Chapter shall be eligible to become an officer in that Chapter. This applies to appointments as well as elected assignments.

Section 4. Responsibility

No local Chapter shall have the power to act for the ISTCC in any way, except upon express authority from the Membership or President granted for a specific purpose.

Section 5. Recall

The Membership may recall the charter of any Chapter whenever it deems such action as in the best interests of the ISTCC. This action requires the concurrence of the Officers.

ARTICLE X. FISCAL YEAR

The fiscal year, for the purpose of this ISTCC, shall be from January 1 to December 31.

ISTCC MUSEUM (VIRTUAL)

SECTION 1: PURPOSE

1. To accumulate and preserve a broad base collection of talking clocks and related artifacts. Note: The "Museum" is presently in the home of the Interim President.
2. To make the talking clocks and artifacts available to ISTCC members and the general public through a virtual museum. A portion of the "MUSEUM'S" holdings may be viewed at the "VIRTUAL MUSEUM" located at: <http://www.talkingclocks.net>
3. To encourage interest and research into talking clocks, and the publication of the results of this interest and/or research in CHRONOMETRICS.

BYLAWS GOVERNING THE OPERATION OF THE ISTCC MUSEUM

1. The Museum shall be known as the "Museum of the International Society of Talking Clock Collectors"
2. The initial Board of Trustees shall serve an indeterminate time and may succeed themselves for additional time. Each Trustee shall be a member of the ISTCC, in good standing. The Trustees shall make a full annual accounting to the Membership of ISTCC of funds, acquisitions, sales and trades, if any, which may be published in the periodic reports of the ISTCC.
3. Acquisitions: The Museum Acquisition Committee (presently the President, or any of the Membership) shall be responsible for acquiring talking clocks and related artifacts.