

# **REGULATIONS OF THE MID CENTRAL REGION INC**

## **of the**

### **National Model Railroad Association Inc**

#### **ARTICLE I. NAME AND PURPOSE**

- Section 1.** The name of the Corporation shall be Mid Central Region NMRA Inc. The shortened version of the name is MCR NMRA Inc. The Corporation is incorporated in the State of Ohio as a not for profit corporation.
- Section 2.** The purposes of the MCR NMRA Inc are as set forth in the articles of incorporation as found on file in the Ohio Secretary of State's office and as found in the Regulations of the National Model Railroad Association Inc, as currently adopted or as hereafter amended.
- Section 3.** The principal office of the Corporation shall be in the City of Columbus, Ohio, or at such location as directed by the Board of Directors of MCR NMRA Inc.

#### **ARTICLE II. AUTHORITY AND PURPOSE**

- Section 1.** The authority for the Regulations is established by the corporation for its own governance and that of its members, directors and officers.
- Section 2.** The purposes of the Regulations include:
- A.** To set down rules which are to be followed in the regulating of the general affairs of the Corporation.
  - B.** To advise the rights, duties and powers of the membership and officers in relation to the corporation and among themselves.
  - C.** To make legal provision for a ballot on any matter which in the judgment of the membership may be necessary and proper.
  - D.** Such other and further purposes as may be defined herein and as are recognized by law.
- Section 3.** These Regulations may be amended consistent with the provisions of the laws of the State of Ohio, and in accordance with the provisions set forth in Article XI *infra*.
- Section 4.** No item, power, or section contained in these Regulations can conflict with or be superior to the Regulations of the National Model Railroad Association Inc, as the same currently exist or are hereafter amended. If any conflict exists, the Regulations of the National Model Railroad Association Inc control the actions of the MCR NMRA Inc, and its members, directors, and officers.

#### **ARTICLE III. OFFICERS AND DIRECTORS**

- Section 1.** The officers of the corporation shall consist of the President, Vice President, Secretary and Treasurer. They shall be elected in the odd-numbered years; their term of office shall be two years beginning at the end of the regular spring meeting of the odd numbered years and continuing until the end of the second regular spring meeting or until a successor is duly elected. All officers shall serve without compensation. The duties shall be the usual ones of the various offices and such others as may be prescribed by the Regulations. No member shall serve more than two consecutive terms in any one elective office. Any partial term of office shall not count as one of the two consecutive terms. Pursuant to Ohio Law (ORC 1702.27) governing not for profit corporations, the four elected Mid Central Region officers (President, Vice President, Secretary, and Treasurer) shall be the legally required "Directors" (minimum of three required) under this provision.
- A.** The Mid Central Region President shall preside at all Mid Central Region, Board of Director, and Executive Committee meetings. The Mid Central Region President shall also assign the Vice President suitable duties and keep the Vice President informed about the Mid Central Region's

business. The President may solicit the opinions of the Advisory Council by email, telephone conferences or by mail regarding forthcoming items to be discussed at regular meetings.

- B.** The Mid Central Region Vice President shall assist the President in any way possible, and assume the office of President during the absence of the President, or at the President's request, resignation, death, or removal from the office.
- C.** The Mid Central Region Secretary shall keep complete records of all Mid Central Region, Board of Directors, and Executive Committee meetings, obtain a current roster of all Region members from the NMRA, publish notices, prepare and distribute election ballots, maintain current and have copies of the Mid Central Regulations available for Region officers, Directors, and members.
- D.** The Mid Central Region Treasurer shall deposit funds in an insured account, keep records of all receipts and disbursements, have the books balanced at the end of the month preceding regular and special Board of Directors meeting and tender a full report at each such meeting. The Region Treasurer shall obtain a surety bond at the expense of the MCR NMRA Inc, in an amount approved by the Executive Committee, said bond to cover any signatories for Region assets. The Region Treasurer shall provide a complete financial report for inclusion in each printed issue of the *KingPin*.

**Section 2.** The Directors of the Corporation shall consist of the four (4) officers named in Article III, Section 1, above, and the Division Superintendents from each Division located in the Mid Central Region. The Division Superintendents shall be elected in the even-numbered years, their term of office as Division Superintendents shall be two years, or until their successors are duly elected or appointed. Their term of office as members of the Region Board of Directors shall be congruent with their term of office as Division Superintendent. All Directors and Division Superintendents shall serve without compensation. The duties shall be the usual ones of the Directors of a not for profit corporation and such others as may be prescribed by the Regulations. Division Superintendents may be elected to no more than two successive elected terms, after which they are ineligible for re-election for two years.

**Section 3.** The Board of Directors (voting members) shall include the elected Mid Central Region officers and the Superintendents of all Divisions. The Board of Directors shall be responsible for the management of the Mid Central Region, and have legal title to all Mid Central Region property and money to hold in trust for the Mid Central Region membership.

**Section 4.** The Executive Committee, composed of the elected Mid Central Region officers, shall act for and report to the Board of Directors on activities between meetings.

**Section 5.** To accomplish the stated purposes, the newly elected Mid Central President shall appoint the Managers for the committees required by the Regulations, or otherwise, promptly after the election results are known. These Managers shall begin their duties of their respective committees at the end of the Spring Membership Meeting in the odd numbered years, and continue in their duties until their successors are duly appointed. All Managers shall serve without compensation.

**Section 6.** The Advisory Council shall be composed of all appointed committee Managers, as well as former officers, and other qualified members who are willing to assist and advise the Officers in performing their duties. Advisory council members may be contacted individually or in a group at the discretion of the President to provide input and direction on important MCR issues. Any member may suggest possible appointees to the President.

**Section 7.** Mid Central Region Officers, committee Managers and other members may be reimbursed for their actual expenses incurred on behalf of the Region in the performance of their duties, such as postage, telephone charges, travel and stationery as required to complete their duties for the Region, as such expenditures are approved by the Mid Central President or Executive committee. Travel may be reimbursed at an amount not to exceed the NMRA's established rate. Travel is not reimbursed for conventions or any board meetings.

## **ARTICLE IV. MEMBERSHIP AND DUES**

**Section 1.** Any NMRA Inc member residing in the Mid Central Region is a member of the Mid Central Region in the same classification of membership that he/she holds in the NMRA Inc That same NMRA Inc

member is also a member of the Division of his/her residence in the same classification of membership that he/she holds in the NMRA Inc

- Section 2.** No dues for the Mid Central Region or a Division in addition to those charged as a part of the unified NMRA Inc dues as set by the NMRA Inc Board of Directors, may be charged by the Region or a Division of the Region.

## **ARTICLE V. RESERVED**

## **ARTICLE VI. RESERVED**

## **ARTICLE VII. COMMITTEES**

- Section 1. MEMBERSHIP COMMITTEE:** The Membership Committee Manager shall be appointed by the President and shall be responsible for the timely distribution of monthly membership reports to the Region Membership Committee members and to the Region and Division Officers. Each Division Superintendent shall appoint a Division Membership Manager, who will serve on the Region Membership Committee and will maintain, act upon, and provide feedback on the monthly membership reports received from the Region.
- Section 2. NEWS LETTER / EDITOR:** The Mid Central region shall have an official newsletter called the *KingPin* for news and notices of interest to the membership. There shall be a minimum of one printed issue of the *KingPin* in any calendar year. Every printed issue of the *KingPin* shall include a full Treasurer's Report. This issue shall include Mid Central Region convention information and registration form(s). The Division sponsoring the convention is responsible for providing print ready copy to the Editor of the *KingPin* prior to the deadline for the convention issue of the *KingPin*. See Article XVI, Section 12 for details of convention issue submission. The Editor of the *KingPin* is responsible for assuring that the convention materials, including the registration form(s) are included in the convention issue of the *KingPin*. In odd numbered years, this issue shall include ballots for the election of Mid Central Region officers, along with sketches of nominees; and shall meet the requirements set for in Article X, Sections, 1, 10, and 13 of these Regulations.
- A. Meeting notices and proposals sent electronically, or by mail, in the *KingPin*, or by separate letter from the Region Secretary, to members shall be sent to the latest mail or e-mail, address provided to the Region by the NMRA Inc for the members residing in the Region, no less than thirty (30) days before the last date for returning a ballot, or before a meeting shall be considered sufficient notice.
  - B. Official notices shall be published whenever possible in the *KingPin* pre-convention issues to avoid extra non-subscriber mailings.
  - C. The pre-convention issue of the *KingPin* shall be mailed to the address of record to all members of the Mid Central Region.
- Section 3. REGIONAL CONVENTION:** The Region Convention Advisor shall work with the Region President in obtaining future convention bids. The Advisor is responsible for collecting convention information reports and assisting local convention committees in planning their meetings. The Region President can appoint a Convention Committee to assist.
- Section 4. LOCAL CONVENTION:** The Local Convention Committees shall be responsible for all meeting arrangements and related obligations, although the Directors may authorize emergency allowances for emergency expenses. See ARTICLE XVI for convention guidelines.
- Section 5. ELECTION/NOMINATING COMMITTEE:** Prior to the Annual Convention preceding an election year, the Mid Central Region President shall appoint a Region Election/Nominating Committee Manager and at least two other members for the Region elections. The Region Election/Nominating Committee shall appoint a Region Election Teller, who can be a member of the Region Election/Nominating Committee, to receive marked ballots by mail, tally votes, and report balloting results to the Region Secretary. The Mid Central Region President shall forward the name and address of the Region Election Committee Manager and the Region Election Teller to the Division Superintendents for publication in the July issue of their Division's newsletter or their

publication by other means by July 15 of the even numbered years. The Region Election Teller shall also convey the results of all elections to the *KingPin* Editor and shall make a written election report at the Mid Central Region Board of Directors meeting following the election.

**Section 6. CONTEST COMMITTEE:** The Contest Committee Manager, appointed by the Mid Central Region President, and the Contest Committee, assembled by the Manager, shall be responsible for acceptance, identification, judging, presentation of awards, return of contest entries, and transmission of the award list to the *KingPin*, Region Secretary, Achievement Program Manager and Region Convention Advisor. The Committee shall provide judges familiar with the NMRA Contest Rules who have been trained in their application. The Contest Manager will provide assistance to local committees who are sponsoring the Region contests. All Region contests are conducted under the direction of the Mid Central Region Contest Committee.

All Special Awards for contests are to be approved by both the Regional and Local contest committees. The sponsor is responsible for providing clear guidelines for the entry qualifications for models eligible for these awards. The cost and procurement, of these special awards, shall be the responsibility of the sponsor. These awards should be announced to the membership in the convention issue of the *KingPin*.

**Section 7. AUDIT COMMITTEE:** An Audit Committee, appointed by the Mid Central Region President, shall examine the Region Treasurer's records, obtain independent written certification and duplication of the Region account balances directly from a responsible officer of the financial institution, submit a written audit report signed by the Region Treasurer and the Audit Committee members certifying that the financial institution statement was obtained by the Audit Committee independently, and that the Treasurer's report is a true and accurate statement of the Region's financial condition. Copies of the Audit Committee's report shall go to the Region Secretary and Region Treasurer for their records. An audit of the Mid Central Region financial records shall be undertaken following the election of a new Treasurer or after the appointment of an interim Treasurer. The Audit Committee shall audit election ballots and tabulations at the beginning of the meeting to permit early verification to both the Region President and the Region Secretary of the Teller's balloting report.

**Section 8. ACHIEVEMENT PROGRAM:** The Region Achievement Program Manager is appointed by the NMRA Inc as provided for under their Regulations and reports to the National Achievement Program Chairperson, and shall be responsible for administration of the NMRA Inc Achievement Program and presentation of awards within Mid Central Region. The Region AP Manager shall work with the Region Contest Manager to see that AP Merit Awards are presented at Region contests.

**Section 9. WEBMASTER:** The Region WebMaster shall:

- A. Develop the web site in accordance with the policies specified by the Mid Central Region.
- B. Keep the web site current.
- C. Post documents on the web site as requested by the officers.

**Section 10.** Additional standing or special committees and committee Managers shall be established by the Mid Central Region President and/or Board of Directors to carry on the activities of Mid Central Region.

## **ARTICLE VIII. DIVISIONAL ORGANIZATION**

### **Division Boundaries by County**

**Section 1: Division One** shall consist of Carroll, Columbiana, Harrison, Mahoning, Portage, Stark, Summit, Trumbull, Tuscarawas, and Wayne counties in Ohio.

**Section 2: Division Two** shall consist of Allegheny, Armstrong, Beaver, Butler, Fayette, Greene, Indiana, Lawrence, Mercer, Washington, and Westmoreland counties in Pennsylvania; Belmont, Jefferson, Monroe, and Noble counties in Ohio; Barbour, Brook, Doddridge, Grant, Hancock, Harrison, Marion, Marshall, Monongalia, Ohio, Preston, Taylor, Tucker, Tyler, and Wetzel counties in West Virginia.

- Section 3:** **Division Three** shall consist of Champaign, Clark, Dark, Greene, Mercer, Miami, Montgomery, Preble, Shelby, Zip code 45068 in Warren counties in Ohio; Blackford, Fayette, Grant, Henry, Huntington, Jay, Randolph, Rush, Union, Wabash, Wayne, and Wells counties in Indiana.
- Section 4:** **Division Four** shall consist of Cuyahoga, Erie, Huron, Lorain, and Medina counties in Ohio.
- Section 5:** **Division Five** shall consist of Ashtabula, Lake, and Geauga counties in Ohio.
- Section 6:** **Division Six** shall consist of Ashland, Coshocton, Delaware, Fairfield, Fayette, Franklin, Guernsey, Hardin, Highland, Hocking, Holmes, Knox, Licking, Logan, Madison, Marion, Morrow, Muskingum, Perry, Pickaway, Richland, Ross, and Union counties in Ohio.
- Section 7:** **Division Seven** shall consist of Brown, Butler, Clermont, Clinton, Hamilton, and Warren (excluding Zip code 45068) counties in Ohio; Dearborn, Decatur, Franklin, Ohio, Ripley and Switzerland counties in Indiana; Boone, Bracken, Campbell, Carroll, Gallatin, Grant, Kenton, Mason, Owen, Pendleton, and Robertson counties in Kentucky.
- Section 8:** **Division Eight** shall consist of Clark, Crawford, Floyd, Harrison, Jefferson, Switzerland, and Washington counties in Indiana; Allen, Barren, Breckenridge, Bullitt, Edmonson, Grayson, Green, Hardin, Hart, Henry, Jefferson, LaRue, Marion, Meade, Metcalfe, Monroe, Nelson, Oldham, Shelby, Spencer, Taylor, Trimble, Warren, and Washington counties in Kentucky.
- Section 9:** **Division Nine** shall consist of Boone, Braxton, Cabell, Calhoun, Clay, Fayette, Gilmer, Greenbrier, Jackson, Kanawha, Lewis, Lincoln, Logan, Mason, McDowell, Mercer, Mingo, Monroe, Nicholas, Pleasants, Pocahontas, Putnam, Raleigh, Randolph, Ritchie, Roane, Summers, Upshur, Wayne, Webster, Wirt, Wood, and Wyoming counties in West Virginia; Adams, Athens, Gallia, Jackson, Lawrence, Meigs, Morgan, Pike, Scioto, Vinton, and Washington counties in Ohio; and Boyd, Greenup, Lawrence and Lewis counties in Kentucky.
- Section 10:** **Division Ten** shall consist of Adair, Anderson, Bath, Bell, Bourbon, Boyle, Breathitt, Carter, Casey, Clark, Clay, Clinton, Cumberland, Elliot, Estill, Fayette, Fleming, Floyd, Franklin, Garrard, Harlan, Harrison, Jackson, Jessamine, Johnson, Knott, Knox, Laurel, Lee, Leslie, Letcher, Lincoln, Madison, Magoffin, Martin, Menifee, Mercer, McCreary, Montgomery, Morgan, Nicholas, Owsley, Perry, Pike, Powell, Pulaski, Rockcastle, Rowan, Russell, Scott, Wayne, Whitley, Wolfe, and Woodford counties in Kentucky.
- Section 11:** **Division Eleven** shall consist of Cameron, Clarion, Clearfield, Clinton, Elk, Forest, Jefferson, and Venango counties in Pennsylvania.
- Section 12:** **Division Twelve** shall consist of Allegany, Cattaraugus, and Chautauqua Counties in New York, and Crawford, Erie, McKean, Potter and Warren Counties in Pennsylvania.
- Section 13:** Reserved.
- Section 14:** Each Division shall elect a Superintendent as their chief officer in the even numbered years. Each Division can have such other officers as determined by each Division as necessary to carry out and fulfill the duties, functions and responsibilities of a Division as set forth in the Division Regulations, these Regulations, or the Regulations of the NMRA Inc.
- Section 15:** Changing the boundaries of a county from one Division to another shall be made by joint petition from the Divisions involved, such petition having been approved by majority vote at a regular Division meeting in each Division, and the petition submitted to the Regional Board of Directors for approval. In the event that a Division is declared inactive, the Region Board of Directors may reassign the counties in that Division to the nearest Division practicable without following the petition process delineated above. In the event that a Division is reactivated, the Region Board of Directors may establish that Division's boundaries without following the petition process delineated above.
- Section 16:** Each Division shall organize itself and write suitable organization documents to govern its operation. Each Division will elect two or more officials in addition to the Superintendent to discharge duties normally performed by a Vice President, Secretary, and Treasurer, these officials being elected by

mail ballot at the same time the Superintendent is elected and holding office of the same period. Each Division Superintendent shall appoint Managers of such committees as may be required to keep Region Officers and Historian informed of Division activities and condition by mailing of all Division publications and by rendering written reports on Division status to each Region Board of Directors meeting. Any Division seeking financial assistance or support from the Mid Central Region shall file a formal written request with the Board of Directors.

## **ARTICLE IX. MEETINGS**

- Section 1.** There shall be at least one regular General Membership meeting held each year. The meeting shall be held during the MCR regional convention. If there is a year where no MCR regional convention is held, the Directors shall determine the date and format for the general membership meeting. Any Region business may be transacted at this meeting.
- Section 2.** There shall be at least one regular Board of Director's meeting held each calendar year, known as the Annual BOD Meeting. The meeting shall be held during the MCR regional convention. If there is a year where no MCR regional convention is held, the Directors shall determine the date and format for the Annual BOD Meeting. Whenever possible, a second similar meeting should be held in the second half of the year, known as the Fall BOD Meeting. The Directors shall determine the date and format for this meeting. Any Region business may be transacted at either of these meetings.
- Section 3.** A special business meeting for a specific purpose, and with business limited to the stated purpose, may be called by the President with the concurrence of the Executive Committee, or by a petition to the Region Secretary signed by thirty (30) members, not more than ten (10) of whom are from any one Division.
- Section 4.** All regular meetings, special business meetings and Board of Director meetings shall be open to all NMRA members. Non-NMRA members may attend regular and special general membership meetings and participate in activities at these meetings that are not closed to them by the NMRA Regulations or action of the NMRA Board of Directors. Non-NMRA members may attend the Board of Directors meeting by permission from an executive committee member only.
- Section 5.** The quorum at any regular or special membership meeting shall be thirty (30) members. The quorum at any stated or properly called Board of Directors meeting shall be two-thirds of the members of the Board of Directors or their duly appointed proxies.
- Section 6.** The meetings of the Mid Central Region shall be conducted and governed by the procedures set forth in the latest issued edition of Robert's "Rules of Order".

## **ARTICLE X. NOMINATIONS, BALLOTS AND VOTING**

- Section 1.** The Region Nominating Committee for Region offices shall be composed of a Manager and at least two (2) other members, all of whom are appointed from different Divisions of the Region by the Mid Central Region President. No current Region officer may serve on this Committee, nor sit with it during its deliberations. The Region Nominating Committee shall report the committee's nominations to the Region Secretary at least 45 days prior to the Fall regional BOD meeting. The Committee report shall then be distributed to the membership via US Postal mail or via electronic means, and said distribution shall invite nominations by petition. The deadline for submission of nominations by petition shall be 30 days after the date of the distribution to the membership. The complete nomination process should be completed prior to the Fall regional BOD meeting. The Region Nominating Committee may use the petition process for their own nominations. The Committees shall obtain enough information for a short biographical sketch about each nominee containing his background, age, family, interests, model railroading experience, and qualifications. These sketches shall be included with the ballot mailing.
- Section 2.** The Division Nominating Committee for the Division Superintendent shall be composed of a Manager and at least two (2) other members appointed by the Superintendent, from different

counties of the Division. The current Superintendent shall not serve on the Committee, nor sit with it during its deliberations. The Committee shall report the nominations to the Region Secretary.

- Section 3.** Nominations for Mid Central Region offices may be made by a petition to the Region Nominating Committee Manager, signed by fifteen (15) members of the Mid Central Region, within 30 days of the publication of the Nominating Committee report per Section 1 above.
- Section 4.** Nominations for Division offices may be made by a petition to the Division Nominating Committee by five (5) Division members.
- Section 5.** No member shall be nominated for elective office without his or her approval.
- Section 6.** Election for Mid Central Region officers and Division Superintendents shall be conducted by ballot distributed via US Postal mail, or conducted via electronic means. Other Division elective offices or issues may be included on the Division ballots. If after a diligent effort/search, only one candidate is nominated for any Region Officer position, the sole nominee may be elected by a motion to have an Election by Acclamation. In instances where the entire slate of candidates for Region Office is running unopposed, distribution of ballots will not be necessary if a motion to have an Election by Acclamation is proposed and passed.
- Section 7.** The Mid Central Region President shall appoint a Division Superintendent to fill a vacancy for any cause including failure to make a nomination. The Division may conduct an interim election later at a Division meeting for a Superintendent of its own choice to complete the unexpired term.
- Section 8.** The Directors shall elect a successor to complete the unexpired term of any vacant Region office except that of the President when there is a Vice-President willing to serve as a successor.
- Section 9.** All members of the NMRA Inc, residing in the Mid Central Region are eligible to vote in Mid Central Region and Division elections in the same manner as that class of member can vote in the National elections for the NMRA Inc. The classes of membership in the NMRA Inc, can be found in the Regulations of the NMRA Inc, as currently existing or as hereafter amended. If a particular class of membership is not permitted to vote in the NMRA Inc, national elections, that same class shall not be able to vote in Mid Central Region and Division elections.
- Section 10.** Ballots for Mid Central Region officers shall be included in the appropriate issue of the *KingPin* as required in Article VII, Section 2, above. Ballots for issues and Division officers requiring mail voting and sketches of nominees for office in both the Region and in the several Divisions shall be sent by mail either in the *KingPin* or Division Newsletter or by a separate letter not less than thirty (30) days (forty-five (45) days if mailing is by third class) before the latest date for return of the marked ballots. Nominations by the Committee, by petition or both shall be indicated on the ballot. The name and address of the Teller and the latest date for return of marked ballots shall be clearly indicated. If conducting an election via electronic means, the sketches of officer nominees, voting deadline, and means of submitting ballots shall be included with the electronic election notification. Nominees receiving the largest share of votes for each office and votes on issues shall be certified by the Teller to the Region Secretary not less than three (3) days before the installation meeting. The Teller shall give advance notice to the winners of their election at the earliest possible time to permit their preparation for assumption of the new duties and shall present the ballots and tabulation to the Audit Committee for review before public announcement of the results. Region Officers and Directors elect shall be invited to participate in the Board of Director meeting discussions.
- Section 11.** When an amendment or issue must be submitted by mail independently of an election for officers, the procedure shall be similar to that of Section 1, but the ballots shall be returned to the Secretary or someone appointed by the Secretary for tallying and reporting.
- Section 12.** In the event the person with the highest number of votes in the election cannot accept the office between the time of balloting and the time of assuming office, the position will be offered to the candidate with the next highest number of votes. If this person declines the office, the Board of Directors will name a replacement.

- Section 13.** Ballots for elected Officers and elected Directors shall not provide a space for write-in vote, and any write-in votes shall not be counted, pursuant to current (1999) Ohio Law (ORC 1702.26) that applies to not for profit corporations.
- Section 14.** Nothing in these Regulations shall prevent any of the Divisions of this Region from creating an Election by Acclimation process as long as the Division nominating committee has made a diligent effort/search for multiple candidates for each elected office.

## **ARTICLE XI. AMENDMENTS**

- Section 1.** A proposal to amend the Regulations may be initiated by a two-thirds majority vote of the Directors, or by petition to the Secretary not less than sixty (60) days before a regular meeting signed by thirty (30) members, not more than ten (10) of whom are from any one Division. After publication of the proposal, a membership meeting motion requiring a two-thirds majority vote for approval may be made instructing the Secretary to prepare a mail ballot for resolution of the issue before the next regular meeting. The Directors may authorize early balloting if the issue is urgent. A two-thirds majority of the mail ballots received is required for approval.
- Section 2.** The Regulations of the Mid Central Region may be amended by a two-thirds majority of either the Directors, or of the members present at a regular meeting or a special meeting called for the purpose.

## **ARTICLE XII. INITIATIVE AND REFERENDUM**

- Section 1.** Recall of any officer for misfeasance, malfeasance, or nonfeasance may be initiated by a petition to any officer signed by thirty (30) members, not more than ten (10) of whom are from any one Division. A two-thirds majority vote of members at any regular meeting shall be required for approval.
- Section 2.** The members of the Mid Central Region shall have the right by petition to have any action taken by the Mid Central Region Board of Directors or any propositions submitted to the membership for a vote at any regularly scheduled election.
- Section 3.** Each petition shall contain the exact wording of the action of the Board of Directors or the proposition to be voted upon and shall contain the signatures of not less than thirty (30) voting members of the Mid Central Region, no more than ten (10) from any one division.
- Section 4.** Any such petition for any action taken by the Board of Directors or on any proposition shall be submitted to the Mid Central Region Election Manager not less than 90 days prior to the date of the election.
- Section 5.** A two-thirds majority of the votes received on such actions or propositions shall adopt such actions or propositions.

## **ARTICLE XIII. RESERVED**

## **ARTICLE XIV. RESERVED**

## **ARTICLE XV. DISSOLUTION**

In the event of the dissolution of the Mid Central Region by action of its members or by action by the NMRA Inc, Board of Directors, the entire assets of the Mid Central Region shall be transferred to the NMRA Inc.

## **ARTICLE XVI. MID CENTRAL REGION CONVENTIONS**

- Section 1.** The Mid Central Region shall hold a regional convention annually. This convention shall be held between mid-April and mid-June. The General Membership and Annual BOD meetings shall be held during the regional convention. In a year the NMRA National Convention is scheduled for a city within the Mid Central Region, or other extenuating conditions exist, the MCR BOD can choose whether or not to hold a regional convention during that calendar year.

- Section 2.** The Region Convention Advisor and Region President shall work together to solicit bids from various MCR Divisions to host a regional convention. If desired, two or more MCR Divisions may co-host a regional convention. Bids to host a Convention shall be submitted to the Region Convention Advisor not less than twenty-four (24) months prior to the convention date. The Region Convention Advisor shall report the bids with recommendations to the Region President, for Board of Director approval. Consecutive regular conventions shall not be hosted by the same Division unless there are no other bids, or the proposed convention is being co-hosted with another Division. No bids will be entertained from groups who do not represent a Division.
- Section 3.** A formal bid shall consist of, but shall not be limited to, the following:
- A. A letter of intent directed to the Region Convention Advisor stating the Division's desire to host a convention. Said letter shall be cosigned by the Division Superintendent(s) and convention Manager designate.
  - B. A brief description of the convention facilities and proposed activities.
  - C. Proposed dates.
  - D. Estimates of attendance and the justification for those figures.
  - E. A statement of Division financial resources. In the event of a co-hosted convention, the statement must include a breakdown of the financial responsibilities of each host Division, and the distribution of any proceeds from the convention.
  - F. The bidding Division(s) shall have obtained and incorporated the use of prior convention reports and other planning information as deemed necessary by the Region Convention Advisor. The absence of any of these items may cause the bid to be rejected by the Board of Directors.
- Section 4.** Once the Directors accept a bid, the host Division shall have the option of obtaining working capital from the Region. The granting of such monies shall be prefaced by a letter of agreement signed by the sponsoring group's Superintendent, sponsor's Convention Manager, the Region Convention Advisor, and the Region President. Signing this agreement shall in debt the Division, the Region, and the sponsors to the sum agreed upon. The sponsoring group shall submit a detailed budget to the Region Treasurer, President, and Convention Advisor at least one year in advance of the convention, and shall present themselves at a meeting of the Board of Directors to define their budget. The Board of Directors may extend a loan to the sponsors above the amount contracted for emergency reasons, the terms and conditions to be negotiated subject to a formal audit of the sponsor's books. The sponsors may elect to waive the letter of agreement, which will relieve the Region of any financial obligation to the sponsors. The sponsor may petition the Board of Directors for financial relief after the fact, but the Mid Central Region is under no obligation to underwrite any losses, and any subsequent agreements shall be executed as promissory notes issued by the sponsors and cosigned by the Division. Any final payment of underwriting funds shall be preceded by a formal audit, conducted by, but not limited to, the Region Treasurer and Region Convention Advisor. All expense items in excess of \$15.00 to be included in the audit must be accompanied with a valid receipt from the vendor, and the sponsors are strongly encouraged to request written quotations from vendors. Any vouchers submitted by either the sponsors or their vendors that exceeds the quotation shall be accompanied by suitable justification. Those submissions that meet these criteria shall be considered for inclusion. All others shall be rejected and not considered as part of the Mid Central Region's shared obligation. The results of the audit shall become the basis for establishing the Region's underwriting of a financial loss of a convention.
- Section 5.** Within three calendar months after the Convention, the sponsors shall file a comprehensive report covering the financial and esthetic details of the Convention. Said report shall include, at a minimum, complete financial accounting to each line item in excess of \$15.00, and a subjective report of successes and failures of the various activities implemented, with recommendations to the future. A copy of each shall be forwarded to the Region President, Treasurer, Region Convention Advisor, and each of the future Convention Managers of record. The three month deadline shall be

waived in lieu of a contested or audited financial report, provided a specific timetable is provided outlining the remaining issues and the process for reaching resolution and closure.

- Section 6.** No Head Tax shall be collected on behalf of the Mid Central Region for any Region Convention. In the event the Mid Central Region sponsors a joint Regional Convention with another Region or Regions and the Convention is being held within the boundaries of the Mid Central Region, and in the event the co-sponsoring Region or Regions regulations provide for the collection of a head tax for Region Convention, said head tax shall be collected only from those members of the co-sponsoring Region whose regulations provide for the collection of a head tax and remitted to the Region in question. All joint Region Convention registration forms shall set forth the name of the co-sponsoring Region or Regions and the applicable head tax as an add-on item to be paid by the members of that Region only.
- Section 7.** The sponsoring committee may operate a store for the purpose of generating income for the sponsoring unit through the sale of merchandise. If the sponsoring committee operates a store, it shall be called “The Convention Store” aka “The Company Store.” Any other Division wishing to sell merchandise at an Mid Central Region Convention must sell their merchandise only through the sponsoring committee’s Convention Store. The commission rate charged by the Convention Store will be at a mutually agreed upon percentage and will not exceed 10% of the selling price. In the event that the sponsoring committee does not operate a store, they may agree with another Mid Central Region Division or another vendor to operate a store using the name “The Convention Store.” Preference to operate the store should be given to a Division of the Mid Central Region.
- Section 8.** The sponsoring committee is responsible for preparing the material to be included in the convention issue of the *KingPin*. The material must be limited to no more than 6 typewritten pages, excluding the registration form which will be a separate removable page so that members can retain the convention information. A typical page in the *KingPin* contains approximately 525 words in 11 point type. Allowances must be taken for photos and graphics to be included. All graphics, photos and forms shall be submitted in black and white format. All material must be edited and ready to print and is the responsibility of the sponsors. Submissions must be received by the *KingPin* Editor prior to the published deadline for that issue.

## **ARTICLE XVII. EFFECTIVE DATE OF REGULATIONS**

These regulations shall become effective at the end of the regular Spring business meeting after approval by the membership by a ballot vote.

These regulations originally adopted on: 23 October 2005.

### **Revision History:**

October 23, 2005:

Changed committee name in Article VII, Section to Region Election/Nominating Committee.

October 22, 2006:

Article III, Section 7: added sub-section A.

Article VII, Section 2: Revised, Added sub-section E.

Article VIII, Section 14: Added last sentence.

Article XVI, Section 6: Revised.

June 16, 2008:

Article III, Section 1, Sub-section D: Added last sentence.

Article VII, Section 2: Revised.

Article VII: Added function titles.

Article VII, Section 6: Added last paragraph.

Article XVI: Added Section 12.

Article I thru Article XVII: Corrected misspellings, and typos. Changed the title Chairman, to Manager.

February 24, 2009:

Article VIII, Section 11: Clinton County added to Division 11.

October 24, 2010:

Article III, Section 1: Terms of office changed.

April 27, 2012:

Article VIII, Section 8: Scott County, IN moved to Mid West Region.

April 1 2013:

Removed Zip Code 44691, Wayne County, OH from Division 6 and changed Division 1 boundary to include all of Wayne County, Ohio

June 14, 2014:

Updated Regulations to reflect BOD changes and made editorial changes to correct spelling, grammar and remove gender related references.

Article XIV, Section 7 thru 11: combined into Section 7. Sections 8 thru 11 eliminated.

Article XIV, Section 12: renumbered to new Section 8.

September 28, 2014:

Updated Regulations to reflect BOD changes and made editorial changes for clarification.

Article IX, Section 5: Clarified that BOD meeting need 2/3 of the Board in order for there to be a Quorum.

September 27, 2015:

Mid Central Region NMRA Inc named changed by removing punctuation to comply with IRS Rules for Section 501(c)(3) status.

Added three counties to Division 5 and five counties to Division 11 transferred from NFR.

May 18, 2018:

Article VII Section 5 changed to allow discussion with potential candidates who may be attending the convention.

Article VIII Sections 12-14 realigned to allow for the addition of Division 12. Section 12 establishes Division Twelve to consist of Allegany, Cattaraugus, and Chautauqua Counties in New York, and Crawford, Erie, McKean, Potter and Warren Counties in Pennsylvania.

Article X Section 1 changed to set a definite deadline for the nominating committee.

May 29, 2020:

ARTICLE X Section 1 extends the time for nominations and closes them before the Fall BOD meeting.

ARTICLE X Section 6 allows for voting by electronic means as well as USPS and defines a procedure for acclamation when there is only one candidate nominated.

ARTICLE X Section 10 allows for distribution of information about nominees by electronic means.

Jan 16, 2026:

Corrected some typographic and grammatical errors throughout document.

Changed "Region Convention Manager" to "Region Convention Advisor" throughout.

ARTICLE VII Section 3: The Region Convention Advisor and the Region President work together to solicit convention bids. If desired, a Convention Committee can be appointed by the President.

ARTICLE IX Section 1: Changed meeting date for general membership meeting to be during the regional convention.

ARTICLE IX Section 2: Changed meeting date of the one required BOD meeting to be during the regional convention. A second meeting should be held in the second half of the year, but no specific month.

ARTICLE XVI Section 1 Established a timeframe for the annual regional convention. The BOD can decide to skip a regional convention under certain circumstances.

ARTICLE XVI Section 2: Convention Advisor and Region President work together to solicit bids to host a convention. Add possibility of multiple divisions co-hosting a convention. Deadline to submit bids changed from 18 to 24 months prior to convention date.

**Addendum:** The charter number is 662433 and the last such filing occurred on May 28, 2013.