NEW ENGLAND MAGIC COLLECTORS ASSOCIATION

CONSTITUTION AND BYLAWS

Article 1 Name

Section 1.1. The organization will be known as the New England Magic Collectors Association (NEMCA) hereafter referred to as the Association.

Article 2 Purpose

Section 2.1. The Association has been founded to educate and promote interest in the collecting of books, memorabilia, apparatus, and history relating to the performance of magic and the allied arts; and to share knowledge and expertise in the collection and preservation of related items.

Section 2.2. The Association is organized exclusively for educational, scientific and charitable purposes, and the making of distributions to other organizations for such purposes. These distributions may only be made to the extent and in such manner that such purposes constitute exclusively educational, scientific and charitable purposes within the meaning of Section 501 (c) (3) of the Code, or the corresponding section of any future federal tax code.

Article 3 The Board of Directors

Section 3.1. The responsibility of the Board of Directors is to ensure the dignity of NEMCA, and to develop and employ fiscal policies and budget strategies to protect the long-term fiscal health of the Association. The Board will also select dates for meetings, conduct the annual business meeting, and oversee the general direction of the Association.

Section 3.2. The Board of Directors shall consist of a minimum of nine individuals who are members in good standing.

Section 3.3. New directors may be added to the Board, as needed, by a majority vote of a quorum of Directors at a properly-noticed meeting that clearly indicates the purpose of said meeting.

Section 3.4. Directors serve until they resign or are removed.

Section 3.5. Directors may be removed by a majority vote of a quorum of Directors at a properly-noticed meeting that clearly indicates the purpose of said meeting.

Article 4 Officers

Section 4.1. Officers shall be: PRESIDENT, 1st VICE PRESIDENT, 2nd VICE PRESIDENT, SECRETARY, and TREASURER.

Section 4.2. Officers shall be elected by the Board for a two-year term and will immediately assume the duties of office.

Section 4.3. Eligibility. An individual must have been a Director for a minimum of one year prior to nomination.

Section 4.4. Term Limit(s). The President may not serve more than two consecutive terms as President.

Section 4.5. The President and Vice Presidents are responsible for organizing and operating the Yankee Gathering. Specific responsibilities related to the Yankee Gathering include, but are not limited to, select a date, select/book a site, advertise the Gathering, provide registration materials, register individuals, organize events/book acts/book lectures, publish a program, provide/solicit materials to be given away, propose guest of honor and book transportation/room for the guest of honor.

Section 4.6. The Secretary is responsible for correspondence, maintenance of the current membership list, taking minutes of the annual business meeting, serving as clerk of the Board, and notifying members of all meetings and social events.

Section 4.7. The Treasurer is responsible for all financial matters related to the running of NEMCA, including preparing and presenting budget documents as needed by the Board.

Section 4.8. Appointments. The Board shall make all necessary appointments to ensure the operation and improvement of NEMCA. The appointments must include, but are not limited to, the following positions.

> Section 4.8.1. A Historian shall be appointed by the Board, to serve at their pleasure. The Historian's responsibilities will include collecting and preserving the record of special guest speakers who may address NEMCA; developing an oral and printed archive of memories and experiences of members relative to the purpose of NEMCA; preserving and collecting gifts and collectibles as may be given NEMCA from time to time for its care.
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> Section 4.8.2. A Business Manager will be appointed by the Board, to serve at their pleasure. The Business Manager's responsibilities will be to sell the publication and any artifacts associated with NEMCA. The Business Manager will keep accurate financial records associated with sales and provide funds and records to the Treasurer upon request.
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> Section 4.8.3. An Editor or Editors shall be appointed by the Board to manage the Publication (See Article 7).
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> Section 4.8.4. A Convention Registrar will be appointed by the Board to serve at their pleasure. The responsibility of the Convention Registrar will be to maintain all registrations and records associated with the convention and may collect monies associated with the convention. The Convention Registrar will comply with accounting guidelines specified by the Treasurer to ensure accurate financial records associated with convention, and provide such records to the Treasurer on a timely basis.
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> Section 4.8.5. A Program Coordinator will be appointed to solicit and arrange speakers/programs for the regular meetings that will be of interest to the members of the Association.

Section 4.9. The Board will have the power to appoint a Director for the remaining term of an Officer if the position is vacant due to resignation or other circumstances.

Article 5 Membership/Fees

Section 5.1. Membership shall be classified by the following designations:

Section 5.1.1. Member in Good Standing. Any individual who has fulfilled the requirements for membership. This includes being current on all membership fees and having been approved by the Association. Membership rights and privileges shall be determined by the Board and discussed at the annual business meeting.

Section 5.1.2 Charter Member. The first thirty (30) members shall constitute the NEMCA Charter Members.

Section 5.1.3. Lifetime Member. The Board may elect a member to the position of Lifetime Member in recognition of his/her contributions and achievements in the field of magic history or collecting. Nominees must be a member for a minimum of three years. A Lifetime Member retains membership rights and privileges and is exempt from paying annual dues for the remainder of their lifetime.

Section 5.1.4. Honorary Member. The Governing Board may elect a non-member to the position of Honorary Member in recognition of his/her contributions and achievements in the field of magic history and/or collecting. An Honorary Member is granted membership rights and privileges (with the exception of receiving the publication) and is exempt from paying annual dues for the remainder of their lifetime.

Section 5.2. Membership numbers will be assigned to new members in ascending numerical order beginning with the first available number. Membership numbers shall not be reassigned.

Section 5.3. Eligibility. Any person 18 years or older with a sincere interest in magic history and/or collecting may apply for membership.

Section 5.4. Membership will be granted by recommendation of the Membership Committee. Membership can be revoked by the Board of Directors at the recommendation of the Membership Committee.

Section 5.5. Changes in membership criteria will be reviewed annually by the Membership Committee for approval at the annual business meeting.

Section 5.6. Membership fees shall be payable before June 30th of each year.

Section 5.6.1. The Treasurer shall notify members before the first meeting of the calendar year that fees are due.

Section 5.6.2. Nonpayment of fees will constitute grounds for a member to lose membership status.

Section 5.6.3. Fees shall be reviewed annually and adjusted as appropriate. Any change in fees will be presented at, or before, the annual business meeting prior to the change.

Section 5.7. Authority. Members are designated as annual supporters of the Association and only receive such benefits as determined by the Board of Directors on an annual basis. Members may be considered for appointment to the Board of Directors if/when the Board determines a position becomes available.

Article 6 Events

Section 6.1. NEMCA will hold at least three events per year.

Section 6.2. The first event of each calendar year will be the annual business meeting at which business required for operating NEMCA will be conducted. Annual business meeting topics may include: announcements, reports concerning finances, programs, and personnel, as well as, other news relating to the Association.

Article 7 Publication

Section 7.1. NEMCA will publish a journal that shall contain news and research articles of interest to magic collectors and historians.

Section 7.2. The Board shall establish expectations regarding the Publication budget and frequency with advice and recommendations from the Editor(s).

Article 8 Prohibited Activities

Section 8.1. In no case shall the purpose of the Association or its activities encompass any purpose or activity not permitted to exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986 (the "Code") or the corresponding provision of any future federal tax code.

Section 8.2. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes as described in this Article. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence public legislation, and the Association shall not participate in, or intervene in (including the public distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Association shall not carry on activities not permitted to be carried on (a) by an association exempt from Federal income tax under Section 501 (c) (3) of the Code or (b) by an association, contributions to which are deductible under Section 170 (c) (2) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

Article 9 Recognition

Section 9.1. The Association will establish and maintain a mechanism for recognizing significant contributions to the field. This may include, but is not limited to Guest(s) of Honor at The Yankee Gathering, the Founder's Award and other recognition(s) as determined by the Board of Directors.

Article 10 Distributions Upon Dissolution

Section 10.1. Upon the dissolution of the organization, after paying or making provisions for the payment of all the legal liabilities of the organization, assets shall be distributed by the Officers for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article 11 Changes

Section 11.1. The Constitution shall not be amended, altered, or annulled unless due notice is submitted to a preceding meeting or notice thereof sent to the Board thirty days previous to its adoption. A 2/3 vote of the Directors present at the meeting designated by notice will be required to amend, alter, or annul this Constitution. If a change prior to a meeting is deemed necessary by the Board, then a 2/3 majority vote by mail or email of all current Directors will be required.

GENERAL BYLAWS

Article 1 Definition of a Quorum

Section 1.1. The presence of fifty percent of the Board is required to constitute a quorum for the transaction of business at any regular or special meeting.

Article 2 Order of Business

Section 2.1. The order of business at the Annual Meeting is suggested as follows:

1. Roll Call
2. Reading and approving the minutes of the previous meeting.
3. Reports of officers
4. Reports of committees
5. Correspondence
6. Unfinished business
7. New business
8. Good and welfare

Section 2.2. The first order of business at the Annual Meeting, in the appropriate year, will be the introduction of new officers.

Article 3 Committees

Section 3.1. A Nomination Committee will be appointed as needed to screen and present to the Board a recommended slate of candidates as defined in the Constitution.

Section 3.2. A Constitution Committee will be appointed as needed to evaluate, consider and propose changes, amendments, or other alterations to the Constitution and General Bylaws as may be required to support the success of NEMCA.

Section 3.3. A Membership Committee will be appointed to provide applications to prospective members, review applications for membership, evaluate existing membership, and propose changes dealing with membership.

Section 3.4. A Convention Committee will be appointed to plan and operate a convention in the name of NEMCA. The Convention Committee Chairperson will make recommendations to the Board of Directors and the membership regarding the date, place and activities of the convention. The Convention Committee will have responsibility to advertise the convention and oversee all of the registration activities in association with the Convention Registrar and Treasurer.

Section 3.5. The President may appoint, as the need may arise, other committees.

Section 3.6. Reports from standing committees will be required only at the Annual Business Meeting; unless specifically requested by the President and upon reasonable notice to the chairperson of the designated committee.

Article 4 Fiscal Year

Section 4.1. The business year will run from July 1st through June 30th.

Article 5 Changes

Section 5.1. The General Bylaws shall not be amended, altered or annulled unless due notice is submitted to a preceding meeting or notice thereof sent to the Directors thirty days previous to its adoption. A simple majority vote of Directors present at the meeting designated by notice will be required to amend, alter or annul these General Bylaws. If a change prior to a meeting is deemed necessary by the Board, then a simple majority vote by mail or email of all current members in good standing will be required.

In witness whereof, we have hereunto subscribed our names this 2nd day of May, 2021.

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Jim Zoldak, President

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Michael Mayo, 1st Vice President

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Dan Sclare, 2nd Vice President

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Scott Martell, Secretary

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Steve Lerner, Treasurer

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Andrew Pinard, Director

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Steve Rogers, Director