



MichLUG

Michigan Lego® Users Group

CONSTITUTION AND BY-LAWS

TABLE OF CONTENTS

ARTICLE 1: NAME.....	3
Section 1 – Name	
Section 2 – Definitions	
ARTICLE 2: PURPOSE.....	3
Section 1 – Specific Purpose	
ARTICLE 3: FISCAL YEAR	3
Section 1 – Fiscal Year	
ARTICLE 4: MEMBERSHIP	
Section 1 - Membership Benefits.....	3
Section 2 – New Membership.....	4
Section 3 – Active Membership.....	4
Section 4 – Emeritus Membership.....	4
Section 5 – Associate Membership.....	5
Section 6 – Maintenance of Good Standing.....	5
Section 7 - Conflict of Interest.	5
Section 8 – Voting.....	5
Section 9 – Separation.....	6
ARTICLE 5: MEETINGS	
Section 1 – Time and Place.....	6
Section 2 – Special Meetings.....	6
Section 3 – Quorum.....	6
Section 4 – Rights of Members.....	6
ARTICLE 6: OFFICERS AND ELECTIONS	
Section 1 – Number and Titles	6
Section 2 – Tenure.....	6
Section 3 – Eligibility for Office.....	7
Section 4 – Method of Nomination and Election.....	7
Section 5 – Resignation of Office.....	7
Section 6 – Removal of Officers.....	7
Section 7 – Vacancies in Office.....	8
ARTICLE 7: DUTIES OF OFFICERS	
Section 1 – MichLUG President.....	8
Section 2 – MichLUG Vice President.....	8
Section 3 – MichLUG Treasurer.....	8
Section 4 – MichLUG Secretary.....	8
Section 5 – MichLUG Communication Liaison.....	9
Section 6 - MichLUG membership chairperson.	9
Section 7 - MichLUG's LEGO Ambassador.....	9
Section 6 – MichLUG Executive Board.....	9
ARTICLE 8: DISPURSEMENT OF EARNINGS AND ASSETS	
Section 1 – Net Earnings	9
Section 2 – Dissolution	9
ARTICLE 9: AMENDMENTS	
Section 1 – Amendments.....	10
ARTICLE 10: Contributors to MichLUG By-Laws	
Section 1 – MichLUG By-Laws	10
Section 2 – Amendments	10
SIGNATURE PAGE.....	11

ARTICLE 1

NAME

SECTION 1: Name

This organization shall hereafter be known as MichLUG.

This organization may also use the logo and name MichLTC (Michigan Lego Train Club), for advertising and promotional purposes.

SECTION 2: Definitions

MichLUG will be filled as registered non-profit social club, after adoption of By laws.

ARTICLE 2

PURPOSE

SECTION 1: Specific Purpose

The purpose of this organization is to find like-minded individuals dedicated to designing Lego® creations. Our purpose is to form a community of Lego® enthusiasts and encourage other members of the community to build through shows/displays of our creations.

Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(4) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

ARTICLE 3

FISCAL YEAR

SECTION 1: Fiscal Year

The fiscal year of MichLUG shall run from Jan 1 until Dec 31.

ARTICLE 4

MEMBERSHIP

SECTION 1: Membership Benefits

Participation in a community of talented LEGO enthusiasts.

Active members in good standing will be provided with promotional material free of charge. These materials may be T-Shirts, customized bricks, badges, banners, or other items as membership interest deems. Active members in good standing will qualify for annual show participation rebates, to help cover travel expenses.

Participation in any LEGO community outreach program currently in use, such as RLUG (recognized Lego users group) support, and LUGBULK.

SECTION 2: New Membership

Membership in this organization shall be open to all regularly enrolled Lego® users who are interested in membership. Twenty five dollar annual dues are payable after completing 1 show PLUS one meeting. Membership is dependent on age, but does not discriminate based on creed, gender or race. NOTE: Membership age requirement for MichLUG is a minimum of 18 years old.

New Members: do NOT have the ability to vote or benefit from relationship with the club until they have met all of the following criteria:

1. Are of the necessary age of 18.
2. Participate in at least 3 club activities including (annually):
3. Have attended at least 1 meeting
4. Participated in setup and/or breakdown of 1 or more shows.
5. Payment of \$25 annual dues payable upon meeting initial qualifications for membership.

Once a new (or emeritus) member feels they have achieved the ability to be deemed an active member, they must inform the club secretary or president. The secretary or president will present the new member to club as eligible to vote at the next monthly meeting. All membership will be re-evaluated annually, to determine who meets criteria to be considered active membership.

SECTION 3: Active Membership

To maintain status as an active member of MichLUG, one must attend a minimum 3 events each year including of 1 meeting per year and participate in the assistance of yearly shows with a minimum of (1) tasks being setup and/or breakdown. Active member must also pay twenty five dollar annual dues, but this will be automatically deducted annually from the reimbursement for show travel and participation. Payment of dues for new members is due when first meeting criteria for admittance. By-laws are provided to all active members. All members verify accordance with by-laws by signing signature page. (see page 9)

At time of adoption of these by By-laws, "Active" membership within MichLUG shall be determined via participation records kept for the club, prior to the adoption of these By-laws. Based on the same requirements as laid out above.

SECTION 4: Emeritus Membership

Anyone that wants to participate in MichLUG outside of the Active membership may do so without any further commitments. An example of "Emeritus Member" is any member that expressed interest in membership but is unable to participate regularly, but would like to remain enrolled in our online forum. Any club member that doesn't meet active membership requirements by the end of the fiscal year will automatically become an "emeritus member". "Emeritus member" is not required to pay dues, setup, run shows or break down. They do however, have the opportunity to attend meetings and shows if they so choose. All Emeritus Membership special requests will be handled on an individual basis.

Emeritus members may be given special considerations, and granted active status if they:

- attend one MichLUG show annually
- Attend one MichLUG meeting annually
- Can prove attendance in at least one other AFOL activity within the state of Michigan.
- Dues shall not be required at time of qualification, it instead may be deducted from any annual reimbursement agreed upon by the club.

SECTION 5: Associate Membership

Membership in this organization shall be open to all Lego® enthusiasts who are interested in membership in MichLUG, that are between the ages of 14-17, under the direct supervision of a parent or guardian. Twenty five dollar annual dues are NOT applicable for this level of membership. Membership is dependent on age, but does not discriminate based on creed, gender or race.

Associate Members: Do NOT have the ability to vote. Admittance to our online forum shall be granted once they have met all of the following criteria:

1. Are of the necessary age of 14-17
2. Have a parent or guardian present at all times
3. Participate in at least one meeting annually
4. Participate in at least one public display (including setup and/or teardown)

Once a new member feels they have achieved the ability to be deemed an Active member, they must inform the club secretary. The secretary will present the new member to club as eligible to vote at the next meeting.

SECTION 6: Maintenance of Good Standing

Membership in good standing, requires members to meet Active member requirements annually. Members should use decorum when interacting with the public at all shows. This includes but is not limited to language and dress. This includes but is not limited to Article 4, section 2.

SECTION 7: Conflict of Interest

Active members shall not enter into a Lego related relationship with an individual or organization that has an active or previous relationship with MichLUG without receiving approval of the EC. The EC shall determine if the potential relationship is a conflict of interest.

SECTION 8: Voting

Any Active member in good standing has the right to vote at any and all sanctioned meetings. Emeritus, and Associate Members as well as members currently under suspension are not eligible to vote on any matters. New members can earn the right to vote, upon completing Active member requirements. All items that are to be voted upon, shall be shared with the general membership at least 7 days in advance, and require that quorum is met (see article 5-section 3), 50% plus 1 (majority) will win the vote. Members who are not present, and do not choose to provide a proxy vote, abstain, and will not affect the outcome of the vote. Members not in good standing are not entitled to a voice or to vote in MichLUG meetings. SEE OFFICERS for President restrictions for voting. Votes may be called in. Online forums may be used for voting. Any members that do not vote, abstain, and will not influence the outcome of anything being voted upon.

SECTION 9: Separation

When any member in good standing is separated, retires or resigns from MichLUG, that member shall no longer be entitled to any benefits provided by MichLUG or The Lego® Group Lug Benefits beginning immediately. If it is found that a member represents unethical, unmoral, or contrary intents to the interests of the club and/or the guidelines of The LEGO group code of conduct (http://cache.lego.com/downloads/info/Codeofconduct/CODEOFCONDUCT_English.pdf) the follow steps will take place.

1. Member will be notified of infraction with a warning (verbal or written)
2. If contrary actions persist, an individual hearing will take place in front of Executive Board
3. Executive Board will vote on the separation of member from the club
(Note: President does not vote in any hearing unless a majority is not reached)

ARTICLE 5 **MEETINGS**

SECTION 1: Time and Place

Regular business meetings of MichLUG shall be held bi-monthly on either a Saturday or Sunday no less than 4 times each year, unless otherwise posted, and agreed upon at a prior meeting. Meeting location, will be determined by the Executive Committee, but not occur outside of the state of Michigan. Members present during the business section (approximate time to be shared in advance), shall receive credit for attendance, special exceptions may be made by the Executive committee. Minutes of the monthly meeting will be emailed by the secretary or president at least seven (7) days in advance of the next scheduled meeting.

SECTION 2: Special Meetings

Special meetings may be called. Such special meetings will be communicated via group message board at least seven (7) days prior to the meeting. The notice shall state the business to be considered at such meeting, and no other business than that stated in the notice shall be in order at such meeting. Special meeting need not be held in person, but can also be conducted online.

SECTION 3: Quorum

The quorum for any meeting of MichLUG, either regular or special, shall be 30% of active membership with a minimum of seven (7) Active members, and a maximum of twelve (12) Active members.

SECTION 4: Rights of Members

There must be no discrimination or rules that discriminate on the basis of race, religion, national origin, ethnicity, gender, marital status, citizenship, sexual orientation or disability.

ARTICLE 6

OFFICERS AND ELECTIONS

SECTION 1: Number and Titles

The Executive Committee (EC) of MichLUG shall consist of a minimum of 5 positions. President, Vice President, Treasurer, Secretary, and Communication Liaison.

The EC may also consist of the membership chair person, and Lego ambassador (unless board representation is declined by either member) these are appointed positions, not open for election, but the general membership may request the executive committee to reassign either position at anytime (to be approved by a 50% + 1 vote)

SECTION 2: Tenure

Any or all of the officers may be elected for renewal terms with no maximum number of terms.

SECTION 3: Eligibility for Office

Any Active member in good standing, shall be eligible to be a candidate for office for MichLUG.

SECTION 4: Method of Nomination and Election

Any member in good standing may nominate eligible members for office up to the time of election. The election will take place when a vacancy occurs. Elections shall be by verbal nomination. If there is only one (1) candidate for a given office, such candidate shall be declared elected – a single vote shall be cast making the election official. Voting by proxy in the election of MichLUG Officers, shall be allowed. The candidate receiving the majority of the votes cast shall be declared elected. If no candidate receives the majority of ballots cast, there shall be a run-off election between the two (2) candidates who received the most votes. If the final ballot results in a tie for any officer, the winner will be selected by drawing a name from a box in the presence of both candidates.

All elected positions will be opened for nomination at the last meeting of the fiscal year. New officers will be elected at the first meeting of the new fiscal year, annually.

SECTION 5: Resignation of Office

An officer may resign at any time for health or personal reasons.

SECTION 6: Removal of Officers

Any officers' tenure may be terminated for cause by consent of MichLUG membership, requiring a two-thirds (2/3) vote of the membership, provided reasonable notice is given and the officer has an opportunity to speak at an MichLUG meeting where his/her termination is being considered. If the officer is no longer a member of MichLUG, they shall be removed from office.

SECTION 7: Vacancies in Office

When an office becomes vacant by reason of death, resignation, or removal of the incumbent, MichLUG members shall elect a successor by a majority vote, at the next stated meeting. Until such time, the Vice-President shall fill the vacant seat.

ARTICLE 7

DUTIES OF OFFICERS

SECTION 1: MichLUG President

It shall be the duty of the President to preside at all MichLUG meetings. He/she shall be the executive head of MichLUG. He/she shall enforce strict observance of the Constitution and By-laws of MichLUG. He/she shall have general supervision of the activities of the other officers. He/she shall oversee all communications with the public. He/she does NOT vote unless the membership has reached a tie in any voting situation.

SECTION 2: MichLUG Vice President

The Vice President shall assist the President in such a manner as the President may determine. In the absence of the President, he/she shall preside at MichLUG meetings. If any officer position becomes vacant, the Vice President shall be acting officer until the office is filled by election of the EC. The Vice President is responsible for any and all human relations concerns. If any member has grievances they are to consult the Vice President directly, not voice their grievance on the online forum.

SECTION 3: MichLUG Treasurer

The Treasurer shall have access of all documents, records, books and papers belonging to MichLUG, except as otherwise provided by this Constitution and By-laws. The Treasurer shall be the chief financial officer and the chief accounting officer of the organization, who shall be in charge of its financial affairs, and keep accurate records thereof. The Treasurer or President may disburse monies in conformity with a vote of MichLUG members. He/she shall be prepared to exhibit receipts and vouchers upon audit of his/her books. The treasurer may have such other duties and powers as designated by the EC. Executive Committee members are NOT authorized to sign their own reimbursement requests,

SECTION 4: MichLUG Secretary

He/she shall keep an accurate record of the meetings of MichLUG and of the EC . He/she is responsible for making sure the accurate minutes for each monthly meeting are sent via email to the membership at least seven (7) days prior to the following MichLUG meeting. He/she will remind the membership of upcoming meeting 7 days prior to said monthly meeting, including a copy of the minutes from the most previous meeting. The secretary will send out the meeting agenda to the executive board no later than 24 hours before the meeting. NOTE: It is the sole responsibility of each officer to notify the secretary of any agenda items 7 days prior to the said monthly meeting..

SECTION 5: Communication Liaison

He/she is responsible for overseeing marketing, printed communication as well as all Social Media aspects in relations to the club. The MichLUG website and related social media accounts shall be a priority and kept up to date at all times. He/she shall be in direct communication with the president who oversees all communication with the public . He/she will be in contact with the treasurer for budgetary/marketing monies, the secretary for notes and contact numbers, and the vice president for any and all communication needs. This person need not be the webmaster, but will have access (direct or indirect) to update any form of communication, the club chooses to use.

SECTION 6: MichLUG Membership chairperson.

The membership chairperson shall help track club attendance at shows and meetings. The membership chairperson shall receive receive show reports complete with attendance at that event from the member tasked with running an event, and correlate that data onto a spreadsheet that will help determine active membership status.

SECTION 7: MichLUG's LEGO Ambassador

The LEGO Ambassador, is the one person within the club that will be in direct contact with the LEGO groups community events and engagement team. The responsibilities of the Lego ambassador are to report shops to the LEGO group for consideration of support, and to communicate with the club in a timely manor any news the LEGO group shares with them.

SECTION 8: MichLUG Executive committee

The Executive committee shall consist of the President, Vice President, Treasurer, Secretary, and the Communication Liaison who are elected by MichLUG membership. It shall have the authority to act in the name of MichLUG during intervals between meetings, such acts as being subject to confirmation by the membership at the next regular meeting of MichLUG. It shall provide an annual audit of the Treasurer's books at the end of each fiscal year and if there is a change in Treasurer at any time. It shall meet at the call of the President or on the behest of a majority of its members. A simple majority shall constitute a quorum.

ARTICLE 8

DISBURSEMENT OF EARNINGS AND ASSETS

SECTION 1: Net Earnings

No part of the net earnings shall directly benefit any person, member of MichLUG, or otherwise. Net earning, may be used to reimburse members for travel and participation in MichLUG shows, but require to voted upon by the Active membership. Annual membership dues shall be deducted from any annual reimbursements paid. Net earnings, may be used for support of charitable organizations, or other charitable purposes (such as developing a scholarship fund), as long as voted upon, and approved by the Active membership.

SECTION 2: Dissolution

Upon the dissolution of MichLUG, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, or the corresponding section of any future Federal tax code.

ARTICLE 9

AMENDMENTS

SECTION 1: Amendments

A proposed amendment must be presented in writing (via group online forum) seven (7) days prior to any meeting. This Constitution and By-laws made under its provisions may be amended by a three-quarters (3/4) vote at any meeting that achieves quorum (Article 5 Section 3). The amendment will be automatically ratified at the next meeting (no less than 7 days later) as long as it continues to have 3/4 support, allowing any members not present at the meeting to participate in the vote by an online voting forum. Immediately following ratification, the new Constitution and By-laws take effect.

ARTICLE 10

Contributors to MichLUG By-Laws

SECTION 1: MichLUG By-Laws

Rodney Discus (president of Oki-LUG) - provided template for MichLUG By-Laws.

Scot Thompson (president of MichLUG 2010-2015) - author of MichLUG By-Laws (modified from Oki-LUG by-laws)

Jason Spears (leader of WMLTC)- provided editorial assistance 12-29-2015

Larry Pieniazek (WMLTC)- provided editorial assistance 12-29-2015

David Laswell (VP of MichLUG 2011-2015)- provided editorial assistance 1/7/2016, and final edit 1/13/2016

Tom Morse (Membership chairperson 2013-2015)- provided editorial assistance 1/8/2016

Ken Koleda- Provided editorial assistance 1/8/2016

Sharon Vance (Secretary of MichLUG 2012-2015)- suggested adding descriptions of membership chair person and Lego Ambassador. 1/9/2016

SECTION 2: Amendments



MichLUG Signature Page

I _____ have thoroughly read, and understand the By-Laws set forth by the MichLUG Club.

Furthermore, I agree with and acknowledge all By-laws from MichLUG. If at any time I fail to comply with any or all of the By-laws set before me, it is understood that my membership may be terminated.

I understand this signature page will remain on file. My signature is good for the length of my membership unless amendments occur, whereby members will all receive and vote on any and all changes and sign a new page.

Member Signature

date

*Submit this signed signature page to secretary for proper filing.