

NATIONAL CAMBRIDGE COLLECTORS, INC.

CONSTITUTION

ARTICLE I – NAME

The name of this organization shall be the National Cambridge Collectors, Inc., operating as a non-profit organization under charter granted by the state of Ohio.

ARTICLE II – MISSION

Section 1:

The mission of the National Cambridge Collectors, Inc. (NCC) as a non-profit Ohio organization is to inform, invite and inspire people to encourage the continued preservation of, and education about, the handmade glassware produced by The Cambridge Glass Company for future generations.

Section 2:

As a national organization, we seek to accomplish our preservation and education mission through many sources including meetings and fellowship, book products, newsletters, a website and other electronic communication and importantly, through the establishment and maintenance of a permanent museum in Cambridge Ohio supported by a strong Endowment Fund.

ARTICLE III – MEMBERSHIP

Section 1: Types of Membership

Membership types will include Voting, Lifetime, Honorary and Junior.

Section 2: Voting Membership

Any person age 18 or older residing in a household that participates in the Annual Fund membership campaign may be a voting member in NCC. The participating household must specifically indicate in their Annual Fund participation materials which household members will be members of NCC.

Section 3: Lifetime Membership

To recognize outstanding service to the organization, a person may be elected a lifetime member. They will have all the rights of voting members, but will not be required to pay dues as long as they remain a member of the organization. The election of a Lifetime Member shall require a 75% majority vote of the Board of Directors, by secret ballot. Neither a lifetime member, nor the spouse or partner of a lifetime member shall be required to pay yearly dues.

Section 4: Honorary Membership

Any person who has distinguished himself in an unusual and praiseworthy manner in promoting the objectives of this organization may be elected to honorary membership. Honorary members shall have the privilege of attending all meetings of the organization but shall not be required to pay dues, or be permitted to vote or hold elective office and they shall have no interest in any funds or property of the organization. The Board of Directors may designate the time frame for which an honorary member is elected.

Section 5: Junior Membership

Persons under the age of 18 may be Junior members. The Board of Directors shall from time to time determine other qualifications of junior membership.

Section 6: Open Membership

No territorial limits shall be established for the organization and membership is open to all interested persons.

ARTICLE IV – MEETINGS AND FISCAL YEAR

Section 1:

Regular meetings shall be held as provided in the by-laws.

Section 2:

The annual meeting shall be held as provided in the by-laws.

Section 3:

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

ARTICLE V – OFFICERS

The officers of this organization shall be a President, one Vice President, a Secretary and a Treasurer elected from the Board of Directors by the Board of Directors. All officers shall hold office for one year or, until their successors are elected and qualified.

The Board may also appoint up to five operational vice-presidents to manage organization divisions including Membership, Museum, Education, Development and Administration. These officers need not be Board members (although they could be) and would serve the same annual term as the other officers.

ARTICLE VI – BOARD OF DIRECTORS

Section 1:

The Board of Directors shall consist of twelve Directors elected by the voting members of the organization. Terms of office are to be as provided in the by-laws.

Section 2:

To be eligible to serve on the Board of Directors, a person shall be at least 21 years of age.

Section 3:

The Board of Directors shall be the governing body of the organization and shall have power to make such regulation and take such action, not inconsistent with the Constitution and By-laws as, in its judgment, may be necessary for the welfare of the organization.

The decisions of the Board in all organization matters shall be final, subject only to appeal to the voting membership of the organization.

ARTICLE VII – SURRENDER OF CHARTER

If this organization deems it desirable, by unanimous vote of the active voting membership, to terminate operation of this organization, all assets, records and monies shall be turned over to the Guernsey County (Ohio) Historical Society, with the stipulation that such be used only for the study and preservation of Cambridge Glass. In the event the Guernsey County (Ohio) Historical Society cannot or will not comply with above stipulation, it shall be turned over to the Corning Museum of Glass; Corning, New York, to be used at its discretion.

ARTICLE VIII – AMENDMENT OF CONSTITUTION

This Constitution may be amended by a majority vote of the active members in good standing, present at the annual meeting of the organization, upon proposal by a voting member in good standing sixty days prior to the annual meeting, provided written notice of such proposed amendment shall have been given to the members at least ten days prior to the annual meeting.

ARTICLE IX – ADOPTION OF THE CONSTITUTION AND BY-LAWS

This Constitution shall take effect and be in force upon its adoption.

Last amended: June, 2012

NATIONAL CAMBRIDGE COLLECTORS, INC.

BY-LAWS

ARTICLE I – MEETINGS

Section 1: Regular Meetings

The organization shall have regular meetings at least three times per year at such time and place as the Board of Directors shall designate.

Section 2: Annual Meeting

The annual meeting shall be held in June for the installation of elected Directors, the presentation of annual reports and transaction of other business. The term of Directors shall officially begin at the close of business of the annual meeting.

Section 3: Special Meetings

Special meetings of the organization may be called by the President or by a majority of the Board of Directors upon written notice to the Secretary at least five days in advance of said meeting.

Section 4: Quorum

The majority of the active members in good standing present shall constitute a quorum at any meeting of the organization.

Section 5: Rules of Order

The Board of Directors shall establish rules of order for all meetings.

ARTICLE II – DUTIES OF OFFICERS

Section 1: President

The President shall appoint all committees, preside at all meetings of the organization and the Board of Directors, and perform such other duties as ordinarily pertain to such office. The President shall be ex-officio member of all committees except the Nominating Committee. He shall, immediately upon taking office, appoint a Sergeant-at-arms.

In the event a vacancy exists in the office of President, the Vice President shall assume the office and title of President during the unexpired term of the President.

Section 2: Vice President

The Vice President shall have the duty of familiarizing himself with all organization affairs. He shall work under and in cooperation with the President and shall preside at meetings in the absence of the President.

Section 3: Secretary

It shall be the duty of the Secretary to keep the official record of all members, voting and honorary, provide verification of voting members as required, record the attendance at meetings of the organization, record and preserve the minutes of such meetings, make the required reports and perform such other duties as customarily pertain to such office.

Section 4: Treasurer

It shall be the duty of the Treasurer to have custody of all funds, accounting for same to the organization at its annual meeting and at any other time upon demand by the Board of Directors and to perform such other duties as pertain to this office. He shall collect all dues and funds of the organization and deposit them in a bank or depository named by the Board of Directors. Upon his retirement from office, he shall turn over to his successor or to the President, all funds, books and accounts, or any other organization property in his possession.

Section 5: Salary of Officers

Officers shall serve without compensation. If any officer shall be required to furnish a bond, the cost of said bond shall be paid by the organization.

ARTICLE III – BOARD OF DIRECTORS

Section 1: Meetings

The President shall be Chairman of the Board. He shall call regular meetings of the Board at least quarterly. He shall call a special meeting within five days after receiving a written request by three or more Board Members.

Section 2: Functions

The Board shall be responsible for the appropriation of all funds of the organization and shall, through the President or other duly authorized member of the Board, approve all vouchers before payment by the Treasurer. It shall designate the bank or depository in Guernsey County, Ohio for funds of the organization, approve all investments of funds of the organization and determine the amount of any bond which shall be given by the President and Treasurer. It shall receive and approve budget and the annual audit of the financial transactions of the organization. It shall pass on all projects recommended by the project committee, which must be approved by a two-thirds vote of the entire Board.

It shall pass upon all grievances, defaults and complaints by or against a member, and may take such action as it

deems appropriate on behalf of or against such member. It may, for good cause, declare an office vacant, upon two-thirds vote of the entire Board.

Section 3: Succession

At each election of Directors, the candidate who receives the greatest number of votes, yet is not elected to the Board, shall be designated the First Alternate; providing such candidate has been named on at least 20% of the ballots cast in that election.

If no candidate meets the requirements in paragraph #1 of this section, there shall be no First Alternate. If two or more candidates are tied for the position of First Alternate, the Board of Directors shall choose a First Alternate from among those tied candidates.

If a vacancy occurs on the Board of Directors, the First Alternate shall fill the vacancy and shall complete the term of the person he/she has replaced. If the First Alternate cannot or will not serve on the Board of Directors, or if there is no First Alternate, the President, with the approval of two-thirds of the Directors present, shall appoint a member of the NCC to fill said vacancy.

The First Alternate shall serve as such until the next election of Directors or until he/she assumes a seat on the Board of Directors according to paragraph #3 of this section.

Section 4: Quorum

A majority of the Members of the Board shall constitute a quorum.

Section 5: Resignation of Board Members

All resignations from the Board, except for those covered under Article X, shall be made in writing to the President.

ARTICLE IV – APPOINTED OFFICERS

The President, immediately upon taking office, shall appoint a Sergeant-at-arms. It shall be the duties of the Sergeant-at-arms to preserve order at all times and perform such other duties as ordinarily pertain to this office.

ARTICLE V – COMMITTEES

Such committees as are necessary to manage the affairs and mission accomplishment of the organization shall be appointed by the President and/or the Board of Directors and shall conform as necessary to the divisional responsibilities articulated in the Constitution, Article V.

ARTICLE VI – ELECTION OF DIRECTORS

Section 1:

(a) The Directors of the organization shall be elected by mail, prior to the annual meeting each year.

(b) Each year, the President shall appoint a Nominating Committee of at least three members. The Chairman shall be the immediate Past President, if then an active member of the organization. Should the immediate Past President be unable to chair this committee, the Board of Directors shall appoint a Chairperson, selected from the members of the committee.

(c) At the regular meeting prior to the annual meeting, the Nominating Committee shall present a report, giving the number of Directors to be elected and presenting one or more nominations for each vacancy, at which time additional nominations will be entertained from the floor.

(d) The consent of any nominee must be obtained prior to his/her nomination.

Section 2:

(a) At least 45 days prior to the annual meeting, a ballot containing all nominees for Board vacancies will be mailed to the entire voting membership. This ballot must be returned to the National Cambridge Collectors, Inc. no later than seven days prior to the annual meeting.

(b) The results of this ballot shall be announced at a membership function prior to the annual meeting.

(c) The nominees receiving the largest number of votes so cast shall be declared elected for the term of office beginning at the close of business of the annual meeting.

Section 3: Election of Officers

Officers shall be elected as provided in Article V of the Constitution.

(a) This shall occur at a special meeting of the newly established Board of Directors, at a time which shall not exceed thirty days after the annual meeting.

(b) All nominees for office must have previously agreed to accept their nominations.

(c) Officers shall assume duty immediately upon their election.

(d) In the event of a tie vote, if one of the nominees is the incumbent, then the incumbent nominee prevails. If neither of the nominees is the incumbent and a tie vote ensues, the board members will take a 10 minute recess to reflect and then vote again. If this second vote still results in a tie, then a decision will be reached by either a coin toss or drawing a name out of a hat.

Section 4:

The Board of Directors shall consist of 12 members elected from the roll of active voting members. The term of office shall be for 4 years.

ARTICLE VII – MEMBERSHIP SUPPORT PARTICIPATION

Section 1: Annual Support

The organization's mission accomplishment is largely funded through the generous support of its members. NCC conducts an Annual Fund campaign for financial support. Specific levels of support participation will be determined by the Board of Directors. All adult members (age 18 and over) of a participating household may be voting members in NCC (per the Constitution) and will be called Friends of Cambridge.

Participating households will be asked to remit their support within 90 days of the Annual Fund promotion. The Board of Directors will consider exceptions on an as-needed basis.

ARTICLE VIII – RESOLUTIONS & SUBSCRIPTIONS

Section 1:

No resolution or motion to commit this organization on any matter shall be considered by the organization until it has been considered by the Board of Directors. Such resolution or motions, if offered at an organization meeting, shall be referred, without discussion, to the Board, which after having given consideration to the matter, shall submit its recommendation to the organization. Having received the recommendations of the Board, the organization may then proceed to take such action as it shall deem proper.

Section 2:

No assessments shall be permitted to be placed upon the membership of the organization, neither shall any person or organization be permitted to appeal for funds for any purpose whatsoever before a regular meeting of the organization.

ARTICLE IX – TERMINATION OF MEMBERSHIP

Section 1:

Resignation of any member when delivered in writing to the President or Secretary shall become effective immediately upon its acceptance by the Board, providing all indebtedness of such member to the club has been paid.

Section 2:

Any member owing dues or otherwise indebted to the organization for a period of thirty days from the date when same becomes due and payable may be suspended and deprived of all privileges of the organization. If he/she applies for reinstatement within sixty days from the date of such suspension and paid all amounts owing to said date, the Board of Directors may, at its discretion, reinstate the member to good standing; otherwise he shall stand dropped from the roll of members.

Section 3:

Any member who, by personal or business conduct, violates the principles or ethics of the organization may be expelled from membership by the Board of Directors by a two-thirds vote of the entire Board of Directors, at a meeting called for that purpose, provided that said member shall have been given ten days notice in writing of such pending action together with a copy of the complaint against him, and shall be given an opportunity for a full and fair hearing.

ARTICLE X – AMENDMENT OF BY-LAWS

Section 1:

These by-laws may be amended by a majority vote of the active members in good standing present and voting at any regular meeting of the organization, after recommendation by the Board of Directors or by any twelve active members, provided written notice of such proposed amendments shall have been given to all active voting members at least ten days prior to the meeting.

Section 2:

No amendments or additions to these by-laws shall be made which are not in conformity with the Organization Constitution.

ARTICLE XI – STUDY GROUPS

Section 1: Application for approved status

Any three or more members in good standing may make written application to this organization for recognition as an approved study group. Such application shall be reviewed by the Study Group Advisory Committee and a report shall be made to this organization recommending disposition of the application. The application shall include an initial membership list, designated contact representative of the study group and such other information deemed necessary for the official record.

Section 2: Names of Study Groups

The name of an approved study group shall be, "Study Group Number____of National Cambridge Collectors, Inc." Study groups shall also be encouraged to adopt an additional common name of their choice.

Last Amended: June 2016 (changes in Article 6, sections 1 & 2, and Article 9, sections 4 & 7)

Section 3: Members of Study Groups

All members of an approved study group must be members in good standing of this organization and shall have a sincere interest in the study and collecting of Cambridge Glass. No additional membership requirements shall be made or imposed by any study group.

Section 4: Frequency of Meetings

Approved study groups are encouraged hold meetings throughout the year for the purpose of studying Cambridge Glass or closely related subjects.

Section 5: Study Group Reports

Each study group shall submit reports from time to time to the Study Group Advisory Committee for the purpose of maintaining the official record of the activities of the study groups. The report shall include any changes in the membership or designated contact representative of the study group, a summary of activities and subjects discussed and other matters specified by the Study Group Advisory Committee.

Section 6: Authority to Commit

A study group shall have no authority to commit this organization on any matter.

Section 7: Termination of Study Groups

Termination of the approved status of a study group shall become effective upon acceptance by the organization of a recommendation of discontinuance by the Study Group Advisory Committee. Such a recommendation shall be made:

- (a) If requested in writing by the members of the study group.
- (b) For non-compliance with the rules and regulations of this organization.
- (c) Due to inactivity for a period exceeding two years.
- (d) Due to conduct which violates the principles or ethics of this organization, provided that the contact representative shall have been given ten days notice in writing of such pending action, together with a full statement of the reason for the recommendation, and shall have been given an opportunity for a full and fair hearing.