Bylaws of Stein Collectors International, Inc.
Revised July 2024

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Where appropriate, words having gender include the masculine and feminine and words having number include the singular and plural.

ARTICLE 1. THE CORPORATION

Stein Collectors International shall establish and maintain a corporate office within the State of Ohio in compliance with the requirements of Ohio law. It is intended to operate as a non-profit corporation for the benefit of its members under section 501(c)(3) of the Internal Revenue Code. The Corporation shall be operated in compliance with its Bylaws by such officers as are elected or appointed, and by a Board of Trustees. It shall be the duty of the Executive Committee to ensure the corporate laws of Ohio are not violated. Neither the Board of Trustees nor the officers individually or collectively shall have any power or authority to undertake any act or action which might cause or result in a revocation of the currently existing non-profit status of the Corporation.

This corporation is created and organized exclusively for charitable, religious, educational, and/or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section or any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, directors, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the corporation. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 17-(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed for the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction, 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 2. MEMBERS

Section 1. Membership
Any person interested in steins or other collectible drinking vessels and associated products - their history, manufacture and place of origin - shall be eligible for membership in Stein Collectors International, Inc. (hereinafter referred to as "SCI") upon payment of annual dues.

One paid membership in SCI may consist of up to two individuals at the same address. The separate individuals comprising this membership are entitled to all the benefits of SCI membership Including holding office, voting privileges and any other official benefit associated with membership in SCI.

The Board of Trustees of SCI has the authority to revoke membership in SCI if a member's actions or activities are injurious to the organization, its members, or its purposes. A motion for revocation may only be made at the annual Board of Trustees meeting. Voting shall be by open ballot. Two-thirds of the Trustees present must vote in the affirmative in order for the motion to pass. If membership is revoked, the Chief Financial Officer shall refund the dues paid to SCI prorated by the number of issues of Prosit remaining until the member's renewal date.

Section 2. Local Chapters
Members are encouraged to form local chapters, to hold regular meetings and to support the organized activities of SCI. Any group that identifies itself as an SCI chapter requires that its members have membership in SCI.

The board of trustees may grant a charter, renewable upon submission of the following information to the credentials committee by March 1, of each year.

(a) Names of chapter members in good standing
(b) Names of the officers for the current year
(c) Name of the appointed chapter representative
(d) The mailing address of the chapter

The qualifications of each chapter shall be examined and certified annually by the Membership Database Manager. Charters shall be granted to chapters with 6 or more paid-up Members in good standing of both SCI and the chapter.

Chapters are encouraged to help fulfill the primary educational purpose of SCI by obtaining expert speakers for chapter meetings. SCI will reimburse any chapter 50% of the cost of qualified speakers up to a maximum of $200 per year. Requirements for obtaining funds are spelled out in Appendix 2, "Application for Chapter Funding for Expert Speakers," of the SCI Standing Rules.

While SCI encourages the formation of local chapters and allows certified chapters to participate in the running of the organization through membership on the Board of Trustees, chapters remain independent entities. SCI has no participation in, nor responsibility for, any chapter financial matters, which are not explicitly documented in the SCI Bylaws or Standing Rules, including all Appendices, with the sole exception of the agreements explicitly documented in a duly-executed "Standard SCI-Host Chapter Convention Cooperative Agreement". SCI's taxexempt status under section 501(c)(3) of the Internal Revenue Code is not applicable to local chapters, and may not be used by them.

Section 3. Associate Membership
A person may hold primary membership in only one chapter, but may be an associate member of other chapters. The member shall declare the chapter of primary membership annually at the time of membership renewal. A primary member is defined as one who lives in the geographical area of the chapter and participates in its activities.

Section 4. Dues
Annual dues shall be determined by the Board of Trustees.

Section 5. Lifetime Memberships
Members who are granted life memberships shall pay no dues to Stein Collectors International, Inc., but will retain full voting privileges.

ARTICLE 3. MEETINGS AND VOTING OF MEMBERS

Section 1. Annual Meetings
A regular meeting designated as the annual meeting of SCI shall be held at the annual convention, at such time and place as shall be designated by the Board of Trustees, for the purpose of electing officers, receiving reports and the transaction of such business as may come before the meeting. All Board of Trustee and General Membership Meetings will be presided over by the President or in his/her absence the 1st Vice President. In the event that neither is present, the Parliamentarian, with the Executive Committee's recommendation, will designate an officer to preside over the Meetings.

If no annual convention is held in any year, the Executive Committee shall make alternative arrangements to conduct any necessary business that would ordinarily be conducted at the annual meeting of SCI using whatever communication method(s) deemed appropriate by the Executive Committee.

Section 2. Special Meetings
Special meetings of the members of the organization may be called by the Executive Director upon written request of one-third (1/3) of the total membership of SCI. Special meetings shall be discouraged because of the geographic dispersal of the members.

Section 3. Notice
Notice of each meeting shall be given at least sixty days in advance of such meeting by publication in Prosit, the SCI periodical, which shall constitute adequate notice, providing time requirements are observed.

Section 4. Voting
Each member in good standing, not to exceed two per household, shall be entitled to one vote each, with no right of proxy, at the annual meeting or any special meeting of SCI. A quorum for the purpose of conducting business at any meeting of the membership shall be a number equal to one more than one-half (1/2) the number serving on the Board of Trustees.

ARTICLE 4. OFFICERS AND THEIR DUTIES

The officers of SCI and their duties shall be as specified in this Article. Each shall be a member in good standing of SCI at the time of entry into office, and must remain so for the entire period of their term. Loss of membership, or failure to remain in good standing, will result in forfeiture of office.

Upon leaving office, officers are responsible for transferring all pertinent material and providing transition support to their successor. This includes, but is not limited to, current records and files pertaining to performance in office, pertinent documentation, including the SCI Handbook, all software, databases, equipment and operating documentation which is owned by SCI, and all passwords, keys and other means of accessing SCI's property or assets. The Chief Financial Officer shall assist and train the new Chief Financial Officer as necessary.

Section 1. President
The President shall be responsible to the Executive Director and shall serve as Chairman of the Board at all board meetings. He works in conjunction with the Executive Committee and Executive Director. He shall preside at all membership meetings. In the event of a tie vote in the Executive Committee, the President's vote shall break the tie. He shall appoint regular and ad hoc committees or may appoint committee chairmen, granting unto such chairmen the power to appoint members of their respective committees. He shall be an ex-officio member of all committees, but should not vote except for the purpose of breaking a tie.

Section 2. 1st Vice-President (Convention Coordinator)
The 1st Vice-President (Convention Coordinator) shall be responsible to the Executive Director. He shall assist the President in the performance of his duties and, in the absence of the President, shall perform the duties of that office. He shall serve as Convention Coordinator during his term of office. He shall assist the Convention Chairman in the preparation of the convention budget, and they shall present this budget to the Executive Director for approval. He shall maintain files for all recent conventions for review by the Convention Chairman.

Section 3. 2nd Vice-President (Membership Coordinator)
The 2nd Vice-President shall be responsible to the Executive Director. He shall conduct membership drives and aid the Executive Director in various membership activities. He is to work with a budget specified by the Executive Director.

Section 4. Executive Director
The Executive Director is responsible to the Board of Trustees. He shall work in conjunction with the Executive Committee and the President on all phases of an organizational nature. He shall maintain the international office of SCI and preserve the continuity of organizational activities between annual meetings. He shall assist the Chief Financial Officer on budget and financial matters, assist the Membership Database Manager regarding membership information, and shall assist the Secretary in updating bylaws and standing rules.

The Executive Director shall be an ex-officio member of all chapters, with the privileges of membership accorded per individual chapter policy. He shall receive all chapter newsletters, event announcements, etc., as published.

Section 5. Chief Financial Officer
The Chief Financial Officer (CFO) shall be responsible to the Executive Director. He shall be the custodian of all the monies of SCI. He shall present an annual written report of the financial status of the organization to the Board of Trustees and an oral report to the members at each annual meeting.

The Chief Financial Officer shall create and maintain the organization's Accounting Manual, and is responsible for preparing all necessary organizational financial reports on a timely basis. When directed by the Board of Trustees, the Chief Financial Officer will provide information and support to the performance of either internal or external financial reviews.

Section 6. Secretary
The Secretary shall be responsible to the Executive Director. He shall maintain a list of contacts with contact information for all official SCI communications, and ensure that this information is available on the SCI website and for all SCI communications. He shall keep the minutes of all Board of Trustees and membership meetings. He shall attend to SCI correspondence, including notices of meetings and chapter obligations for such meetings allowing adequate time for each chapter to review and determine the chapter's position on business to be conducted at the trustees meeting. The Secretary, in conjunction with the Executive Director, shall update the bylaws and standing rules with any and all changes effected at the annual meetings. This shall be copied and forwarded to the Executive Committee as soon as possible after the annual meetings.

Section 7. Managing Editor Prosit
The Managing Editor of Prosit shall be responsible to the Executive Director. He shall be in charge of the organization's periodical magazine, Prosit. He shall be responsible for collecting information, data, articles and other contributions from members of SCI and others, and for editing and publishing the same. He shall work in close conjunction with the other officers.

The Managing Editor of Prosit may appoint associate editors, whose duty it shall be to gather, compile, edit and submit to the Managing Editor material for publication from the local chapters of SCI and from other sources.

The Managing Editor of Prosit shall be an ex-officio member of all chapters, with the privileges of membership accorded per individual chapter policy. He shall receive all chapter newsletters, event announcements, etc. as published.

The Managing Editor of Prosit shall be reimbursed for expenses, not to exceed $1,500, incurred directly in his attendance at the annual convention and business meeting. In the event he is unable to attend the convention, he will receive a payment in the above amount. A newly elected/appointed Managing Editor of Prosit shall be entitled to such reimbursement for the next convention following his entry to office.

Section 8. Chapter Development and Support Officer
The Chapter Development and Support Officer shall be responsible to the Executive Director. The officer shall be an *ex officio* member of all chapters, with the privileges of membership accorded per individual chapter policy. He shall receive all chapter newsletters, event announcements, etc. as published. HE will act as liaison between the chapters and SCI, providing the chapters any necessary support. The officer will work with or seek out SCI members to establish new chapters.

Section 9. Director of Internet Activities
The Director of Internet Activities shall be responsible to the Executive Director. His duties shall include, but not be restricted to, oversight of the SCI web site and all of its features and capabilities and such other duties as the Executive Committee shall specify.

The Director of Internet Activities shall be reimbursed for expenses, not to exceed $1,000, incurred directly in his attendance at the annual convention and business meeting. In the event he is unable to attend the convention, he will receive a payment in the above amount. A newly elected/appointed Director of Internet Activities shall be entitled to such reimbursement for the next convention following his entry to office.

Section 10. Museum Director/Librarian
The Museum Director shall be responsible to the Executive Director. He shall be the custodian of the museum's collection, and responsible for maintaining same, including recommendations to the Executive Committee for accession and de-accessioning. In conjunction with the CFO, he shall present an annual written report of the financial status of the museum to the Board of Trustees. An oral report shall be presented to the membership at each annual meeting. He shall be responsible for the acceptance of museum membership applications, and forwarding any dues or monies received to the CFO. In conjunction with the CFO, he shall be responsible for the funds of the museum.

Section 11. Membership Database Manager
The Membership Database Manager shall be responsible to the Executive Director. He shall maintain the SCI membership database and be responsible for the collection of membership dues from renewing and new members. He shall work with other officers, support them with membership reports and data and prepare periodic summary reports for the Executive Committee. Specifically, the Membership Database Manager shall work closely with the Financial Officer to ensure that membership dues payments are deposited into SCI bank accounts and recorded in SCI financial books promptly.

The Membership Database Manager shall be reimbursed for expenses, not to exceed $500, incurred directly in his attendance at the annual convention and business meeting. In the event he is unable to attend the convention, he will receive a payment in the above amount. A newly elected Membership Database Manager shall be entitled to such reimbursement for the next convention following his entry to the office.

Section 12. Election of Officers
Prior to each annual meeting, the Executive Committee itself will act as the Nominating Committee, chaired by the Secretary, working with Board of Trustees in finding and nominating candidates for open positions or for positions that are term limited. Further nominations may be made from the floor, provided the consent of the nominee has been obtained.

If no annual convention is held the following procedure will be followed for the election of SCI officers using whatever communication method is deemed appropriate by the Executive Committee:

1. Upon the decision not to hold an annual convention the nominations committee, i.e. the Executive committee chaired by the SCI Secretary, will solicit nominations from the Board of Trustees and the general membership for SCI officer positions.

2. The SCI Secretary will provide the resulting slate of SCI officer candidates to the Executive Committee and the Board of Trustees for their approval.

3. Once the Board of Trustees have approved the slate of SCI officer candidates, the Secretary/Executive Committee would then provide ballots to the general membership.

4. Each SCI Member will have the opportunity to respond to the ballot to designated Executive

Committee member for the SCI officer positions.

5. **The candidates receiving the greatest number of votes cast shall be elected.**

All officers are subject to election by the membership at the annual meeting. Terms of office are two years, subject to the following term limits: The President, 1st Vice President, 2nd Vice President, Executive Director, Membership Database Manager, Secretary and Chapter Support Officer shall be limited to two consecutive elected terms; the Managing Editor of Prosit shall be limited to three consecutive elected terms; the Chief Financial Officer, the Director of Internet Activities, and the Museum Director/Librarian shall not be term-limited.

However, an elected term limited officer who has completed two consecutive terms may continue to serve if a new officer has not been elected. If this occurs the Executive Committee shall appoint a new officer following the procedures in Article 4, Section 13, for filling a vacant office.

In order to maximize continuity, half of the officers shall be elected in even-numbered years, and half in odd numbered years, as follows:

> The President, 2nd Vice President, Chief Financial Officer, Membership Database Manager, Managing Editor of Prosit, and the Museum Director/Librarian shall be elected in odd numbered years.
>
> The Executive Director, 1st Vice President, Secretary, Director of Internet Activities, and Chapter Support officer shall be elected in even numbered years.

The terms of all newly elected officers except the CFO will begin at the completion of the election. The term of the CFO will begin on the first day of the second month of the fiscal year (February 1).

Section 13. Executive Committee

The Executive Committee shall consist of the elected officers of SCI. They shall be responsible to the Board of Trustees.

No other compensation or benefits may be made to Executive Committee members unless approved by the Board of Trustees. This restriction includes any additional benefits at conventions including but not limited to registration fees, hotel rooms, and discretionary awards.

The Executive Committee shall carry out the business of SCI between annual meetings in conformity with the policy and programs of SCI. Six members shall constitute a quorum.

In the event an office becomes vacant before the end of the elected term, the remaining members of the Executive Committee shall identify a suitable and willing candidate, and by majority vote, appoint that person to complete the term. An officer filling an unexpired term shall be eligible to be elected to full term(s) as defined by these bylaws.

ARTICLE 5. THE BOARD OF TRUSTEES

Section 1. Membership of the Board
The Board of Trustees shall be comprised of the officers, trustees appointed by certified chapters and a maximum of three "at large" Trustees, all of whom shall be members in good standing of SCI. Trustees shall be chosen as follows:

1. The president of each certified chapter will be a trustee on the Board. The chapter may choose to designate a chapter member other than the chapter president. The chapter shall provide the Secretary with the name and contact information of the trustee.

2. "At-large" representatives may be elected at the annual meeting for two-year terms. An applicant for "at large" candidacy must:

    a. Submit notice in writing to the credentials committee by March 1 of his intention to run.
    b. Not be a primary member of any chartered chapter with a representative on the board, and

    c. Be endorsed by five SCI members who are not members of any currently chartered chapter.

All trustees to the board are entitled to participate fully in the annual business meeting. All members of the Executive Committee may participate in the trustees meeting but only the following officers may vote: President (only in the event of a tie), the 1st and 2nd Vice Presidents, the Chief Financial Officer and the Secretary.

Chapter trustees may be represented by alternates at the annual business meeting. No other alternates or proxies will be recognized.

Section 2. Duties of the Board
The Board of Trustees shall be responsible for determining policy and for all of the business affairs of SCI. Duties shall be the following:

1. The Board shall adopt Standing Rules guiding the officers and which shall also inform the members and persons wanting to do business with SCI of its policies.

2. The Board may also adopt and/or modify Standing Rules as it deems prudent for the operation and advancement of SCI.

Section 3. Meetings of the Board
The agenda of the Board of Trustees meetings shall be modified so that the new and old business portions (such as bylaws and standing rules amendments) precedes the officer and committee reports.

The regular meeting of the Board of Trustees shall be held prior to the membership meeting. A majority of the Board members present shall constitute a quorum. Each Board member shall be entitled to one vote with no right of proxy. If there is no annual convention in any year, the regular meeting of the Board shall be held using whatever communication method(s) deemed appropriate by the Executive Committee.

Special meetings of the Board may be called at any time and held at any place by the President, by the Executive Director or by one-fourth (1/4) of all Board members. Written notice of the time and place of meetings shall be given no less than fifteen days before such meeting, provided, however, that the time limitation shall not apply to special meetings called during the convention. A prerequisite to such meetings shall be actual notice to each Board member in attendance at the convention.

In the alternative, an interim special meeting may be held by conference call, teleconference, mail, or email, pursuant to call as identified above.

1. The proponent(s) of the business to be transacted shall provide the Secretary with a written statement, voice recording and/or video recording in sufficient quantity for each Board member to receive one complete copy. Alternatively, statements may be submitted to the Secretary by email. These materials shall be full and complete statements of the question(s) to be considered by the Board.
2. The Secretary shall distribute these statements to each Board member.
3. Each Trustee shall have 30 days from the date of certified mailing or email notification in which to formulate a position, and to return comments or opposition to the proposed business. When response is made by mail, sufficient quantity shall be provided to allow each Board member to receive one complete copy.
4. After receiving all responses, the Secretary shall distribute one copy of each response to each Board member along with a ballot for the Board member to complete and return. All ballots shall offer a voting choice for the business to be tabled until the next annual Board meeting. The Secretary shall retain the original copy of the materials submitted, along with copies of all ballots.

ARTICLE 6. SCI NAME AND LOGO

The title of Stein Collectors International, Inc. in any variation may be used only by the parent corporation and its recognized chapters. Its use implies that all SCI members in good standing are welcome as participants subject to established chapter guidelines.

In those cases where there are commercial operations involved, no SCI member participating in the overall event shall be denied full participation in any function, including any commercial operations.

Commercial interests may use SCI's and/or any of its chapter names only in connection with specifically approved SCI events, such as chapter meetings and various forms of conventions and when written approval is received from SCI's Executive Director.

The logo illustrated here shall be the official logo of Stein Collectors International, Inc.

ARTICLE 7. STANDING COMMITTEES

Section 1. Bylaws/Standing Rules Committee
The Bylaws/Standing Rules Committee shall consist of three members. The President shall annually appoint the

Chairman, granting unto such chairman the power to appoint the other committee members.

The duties of the Bylaws/Standing Rules Committee are as follows:

1. Create and maintain an approved Form for motions to change the Bylaws and/or Standing Rules which includes record of the resolution of the motion. The form should be available on the SCI website.

2. Receive, review or initiate all motions to amend the Bylaws or Standing Rules.
   1. Work with the author to ensure that all such motions:
      a. are submitted on proper form.
      b. are within the scope of a bylaw or standing rule.
      c. provide justification (rationale) for the proposed change.
      d. provide language to incorporate the proposal into existing documents, including necessary deletions.
      e. are complete and consistent with all other parts of the Bylaws and Standing Rules
   2. Formulate committee recommendations on all proposed changes.
   3. Forward all motions to the Secretary for follow-up action by the Executive Committee and/or the Board of Trustees and General Membership, along with the recommendation of the Committee.
   4. Follow up with the Secretary to ensure that all approved changes are incorporated into the baseline documents and are published on the SCI website.
   5. Perform a periodic review of current Bylaws and Standing Rules.

6. Report to the Board of Trustees/general membership at the annual meeting.

Section 2. Ethics Committee

The Ethics Committee shall consist of three members. The President shall annually appoint the Chairman, granting unto such chairman the power to appoint the other committee members.

The duties of the Ethics Committee are as follows:

1. Receive all matters regarding ethics.
2. Attempt to contact parties involved and offer assistance in arbitrating appropriate solution.
3. Report to the Board of Trustees at the annual meeting.

Section 3. Financial Oversight Committee

The Financial Oversight Committee shall consist of three members: A previous Chief Financial Officer and two SCI members.

The duties of the Financial Oversight Committee are as follows:

1. Offer assistance and guidance to the current Chief Financial Officer.
2. To ensure proper accounting and internal controls over SCI Operations.

ARTICLE 8. FISCAL MATTERS

The fiscal year shall be the calendar year.

ARTICLE 9. MUSEUM FOUNDATION

SCI shall endorse the concept of the SCI Stein Museum Foundation. SCI shall solicit and receive voluntary annual museum membership dues. This and other contributions will be received by the SCI Chief Financial Officer and accounted for separately.

The Museum shall have a Board of Trustees consisting of a Director, SCI Executive Director, and three at-large members to be selected by the Executive Committee of SCI.

ARTICLE 10. CONVENTIONS

The Board of Trustees shall be responsible for soliciting and approving chapters for sponsorship of SCI conventions. A chapter selected by the Board shall determine the site or sites of the convention, contract with hotels and vendors, collect and disburse funds and undertake other responsibilities normally required for the successful operation of the convention.

SCI will act as the guarantor of authorized convention obligations; in accordance with requirements in the Standing Rules of Stein Collectors International, Inc. including those in Appendix 1 of the Standing Rules; provided that the host chapter agrees at the time of its selection as sponsor to remit any surplus to SCI in accordance with the current bylaws and standing rules. Surpluses thus remitted will be separately accounted for in a convention contingency fund which is to be used for the sole purpose of underwriting any shortage of futures conventions and for advance convention deposits. After the fund has reached $20,000, convention surplus monies amounting to $10.00 or more per registrant will be refunded to convention attendees; monies less than this amount will be transferred to this contingency fund without any refunds. Earned interest on the account will also go into this contingency fund.

The Executive Committee may authorize canceling or postponing a convention under extraordinary circumstances such as Acts of God, pandemic, curtailment of transportation facilities, government regulations, etc.

ARTICLE 11. PARLIAMENTARY PROCEDURE

All rules of order as well as the organization and conduct of business at any meeting of the Board of Trustees, the annual membership meeting or any special meeting of the membership which are not covered by the constitution and bylaws of SCI shall be governed by the procedures set forth in Robert's Rules of Order, Newly Revised.

A Parliamentarian shall be appointed by the President for an indefinite term. He shall attend the annual meetings, but is not a voting member of the Board of Trustees.

ARTICLE 12. AMENDMENTS

The bylaws may be amended at any regular membership meeting by an affirmative vote of the majority of the members of SCI present at the meeting, or at any meeting of the Board of Trustees by an affirmative vote of twothirds (2/3) of the membership of the Board