



Bylaws

Maricopa Live Steamers

Railroad Heritage Preservation Society

Ratified November 9, 2024

Mission Statement

The purpose of the Maricopa Live Steamers is to preserve the heritage of railroading by establishing, operating, and maintaining educational operating facilities for the free use and enjoyment of the public using scale model railroad equipment.

ARTICLE I -BYLAWS

These bylaws, as adopted by a vote of the Board of Directors (BoD) and ratified by the general membership on the date shown above, will supersede any other act or action taken at an earlier date.

ARTICLE II - MEMBERSHIP

Section 1: Membership may be available to anyone regardless of ethnic origin, creed, economic standing, or gender. Each member will accept the rules, regulations, and codes as adopted by the corporation, hereinafter referred to as the MLS. The BoD reserves the right to reject membership for cause. The BoD may advise the membership of any such rejection.

Section 2: Classification of membership is as follows.

A. GENERAL MEMBERSHIP

1. RIGHTS:
 - a. To vote.
 - b. To be elected to an MLS office or the BoD.
2. PRIVILEGES:
 - a. Access to MLS facilities and activities.
 - b. Access to MLS rolling stock.
 - c. Access to MLS locomotives when the appropriate fees have been paid.
3. RESPONSIBILITIES:
 - a. Abide by all MLS rules and regulations.
 - b. Supervise actions of family members and guests.
 - c. Assist with MLS requirements for operation and/or maintenance as able.
4. DUES: Dues may be waived at the discretion of the BoD.

B. REGULAR MEMBER [211] is anyone who has reached the age of 18 years and has paid the required dues. A regular member has all Rights, Privileges, and Responsibilities of general membership.

C. REGULAR MEMBER SPOUSE [211.1] is a spouse of a regular member of the MLS and has paid the required dues. A spouse member has the same Rights, Privileges, and Responsibilities as the

spouse's sponsor. Spouse members whose marital status has terminated may retain their spouse member status until the next membership renewal date where transfer to regular membership may be made. The initiation fee upon transfer to regular membership is waived.

- D. NON-RESIDENT MEMBER [212] is anyone who lives more than 75 miles from the nearest MLS facility, has reached the age of 18 years, and has paid the required dues. A non-resident member has all the Privileges and Responsibilities of general membership but not the Rights. The member may not receive a facility key, rent MLS storage space, or own storage facilities at the MLS.
- E. NON-RESIDENT MEMBER SPOUSE [212.1] is a spouse of a non-resident member and has paid the required dues. A spouse member has the same Rights, Privileges, and limitations as the spouse's sponsor. Spouse members whose marital status has terminated may retain their spouse member status until the next membership renewal date where transfer to non-resident membership may be made.
- F. JUNIOR MEMBER [213] is any child who is under the age of 18 years or is a continuing high school student, who has paid the required dues, and is sponsored by a regular member. A junior member has all the Privileges and Responsibilities of general membership but not the Rights. Dues paid while a junior member may be deducted from the initiation fee upon transfer to regular membership.
- G. STAND-ALONE JUNIOR MEMBER [214] is any child who is 13-17 years, has paid the required dues, and is not sponsored by a regular member. A stand-alone junior member has all the Privileges and Responsibilities of general membership but not the Rights. Dues paid while a junior member may be deducted from the initiation fee upon transfer to regular membership.
- H. SUPPORTING MEMBER [215] is anyone who accepts this status when offered by the BoD. This classification is for rewarding deserving individuals with a more economical membership. A supporting membership has all the Privileges of general membership but not the Rights or Responsibilities.
- I. HONORARY MEMBER [216] is anyone who is bestowed such status by the BoD or general membership. Such membership will not carry with it any general membership Rights, Privileges, or Responsibilities.

ARTICLE III - DUES

Section 1: DUES AND FEES increases require a 30-day advance notice to all voting members. All member e-mail and written votes will be sent to the MLS secretary prior to the next monthly general membership meeting where increases will be voted upon.

Section 2: DUES ARE DUE the first day of October for each succeeding year. Any member failing to pay dues by the last day of December will be dropped from the rolls.

Section 3: EXTENSION OF TIME may be granted any member who is unable to pay the established dues within the time required provided an appeal is presented to the BoD either in person or in writing before the last day of December.

ARTICLE IV – ELECTED OFFICERS

Section 1: ELECTED OFFICERS will consist of the President, Vice President, Secretary, and Treasurer who will constitute the Executive Committee. The offices of Secretary and Treasurer may be filled by one individual. Such an individual will have only one vote. Elected officers and “at large” directors will serve on the BoD and will be regular members. Any officer or director will have been a regular member of the MLS for at least one year prior to holding office.

Section 2: ELECTION OF OFFICERS and directors will take place at the November general membership meeting. Election will be by a majority of the votes cast plus proxies. Individuals with the most affirmative votes will be elected to these positions. Ties will be decided if necessary by a runoff election of those tied. The officers and directors so elected will assume office on January 1st following the election. The term of office will be one year.

Section 3: The BOARD of DIRECTORS will consist of:

- A. the executive committee.
- B. three “at large” directors.
- C. the Chief Boiler Inspector and the Superintendents of Construction, Operations, Signals, Tower, Maintenance of Way, and Equipment all of whom will be appointed by the executive committee and approved by a majority vote at a regular general membership meeting.
- D. the outgoing president for the year immediately after having left office.

Section 4: SIZE OF THE BOARD will be not less than seven (7) members or more than 25 members.

Section 5: One person may hold more than one of these BoD positions; however, that person will have only one vote.

Section 6: VOTING will be by the eligible members present at a lawfully held meeting of the BoD or general membership unless otherwise specified. The chairman of any meeting may accept voice votes, hand votes, standing votes, or closed ballot votes unless otherwise specified.

Section 7: The BOARD of DIRECTORS may authorize expenditures of not more than Two Thousand Dollars (\$2,000) per occurrence and the President may authorize expenditures of not more than One Thousand Dollars (\$1,000) per occurrence without prior general membership pre-approval.

Section 8: RESIGNATION by any board member may be submitted to the BoD either verbally or in writing. An individual may be appointed by the BoD to fill such a vacancy to serve only the unexpired portion of that term.

Section 9: IMPEACHMENT of an officer or other BoD member may be made by a majority of the closed ballots cast by the eligible members present at a lawfully held general membership meeting, or by a petition signed by two-thirds of the eligible voting members and presented at a lawfully held general membership meeting.

ARTICLE V – BOARD OF DIRECTORS

1. **PRESIDENT** will be the chief executive officer of the MLS and will exercise general supervision over its properties and affairs. The President will appoint MLS representatives as required and the chair of all non-standing committees. The President will preside at all functions of the MLS and will be an ex-officio member of all committees.
2. **VICE PRESIDENT** will assume the responsibilities of the President should the President be unwilling or unable to do so and will assume other responsibilities as delegated by the President with full authority to act in these areas. The Vice President will chair the safety committee, appoint the members to that committee, and be an ex-officio member of all other committees.
3. **SECRETARY** will keep the minutes of all meetings of the MLS and such other records as the MLS may require and will be responsible for all official correspondence of the MLS. The Secretary will be responsible for the annual election of officers and BoD members through a paper ballot voting process.
4. **TREASURER** will have custody of MLS funds and will disburse such funds as authorized.
The Treasurer will:
 - A. keep a detailed ledger and will report the state of the finances as required.
 - B. keep a running inventory of all MLS property with an estimated value thereof.
 - C. administer all space rentals at MLS facilities.
5. **MEMBERS AT LARGE** are three (3) members in good standing who have submitted their names as candidates and were duly elected at the annual MLS election.

ARTICLE VI – OTHER BOARD MEMBERS

1. **CHIEF BOILER INSPECTOR** will be responsible for ensuring that all boilers used at MLS facilities conform to MLS standards and for training/certifying other boiler inspectors as needed.
2. **SUPERINTENDENT of CONSTRUCTION** will be responsible for coordinating the different skills necessary for the construction of approved projects and will also aid in coordinating maintenance projects that may be necessary for the safe, efficient operation of the railroad.
3. **SUPERINTENDENT of OPERATIONS** will be responsible for the staff involved in operating public-carrying trains at MLS facilities to include engineer/conductor training/certification and will be responsible for ensuring that yearly train crew examinations are conducted.
4. **SUPERINTENDENT of SIGNALS** will be responsible for ensuring that, except for the tower signal system, the overall signal system of the railroad is in satisfactory operating condition, designing and installing approved system projects, and ensuring that system changes are communicated to the membership.
The Superintendent of Signals will:
 - A. be responsible for signal systems maintenance on all branch lines.
 - B. make improvements as needed that are approved by the BoD.
 - C. ensure the availability of someone during meets trained for system maintenance if needed.
 - D. be responsible for training others on signal system maintenance.
 - E. make a budget for maintaining the system and any needed improvements.
 - F. work with the tower superintendent as needed on signal problems.

5. **SUPERINTENDENT of TOWER** will be responsible for ensuring that the tower signal system is in satisfactory operating condition, the designing and installation of approved related signal projects, and ensuring that system changes are communicated to the membership.

The Superintendent of Tower will:

- A. be responsible for tower signal system maintenance including the video system.
 - B. make improvements as needed that are approved by the BoD.
 - C. ensure the availability of someone during meets trained for system maintenance and for manual dispatch if needed.
 - D. be responsible for training others tower signal system maintenance and on manual dispatching.
 - E. be responsible for dispatcher training/certification.
 - F. make a budget for maintaining the system and any needed improvements.
 - G. work with the signals superintendent as needed on signal problems.
6. **SUPERINTENDENT of MAINTENANCE of WAY (MoW)** will be responsible for ensuring that the right of way and other related areas under MLS control are in satisfactory operating condition.
 7. **SUPERINTENDENT of EQUIPMENT** will be responsible for ensuring that MLS equipment and other equipment under MLS control are in satisfactory operating condition and for maintaining MLS equipment.
 8. **SUPERINTENDENT OF SMALL GAUGE OPERATIONS** will be responsible for all operations occurring on track less than 7 ½” gauge and for the staff involved in maintenance and construction.

ARTICLE VII - MEETINGS

Section 1: REGULAR GENERAL MEMBERSHIP MEETINGS will be held a minimum of four (4) times per year scheduled by the President. A minimum of 20% of the eligible local voting members must be present to comprise an official business meeting.

Section 2: SPECIAL GENERAL MEMBERSHIP MEETINGS may be called by the President, by the BoD, or by any seven (7) eligible voting members. A minimum of 20% of the eligible voting members must be present to comprise an official business meeting.

Section 3: BOARD OF DIRECTOR MEETINGS will occur at least once each calendar quarter and at any other additional times the President may require. A minimum of seven (7) board members are required to transact business. .

ARTICLE VIII - COMMITTEES

COMMITTEES - Committees and their duties are defined in the “Rules, Guidelines, and Schedules of the Maricopa Live Steamers Railroad Heritage Preservation Society”.

The MLS president will appoint an Audit Committee at the January general meeting each year.

The MLS president will appoint a nominating committee at the September general meeting in preparation for the annual election of the Board of Directors.

ARTICLE IX - AGREEMENTS

AGREEMENTS OR COMMITMENTS concerning the MLS will not be made by any member or group of members without specific prior approval by the BoD or the general membership.

ARTICLE X – OTHER MLS DOCUMENTS

SAFETY AND OPERATING RULES and **RULES, GUIDELINES, AND SCHEDULES** as established and approved by the general membership will have the force and authority of this article of the bylaws. Any revision and/or amendment of such rules will automatically become the rules under this article. Such changes will be published in an official MLS publication as soon as possible after their adoption.

ARTICLE XI – CHANGES OR REVISIONS

CHANGES OR REVISIONS to these rules will be presented at a lawfully held general membership meeting and adopted by a majority of the votes cast by members present at a subsequent general membership meeting. Notification of such proposed changes and/or revisions will be published in an official MLS publication prior to final action being taken.