

Carquinez Model Railroad Society

Standing Rule A7 - Leadership Positions

A. Scope

1. This Standing Rule defines policies for the CMRS Officers, Directors, General Superintendent, Appointed Superintendents and Members assigned to leadership positions (hereinafter collectively referred to as "leadership positions"). It sets forth their responsibilities and their selection/approval process.
2. This Standing Rule cannot and is not intended to expand, limit or supersede, in whole or in part, the authority conferred by the Bylaws to CMRS Officers, Directors, General Superintendent or their appointees.
3. The Board of Directors, including the General Superintendent positions are elected by the General Membership. All other leadership positions are appointed as defined herein.
4. This is a Class A Standing Rule.

B. Qualifications for the Board of Directors

1. The minimum qualifications for the Board of Directors are defined in the Bylaws, Article VIII.
2. All Board members are required to be active members for the past two years prior to election. In addition, it is preferable that the General Superintendent has prior experience as one of the Superintendents.

C. Term of the Board of Directors

1. The Board members serve staggered terms. Four members, the President, Secretary, Building Superintendent, and Director-at-Large, are elected in elections taking place at the end of even number years. Three members, the Vice-President, Treasurer, and General Superintendent, are elected in elections taking place at the end of odd number years. ^{Footnote 1}
2. For the transition year that this Standing Rule is implemented, all the positions shall be up for election. The positions that would normally be up for election shall serve a two-year term. The remaining positions that would be up for election for the following year will serve a one-year term.

D. Election of the Board of Directors

1. At the June General Business meeting, the Board shall identify the members of the Nominating Committee. The Nominating Committee shall consist of two members neither of whom are on the Board and shall not be eligible to run for office.
2. Members shall submit their Board of Director nominations to the Nominating Committee no later than September 1. The Nominating Committee should also solicit members to run for elected positions. The membership shall be informed monthly of all nominees. If there are only one or no members nominated for a position, then the nomination period shall be extended from September 1 to October 1.
3. The election shall be held at the November General Business meeting with the results tallied and announced that evening. Election of Board Members shall be by secret ballot with absentee balloting available to the Membership.
4. The December Board meeting shall be attended by both the incoming and outgoing Board members.

Footnote 1: The President and Vice-President are on different election cycles to foster continuity between Boards. The same is the case for the General Superintendent and Building Superintendent. The President and General Superintendent are on opposite cycles due to their roles in the selection of Superintendents and Planning Team.

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E. Roles of the Board of Directors

1. The President shall be the chief executive officer of this Corporation. The President shall, consistent with CMRS Bylaws and Standing Rules, supervise and coordinate CMRS business and activities, preside at Board of Directors and Business meetings, appoint all committees and their chairpersons, make all other appointments, and represent CMRS as required. The President shall, subject to override by simple majority vote of the Board of Directors, have veto power over all Executive decisions, including, but not limited to, decisions made by Appointed Superintendents and/or appointed committees or committee members.
2. The Vice-President shall, in the absence of, or when the directed by the President, perform any or all the duties of the President. If the President is unable to serve or to complete his/her term as President, then the Vice-President shall become President for the remainder of the unexpired term.
3. The Treasurer shall be the chief financial officer of CMRS; shall receive and disburse all monies, shall record and account all income and expenditures, shall render and maintain the financial reports and records, and shall receive and process all membership dues and assessments.
4. The Secretary shall be the primary custodian of CMRS documents and papers, shall record and keep minutes of all Board of Directors and Business meetings, and shall maintain a roster of the CMRS Membership. The Secretary shall keep, at the CMRS office, a copy of the Corporation's Articles of Incorporation and an up to date copy of CMRS Bylaws. The Secretary shall keep at the CMRS office, copies of all CMRS Standing Rules and any other policies that are not embodied in the Standing Rules. The Secretary shall give, or cause to be given, notice of all meetings of the Board, and all Business meetings, including special meetings. The Secretary shall oversee Official Publications.
5. The General Superintendent shall operate and discharge her or his duties in a manner that is consistent with CMRS Bylaws and Standing Rules. As such, the General Superintendent's duty is to ensure that plans, objectives and designs are executed as narrowly as feasible in accordance with parameters expressly approved by the membership. Within the above stated parameter, the General Superintendent shall be the primary Superintendent over all Superintendents and their divisions, and shall supervise and coordinate the construction, operation and maintenance of the CMRS model railroad.
6. The Building Superintendent is the primary officer coordinating and expediting the maintenance and repair of the Corporation's real property at 645 Loring Avenue, Crockett, California.

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F. Superintendents:

1. The CMRS has the following appointed Superintendents:
 - a. Benchwork – including model railroad and backdrop structure
 - b. Electrical – including the DCC system and model railroad power management and lighting
 - c. Operations – including organizing and directing club operation days
 - d. Rolling Stock – including implementing rolling stock performance standards and managing the club's rolling stock
 - e. Scenery – including structures, vehicles, roads, people, trees, mountains and water scenes
 - f. Track - including turnouts, roadbed, ballast and bridges
2. Superintendents have the responsibility of managing the asset for which they are responsible to implement the long-term vision and design standards of the CMRS.
3. Superintendents must meet the following criteria to be eligible to hold office:
 - a. Be Senior Members in good standing and an active member for at least one year, excluding the probation period, prior to holding office.
 - b. Have a good reputation and be respected by CMRS members.
 - c. Possess competency in their discipline.
 - d. Have the skills to work with and mentor other members.
 - e. Youth Members are ineligible to serve as a Superintendents.
4. When vacancies occur amongst the Superintendent positions, the Board shall announce such to the membership. Members interested in serving as a Superintendent shall notify the Board.
5. Superintendents shall be appointed by the General Superintendent. All appointments shall be ratified or rejected by simple majority vote of a quorum of the Board at a regular meeting of the Board of Directors.
6. There is no defined term for a Superintendent, however the makeup of the Superintendents shall be reviewed annually by the Board following elections.
7. Each Superintendent shall develop and manage the annual budget for the asset they manage. Responsibilities includes managing the budget, approving invoices and receipts from members, monitoring expenses, and submitting timely budget proposals to the Treasurer for inclusion in the Society's annual budget.
8. Each Superintendent shall ensure proper materials are available for timely repairs.
9. The Superintendents have the responsibility and authority to ensure the execution of the work conforms to the club's standards and objectives.
10. The Superintendents are responsible for the design and construction of the model railroad.
11. The Superintendents shall support the implementation of projects approved by the membership.
12. Where there is a conflict between Superintendents, the General Superintendent shall facilitate reaching an agreement in the best interests of the CMRS.
13. Where there is a conflict between any Superintendent(s) and the General Superintendent, the President, or the President's designee from the Board, shall facilitate reaching an agreement in the best interests of the CMRS. Unresolved conflicts shall be brought to the General Membership for resolution.

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G. Trainmaster

Appointed by the General Superintendent, to ensure smooth operation of all aspects of Society Open Houses, club operation days or special membership run days. A different trainmaster may be appointed for each day of show.

H. Team Leaders

Team Leaders coordinate the work of all aspects of a major project, such as the mountain project or the branch line. The team leader must have the vision to complete the project, must be a team player, and the ability to engage with club members and coordinate with the major discipline superintendents.

I. Sergeant of Arms

As required, the President shall appoint a member to serve as Sergeant at Arms entrusted with the powers and responsibilities set forth in Robert's Rules of Order.

J. Administrative Appointments

The President shall make appointments as deemed necessary to support the administrative tasks of CMRS. Such appointments may include, but not are limited to, fund raising chair, membership chair, and publicity chair. All appointments shall be ratified or rejected by simple majority of a quorum of the Board at a regular meeting of the Board of Directors. The duration of the appointment shall be determined by the President.

End of Rule