



THE PIN TRADERS CLUB OF VIRGINIA CONSTITUTION

Approved by PTCV

Membership on

May 2, 2025

CONSTITUTION

PIN TRADERS CLUB OF VIRGINIA, INC.

ARTICLE I - NAME. This organization shall be known as the Pin Traders Club of Virginia, Inc., hereinafter referred to as the PTCV.

ARTICLE II - PURPOSE. The purpose of the PTCV is to foster and encourage the trading of Lions and Leos trading pins between all Lions and Leos, and to provide advice on the design of trading pins within the State of Virginia. For ease of readability, the terms “he”, “his”, and “him” are used herein. It shall be understood that those terms also apply to the female gender, as appropriate.

ARTICLE III - MEMBERSHIP.

SECTION 1. REGULAR MEMBERS. Any Lion in good standing of a Lions Club within the State of Virginia, and their spouse thereof shall be eligible for membership. Applicants shall be requested to pay a fee, as determined by the Board of Directors, and approved by a majority of the membership of the PTCV.

SECTION 2. ASSOCIATE MEMBERS. Any Lion in good standing of a Lions Club outside of the State of Virginia and their spouse thereof shall be eligible for membership. Applicants shall be requested to pay a fee, as determined by the Board of Directors and approved by a majority of the membership of the PTCV.

ARTICLE IV - OFFICERS AND DIRECTORS. The Officers and Directors shall be Regular PTCV Members.

SECTION 1. OFFICERS. The Officers of the PTCV shall be a President, Vice President, Immediate Past President, Secretary, and Treasurer.

SECTION 2. DIRECTORS. There shall be four Directors who will serve on the Board in addition to the Officers. There shall be two Directors elected annually for two-year terms.

SECTION 3. CORPORATION AGENT. The PTCV, as an incorporated entity of the Commonwealth of Virginia, is required to have a Registered Agent. The Agent shall prepare the annual report required by the State of Virginia. The PTCV President shall appoint a Corporation Agent to serve at the pleasure of the PTCV Board of Directors. There shall be no term limits for this position. This is a non-voting position.

SECTION 4. LIMITS OF TENURE. The Officers and Directors shall be elected for a term of two years except when a waiver to the limitation is made by the PTCV Board of Directors. The primary consideration is that it would be in the best interest of the organization to continue an individual for a period longer than two consecutive two-year terms. The individual in question must then stand for reelection. Nothing herein is intended to discourage other qualified members of PTCV from seeking the said office.

SECTION 5. VACANCIES. If a position of the Board becomes vacant, the President shall appoint a PTCV Member in Good Standing to fill such position until the next yearly election.

SECTION 6. BOARD OF DIRECTORS MEETINGS.

- a. FREQUENCY.** The Board of Directors shall hold a Summer Meeting in the month of August and a Winter Meeting in the month of February at a time and location selected by the President.
- b. QUORUM.** A quorum at any meeting of the Board of Directors shall consist of a majority (51%) of the elected members of the Board, and Chairpersons of the Standing Committees.
- c. PAST PRESIDENTS.** All Past Presidents will be invited to attend meetings of the PTCV Board of Directors. The Past Presidents who attend such meetings shall be eligible for full voting privileges.
- d. GUESTS.** All meetings of the PTCV Board of Directors are open to members of the PTCV. They are welcome as observers only, and shall refrain from speaking unless called on by the President.

SECTION 7. COMPENSATION. No Officer or Director shall receive compensation for services to the PTCV, except for reimbursement for approved administrative expenses.

ARTICLE V – ANNUAL MEETINGS & ELECTIONS.

SECTION 1. ANNUAL MEETING. The Annual Membership Meeting shall be held at the location of the Lions of Virginia State Convention.

SECTION 2. ELECTIONS. The election of Officers and Directors shall take place during the Annual Membership Meeting of the PTCV.

SECTION 3. ELIGIBILITY TO VOTE. Only Regular Members of the PTCV in attendance at the Annual Meeting shall be eligible to vote.

SECTION 4. SLATE OF OFFICERS AND DIRECTORS. The Chairperson of the Nominations Committee, or his designee, shall present a slate of Officers and Directors to be elected. There may be more nominees on the ballot than are required to fill the vacancy(s) and this will require the voters to vote their preference. If no more than one nomination is received for each open position, those nominated will be elected by acclamation.

SECTION 5. COUNTING THE VOTES. A committee of a minimum of two PTCV members, not listed on the ballot, will be named by the Chairperson of the Nominations Committee to open and count the votes.

SECTION 6. EFFECTIVE DATE. Elected Officers and Directors shall take office 1 July following the date of the elections.

ARTICLE VI – COMMITTEES.

SECTION 1. Each Committee Chairperson appointed by the President shall become a full voting member of the PTCV Board of Directors. The Committee Chair shall make recommendations to the President, for those Members they desire to serve on their respective Committee.

STANDING COMMITTEES:

- Budget Committee
- Constitution and Policy Committee
- PTCV Newsletter
- Nominations Committee
- Pin Committee
- Pin Swap Committee
- Sunshine Committee
- Website Committee
- Youth Scholarship Committee
- PTCV Annual Meeting and Luncheon Committee
- Membership Committee
- Catalog Committee

ARTICLE VII - CONDUCT OF MEMBERS. Club members are expected to conduct their activities in a highly ethical and considerate manner.

ARTICLE VIII - AMENDMENTS. This Constitution may be amended by majority vote of the regular PTCV members present at any meeting, provided a copy of the proposed change is submitted in writing to each regular PTCV member 30 days before said meeting. Further, any proposed amendment may be altered or changed as a result of discussion of the matter on the floor at the meeting in which the proposal is being considered.

ARTICLE IX - POLICY MANUAL. In lieu of By-Laws, the day-to-day operations of the PTCV and the details for such shall be promulgated in a PTCV Policy Manual.

ARTICLE X - FOUNDING MEMBERS. The original Constitution of the PTCV was approved on January 18, 1982 by the Founders of the Club as follows: Curtis A. Barnhill, Robert M. Curry, Charles W. Fields, Harry Fulwiler III, Montie Gibson, David E. Harris, Neil M. Hicks, James Kidwell, Joseph S. Lipomi, William A. McClain, Daniel McLachlan, David Mangione, Donald Moore, Irvin L. Poole, William A. Smith, J. O. Ward, and Raymond Welch. In recognition of the special status connected with a Founding Member, these individuals are hereby granted Life Membership in the PTCV.