

# SAMPLE



Amended & Restated  
*Platinum Level*

By-Laws

Of the

Greater Charlotte  
Postal Customer Council

US POSTAL SERVICE

POSTAL CUSTOMER COUNCIL



*Revised October 2016*

**This *Sample Bylaws* document not meant to replace *Publication 286: Postal Customer Council Program Policies and Rules ("Publication 286")*. *Publication 286* is the authoritative document governing the Postal Customer Councils, and this *Sample Bylaws* document is subject to and qualified by *Publication 286*. To the extent that anything in this addendums document conflicts with *Publication 286*, *Publication 286* governs and controls.**

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## Article I. NAME

This organization shall be known as the Greater Charlotte Postal Customer Council (GCPCC).

## Article II. PURPOSE

The PCC is an organization sponsored by the U.S. Postal Service. The PCC shall operate according to the rules and policies set forth in the Postal Customer Council Program Policies and Rules, Publication 286 (See Appendix – Item 2 for link to document), as it may be modified from time to time by the Postal Service.

### Section 2.01 Mission

- (a) Promote local cooperation and support and to foster a close working relationship between the U.S. Postal Service and businesses that use the mail to communicate and interact with their customers;
- (b) Share information and facilitate the exchange of ideas about new and existing Postal Service products, programs, services and procedures that affect all businesses that use the mail; and
- (c) Help PCC industry members and their organizations grow and develop professionally through focused educational programs.
- (d) Provide an effective link between the Postmaster and the mailing community, for the mutual benefit of the customers and the Postal Service.

## Article III. MEMBERSHIP

### Section 3.01 Membership Eligibility

- (a) The PCC shall have as members any business mailers who use the services of the Postal Service within the sponsoring Postal Service manager's geographic area. The term "business mailer" shall have the meaning provided in Publication 286.
  - (i) *An active GCPCC member shall be deemed to be someone who attends one PCC sponsored event with the PCC Calendar year of May 1<sup>st</sup> to April 30<sup>th</sup> of the following year. Or by responding to a mailing done by the PCC annually asking if the individual desires to remain an active GCPCC member.*
    - 1) PCC sponsored events include, but are not limited to the following: PCC sponsored seminars, luncheons, webinars, PCC Forums, etc.
  - (ii) *Any member candidate that attends an event meeting the standards described in 3.01.a.i will be automatically enrolled as a general member of the GCPCC.*
    - 1) These newly enrolled members are free to discontinue their membership at any time.
- (b) The PCC Membership List (Mailing List) will contain all current members for the GCPCC, and the handling of this list will adhere to the guidelines in Pub 286's Mailing List and Member Data section (also stated in Article V, section 2, and bullet 2).
- (c) Postal Service employees will join the PCC membership and participate as determined by the Postal Service and in accordance with the needs of the PCC.
- (d) There shall be no stockholders or other equity holders of the PCC. The members shall not have any voting or other rights, except those expressly provided for herein.
- (e) A PCC member who is deemed to be a competitor of the Postal Service, as determined in the discretion of the Board of Directors after reviewing the Publication 286 definition of competitor, shall not be eligible to serve as a Board of Directors member or an officer.

### Section 3.02 Membership Dues, Sponsorships, Contributions and Donations

- (a) The Board may establish and the PCC may charge reasonable annual membership fees, but no one shall be excluded from participating in the PCC because of an inability to pay membership fees.
- (b) The GCPCC shall have no regular fees, dues, or assessments.
- (c) The PCC shall refer to and follow Publication 286 regarding PCC fundraising activities, acceptance of donations and other financial matters.
- (d) The PCC shall keep such financial records and create such financial reports as are required by Publication 286.
- (e) The GCPCC may occasionally solicit contributions from members to defray normal operating expenses or to assist with underwriting special programs. Contributions are not required for membership.
- (f) GCPCC Sponsorships. Companies have the opportunity to participate in the Corporate Sponsorship program whereby a company would pay a fee for specified benefits including some or all of the following: Display of company logo at all GCPCC events, letterhead, the GCPCC website and mailings to business and mailing community, partnership in PCC sponsored education certification program, hole sponsorship at annual GCPCC golf tournament, and admission of up to 2 company employees at all GCPCC function/events
  - (i) *Sponsorship are annual and the period will be from May 1<sup>st</sup> to April 30<sup>th</sup> of the following year.*

## Article IV. BOARD OF DIRECTORS

### Section 4.01 Number and Term of Office

- (a) The Board of Directors shall be comprised of individuals who are PCC members, or employees of PCC members (sometimes referred to in these bylaws as “industry Board of Directors members” or “non-Postal Board of Directors members”), and postal employees.
- (b) The number of Board of Directors members who shall constitute the whole Board shall be such number as the Board of Directors shall from time to time have designated, but in any case no less than eight (8) members and no more than twenty-five (25) members. In addition to the postal Co-Chair, five Postal Service employees may be members of the Board of Directors. No distinct business unit within a company shall have more than two representatives on the Board of Directors at one time.
- (c) The Board of Directors shall be comprised of at least two (2) Postal Service employee members, the Postmaster/Postal Executive for the area in which the PCC is organized who shall be the Postal Co-Chair and at least one (1) other postal representative whom the Postal Co-Chair shall designate. The initial Industry Co-Chair and other initial industry members of the Board of Directors of the PCC shall be selected by the Postal Co-Chair. Thereafter, the Industry Co-Chair and the other industry members of the Board of Directors/Officers of the PCC shall be elected by the board members of the PCC.
- (d) The Postal Co-Chair shall serve as a Board of Directors member for as long as s/he holds the postal position of Postmaster/Postal Executive for the area or for such other term as the Postal Service may designate. Any postal Board of Directors member, other than the Postal Co-Chair, shall be appointed by the Postal Co-Chair for such term(s) as the Postal Co-Chair shall determine and shall serve until his or her successor is appointed.
- (e) Nominations will be taken for industry Board of Directors members/Officers in October of an election year and elections shall be held in November or as determined by the Board of Directors/PCC Board Members. Industry Board of Directors members/Officers shall serve for two (2) year terms or until his or her successor is elected or until his or her earlier resignation or removal. Industry Board of Directors members/Officers may be reelected to serve multiple terms. The Industry Board of Directors members/Officers, including the Industry Co-Chair, shall be elected by plurality vote with the term to begin in the month of December.

### Section 4.02 Vacancies

- (a) If the office of any Board of Directors member/Officer becomes vacant by reason of death, resignation, disqualification, removal or other cause, a successor may be appointed for the remaining term by the entity or person(s) who has/have the power to appoint such Board of Directors member/Officer.

### Section 4.03 Regular Meetings

- (a) Regular meetings of the Board of Directors shall be held at such place or places, on such date or dates, and at such time or times as shall have been established by the Postal Co-Chair and the Industry Co-Chair and publicized among all Board of Directors members.
- (b) A notice of each regular meeting shall not be required.

- (c) The Postal Co-Chair, or his or her designee (who must be a postal employee), must attend every meeting of the Board of Directors in order for the meeting to be an official meeting of the Board of Directors where matters may be presented for a vote or other official business may be conducted.
- (d) If a member of the Board misses three (3) consecutive meetings without notifying one of the Officers, the member shall be removed from the Board and a replacement may be appointed. While on the Board, members must participate in at least one (1) quarterly event hosted by the PCC.

#### Section 4.04 Special Meetings

- (a) Special meetings of the Board of Directors may be called by the Postal Co-Chair or the Industry Co-Chair and shall be held at such place, on such date, and at such time as they or he or she shall fix; provided that, in order for the meeting to be an official meeting of the Board of Directors where matters may be presented for a vote or other official business may be conducted, the Postal Co-Chair, or his or her designee (who must be a postal employee), must be in attendance.
- (b) Unless otherwise indicated in the notice thereof, any and all business may be transacted at a special meeting, provided that a quorum is present and voting.

#### Section 4.05 Quorum and Voting/Conduct of Business

- (a) At any meeting of the Board of Directors, so long as the Postal Co-Chair (or his or her designee, who must be a postal employee) is present and voting and a majority of the Board of Directors members, including the Postal Co-Chair (or his or her designee, who must be a postal employee), are present and voting, there shall be a quorum for all purposes. No vote shall be effective if a quorum is not present and voting, unless otherwise expressly provided herein.
- (b) All Board Members (Postal and Industry) shall have voting privileges.
- (c) The Postal Co-Chair shall cast the deciding vote on any contested matters on which a vote is taken, shall have the deciding vote in the event of any tied or insufficient vote, and shall have the power to act in such situations where the best interest of the Postal Service is at risk, as determined by the Postal Co-Chair in his or her discretion.
- (d) At any meeting of the Board of Directors, business shall be transacted in such order and manner as the Board may from time to time determine, and all matters shall be determined by the vote of a majority of the Board of Directors members present, except as otherwise provided herein or required by law, provided that a quorum is present and voting.
- (e) Action may be taken by the Board of Directors without a meeting if all members thereof consent thereto in writing, and the writing or writings are filed with the minutes of proceedings of the Board of Directors.

#### Section 4.06 Participation in Meetings by Conference Telephone

- (a) Members of the Board of Directors, or of any committee thereof, may participate in a meeting of such Board or committee by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other and such participation shall constitute presence in person at such meeting.

#### Section 4.07 Removal

- (a) Any Board of Directors member may be removed from office, with or without cause, by the entity or persons who have the power to appoint such Board of Directors member or by the Postal Co-Chair. The Postal Co-Chair may not be removed except by the authority of the Postal Service.

#### Section 4.08 Committees

- (a) The Board of Directors may establish committees as deemed necessary. Committee chairmen shall be appointed by the Industry Co-Chair. Active participation on a committee is required by all Board Members. The Postal Co-Chair has the right to remove any Committee Chair or committee member who does not actively participate on a committee.



## Article V. OFFICERS

### Section 5.01 Generally

- (a) The officers of the PCC shall consist of a Postal Co-Chair, who shall be a postal employee, an Industry Co-Chair, a Vice Chair, a Secretary and a Treasurer and such other officers as may from time to time be appointed by the Board of Directors or the Postal Co-Chair. Officers may be, but need not be, Board of Directors members.
- (b) Postal employees shall hold such officer positions as the Postal Co-Chair may determine and shall serve for such term as the Postal Co-Chair may determine.
- (c) Nominations from among the members of the PCC for officer positions shall be held as determined by the Board of Directors.
- (d) Officers who are not postal employees shall be elected by the Board of Directors and each such officer shall hold office for a two (2) year term or until his or her successor is elected or until his or her earlier resignation or removal. An officer may be reelected and serve multiple terms. Any number of offices may be held by the same person, however during his or her term as Co-Chair, neither the Postal Co-Chair nor the Industry Co-chair may serve as the Treasurer or the Assistant Treasurer. Officers shall have such duties as the Board of Directors may designate, in addition to but not in conflict with the following duties:

### Section 5.02 Postal Co-Chair and Industry Co-Chair

- (a) The Postal Co-Chair and the Industry Co-Chair shall have the responsibility for the general management and control of the business and affairs of the PCC, consistent at all times with the PCC mission and with Publication 286, provided, however, that PCC Industry members are not authorized to independently make any decisions regarding the appropriate expenditure of PCC funds. During his or her term as Co-Chair, a Co-Chair shall not serve as Treasurer or Assistant Treasurer.
- (b) The Postal Co-Chair and the Industry Co-Chair shall maintain the PCC mailing list in accordance with Publication 286 (Mailing Lists and Member Data). Therefore, a PCC member must sign a nondisclosure agreement before being given access to the list to use for PCC business. Additionally, a nondisclosure agreement should be signed by any industry PCC member who maintains the list or by any outside source that uses it.
- (c) The Board of Directors shall review all proposed PCC expenditures and contracts that the PCC may enter into. All such expenditures and contracts must meet the requirements of Publication 286.
- (d) No contract or instrument binding on the PCC, including a check drawn on the checking account of the PCC, shall be a valid obligation of the PCC unless signed by the Postal Co-Chair.
- (e) All checks and contracts that the PCC enters into must be signed by the Postal Co-Chair, and may be signed jointly by the Postal Co-Chair and the Industry Co-Chair.

### Section 5.03 Vice Chairs

- (a) Each Vice Chair, if any, shall have such powers and duties as may be delegated to him or her by the Postal Co-Chair or the Industry Co-Chair. The Vice Chair may preside over meetings as delegated - in the absence of both Co-Chairs.



### Section 5.04 Treasurer

- (a) The Treasurer shall be an Industry representative and shall have the responsibility for maintaining the financial records of the PCC, in accordance with the requirements of Publication 286. The Treasurer shall also perform such other duties as the Board of Directors may from time to time prescribe. The Treasurer shall act as the alternate in signing all vouchers as approved by both Co-Chairs. During his or her term as Treasurer, a Treasurer shall not serve as a Co-Chair. The same limitation applies to the Assistant Treasurer, if any.

### Section 5.05 Secretary

- (a) The Secretary shall issue all authorized notices for, and shall keep minutes of, all meetings of the Board of Directors. He or she shall have charge of the minute books and shall perform such other duties as the Board of Directors may from time to time prescribe.

### Section 5.06 Removal

- (a) Any officer of the PCC may be removed at any time, with or without cause, by the entity or persons who have the power to appoint such officer. The Postal Co-Chair may not be removed except by authority of the Postal Service.

## Article VI. MISCELLANEOUS

### Section 6.01 Generally

- (a) These By-laws may be amended or repealed by a majority vote of the Board of Directors, but only if also expressly approved by the Postal Co-Chair, at any meeting at which a quorum is present and voting.
- (b) The GCPCCC will support the PCC Mission for Community Service through monetary support, or through community service projects as approved by the Board of Directors. The cause must meet at least one of the following categories (from the U.S. Postal Service's Administrative Support Manual section 333.72 criteria): (1) Assisting victims of a disaster, (2) Relieving hunger, (3) Promoting education/literacy, (4) Enhancing the environment, (5) Promoting wellness, (6) Promoting child safety and well-being.
- (c) Meetings will be informal with open discussion. The proceedings of the meeting, when formality is deemed necessary or when situations are not covered by the by-laws of this organization, shall be governed by the Robert's Rules of Order.
- (d) In the event the GCPCCC is dissolved and after payment of all outstanding debts of the organization, the remaining assets shall be converted to cash and distributed evenly between the following 501 (c) 3 organizations;
- (i) *Loaves and Fishes*
  - (ii) *Second Harvest*
  - (iii) *Charlotte Humane Society*

### Section 6.02 Flowers for Board Members & Family Policy

- (a) The purpose of the Charlotte PCC Flowers for Board Members and Family policy is to establish consistency in recognizing board members and their family members to congratulate them on the birth of a child, or express sympathy for serious illness, injury, or death.
- (b) To be eligible to receive flowers, gifts or donations, the person must be a current Charlotte PCC Board Member.

- (c) The Charlotte PCC may send flowers to eligible board members or their spouse in the event of a serious illness or injury resulting in a hospital stay. Flowers may also be sent to eligible board members for the birth of a child. The amount that should be spent should not exceed \$100.
- (d) In the event of a death in an eligible board member's immediate family (spouse, domestic partner, child/step-child, sibling or parent), flowers may be sent from the Charlotte PCC. When donations are requested in lieu of flowers, the Charlotte PCC may make a donation to the organization in the name of the deceased. The amount that should be donated should not exceed \$100.
- (e) At the discretion of the board chair, flowers or a gift item may also be sent to any other board member, their family members, or members of the community. The amount that should be spent should not exceed \$100.
- (f) When an event occurs for a board member or immediate family member, they may be given a gift of flowers or other comparable item, or a combination of both, for the approximate corresponding value. Other gifts may include items preferred by the recipient such as fruit, chocolate/candy, balloons, gift certificate, or gift items as determined by the Charlotte PCC or a recommendation from peers or coworkers.
- (g) The flowers/gifts given by the Charlotte PCC will be ordered, purchased, and coordinated by the Secretary or their designee. The board chair will be responsible for communicating the occurrence of any of these events to the board in a timely manner. The board may choose to provide a card with signatures and comments for the employee.
- (h) The cost for this program will be a maximum of \$100 for flowers/gifts or donations per occurrence.

## Appendix

### Item 1 – Board Resolution Document

Authorized Financial Account Signers



Account Signers  
Resolution.doc

### Item 2 – Link to Publication 286

<https://about.usps.com/publications/pub286.pdf>