BY-LAWS OF THE

N'CROWD MODEL RAILROAD SOCIETY, INC.

DBA

HOUSTON N'CROWD

Revised and Effective September 16, 2026

Texas Charter #01418985

N'Crowd Model Railroad Society, Inc. is a 501(c)(3) nonprofit educational organization incorporated in the state of Texas.

BY-LAWS of the N'CROWD MODEL RAILROAD SOCIETY, INC.

ARTICLE I - PURPOSE

ARTICLE II - OFFICES

ARTICLE III - DUES

ARTICLE IV - MEMBERS

Section 1: Classes of Members
Section 2: Code of Conduct for All Members
Section 3: New Member Applications
Section 4: Renewal of Membership
Section 5: Voting Rights
Section 6: Termination of Membership
Section 7: Resignation
Section 8: Reinstatement
Section 9: Transfer of Membership

ARTICLE V - MEETINGS OF MEMBERS

Section 1: General Meetings
Section 2: Annual Meetings
Section 3: Place of Meetings
Section 4: Notice of Meetings
Section 5: Special Meetings
Section 6: Quorum
Section 7: Manner of Acting
Section 8: Extraordinary Circumstances

ARTICLE VI - BOARD OF DIRECTORS

Section 1: General Powers
Section 2: Method of Electing
Section 3: Number and Qualifications
Section 4: Term of Office
Section 5: Regular Meetings
Section 6: Special Meetings
Section 7: Notice of Meetings
Section 8: Quorum
Section 9: Extraordinary Circumstances
Section 10: Manner of Acting
Section 11: Removal of a Board Member
Section 12: Vacancies
Section 13: Compensation

ARTICLE VII - OFFICERS

Section 1: Officers
Section 2: Election and Term of Office
Section 3: General Responsibilities
Section 4: President
Section 5: Vice President
Section 6: Secretary
Section 7: Treasurer

ARTICLE VIII - COMMITTEES

Section 1: Committees
Section 2: Nominating Committee
Section 3: Term of Office
Section 4: Chairman
Section 5: Vacancies
Section 6: Quorum
Section 7: Rules

ARTICLE IX - CONTRACTS, CHECKS, DEPOSITS, AND GIFTS

Section 1: Contracts
Section 2: Checks, Drafts, etc.
Section 3: Deposits
Section 4: Gifts

ARTICLE X - FINANCIAL MANAGEMENT

ARTICLE XI - CERTIFICATES OF MEMBERSHIP AND MEMBERSHIP RECORDS

Section 1: Certificates of Membership
Section 2: Membership Records

ARTICLE XII - PARLIAMENTARY CONDUCT

ARTICLE XIII - BOOKS AND RECORDS

ARTICLE XIV - FISCAL YEAR

ARTICLE XV - WAIVER OF NOTICE

ARTICLE XVI - ELECTIONS

ARTICLE XVII - AMENDMENTS TO BY-LAWS

ARTICLE XVIII - ADOPTION OF BY-LAWS

ARTICLE I

PURPOSE

The N'CROWD MODEL RAILROAD SOCIETY, INC., hereinafter referred to as N'Crowd, shall be an organization of individuals who demonstrate an active interest in learning about or educating the public about railroading through N-scale portrayal, or who have special knowledge relating to model railroading, or who engage in the design, construction, and operation of N-scale model railroads, or who wish to educate the public about the history of railroading through the use of N-scale models and model railroads.

ARTICLE II

OFFICES

The principal office of N'Crowd in the state of Texas shall be at a location so designated by the N'Crowd Board of Directors (hereinafter referred to as the Board). N'Crowd may have other such offices, either within or without the state of Texas, as the Board may determine or as the affairs of N'Crowd may require from time to time. N'Crowd shall have and continuously maintain in the state of Texas a registered office and a registered agent whose office is identical with such registered office as required by the Texas Non-Profit Corporation Act. The registered office may be, but does not need to be, identical with the principal office in the state of Texas, and the address of the principal office and the registered office may be changed from time to time by the Board.

ARTICLE III

DUES

Initiation fees, if any, which may include purchase of member items such as name badges and other items; and dues for membership, if any, shall be established by a two-thirds (2/3) vote of the Board. Such fees and dues shall then be presented to the Active Membership at the Annual Corporate Meeting and shall be approved by a two-thirds (2/3) majority vote of the Active Membership present.

ARTICLE IV

MEMBERS

Section 1: Classes of Members

There shall be four (4) classes of membership: Active, Associate, Honorary Life, and Youth. Active, Associate, and Youth members may submit applications for renewal annually no sooner than September 1 for consideration by the Board.

ACTIVE MEMBER – Individuals at least 18 years old are eligible for Active Membership. An Active Member enjoys all the benefits of N'Crowd including, but not limited to, running trains on the club layout, eligibility to vote in elections, the option to participate in N'Crowd purchases and sales and other N'Crowd activities. Active members are expected to participate in club activities, including running trains when the layout room is open to the public.

ASSOCIATE MEMBER – To qualify for Associate Membership, applicants must reside outside Harris County or any of its contiguous counties. Associate Members may participate in all non-subsidized or non-discounted N'Crowd functions and may run trains on the club layout. Associate Membership requires the payment of dues; however, Associate Members are ineligible to vote in elections or hold an N'Crowd office.

HONORARY LIFE MEMBER – Honorary Life Membership is conferred only by action of the Board. Honorary Life Members enjoy the benefits of Active Membership and are included in all references to Active Member hereinafter contained in these By-Laws. Honorary Life Members are not required to pay dues or submit an annual membership renewal application.

YOUTH MEMBER – Individuals at least 14 and less than 18 years old may apply for a Youth Membership. Youth Members must be accompanied by a parent or guardian at all times while operating trains in the layout room.

Individuals less than 14 years old are ineligible for membership in N'Crowd.

Section 2: Code of Conduct for All Members

All members are expected to comply with the club's Code of Conduct when participating in all club activities and functions. The Code of Conduct is provided to all prospective new members as part of the membership application. It is also publicly available for viewing on the club website. Acknowledgement of, and compliance with, the Code of Conduct is a condition of membership in N'Crowd. All prospective new members and existing members wishing to renew their membership must acknowledge acceptance of the Code of Conduct at the time the application to join/renew is submitted.

Failure to acknowledge and comply with the Code of Conduct may result in suspension or termination of membership in N'Crowd.

Section 3: New Member Applications

Prospective new members shall submit the required initiation fee, if any, annual dues in effect on the date of application, and an application with the sponsoring signature of an Active Member. Such applications shall be presented to the Board for approval by simple majority.

For applications submitted and approved before September 1 each year, membership shall be valid for the remaining duration of the calendar year in which the application was approved. For applications submitted and approved on or after September 1 each year, membership shall be valid continuously from the date of approval through December 31 of following calendar year.

If the application is rejected, all fees and dues submitted by the rejected applicant shall be returned to the applicant.

Section 4: Renewal of Membership

Applications and membership dues for renewal of Active, Associate, and Youth Memberships shall be accepted no earlier than September 1 and no later than December 31 for the upcoming calendar year. Membership in N'Crowd shall be automatically revoked if a member's application for renewal and/or payment of dues are not received by December 31.

Applications for renewal received after December 31 will be ignored; renewal dues payments received after December 31 will be returned to the applicant. Members seeking to renew their membership after December 31 may do so *only* as a prospective new member according to Section 3 of this Article.

Section 5: Voting Rights

a) Each Active Member shall be entitled to one (1) vote on each matter submitted to a vote of the members.
b) Proxy voting and absentee voting shall not be allowed.

Section 6: Termination of Membership

A member may be expelled from the N'Crowd by action of the Board and/or Active Members as provided in this section.

a) All reasonable effort shall be made by the President or other Active Member(s) designated by the President to resolve membership issues. If any issues cannot be resolved through this process, the member in question shall appear before the Board at a mutually agreed time and location in a further attempt to resolve the situation.
b) A vote to expel a member may be initiated by either: (1) the recommendation of two-thirds (2/3) of all the members of the Board in office; or (2) by petition to the Board by twenty (20) percent of the membership.
c) The membership shall have at least ten (10) days notice of any vote to expel. Notice of such vote may be distributed to the membership by mail or email. Votes to expel shall be held at a regularly scheduled meeting of the N'Crowd.

d) The membership may expel a member by a simple majority of those present and voting.

Section 7: Resignation

Any member may resign by filing a written or email letter of resignation with the Secretary. Membership dues will not be refunded to the resigning member.

Section 8: Reinstatement

Former members who have resigned or have had their membership terminated may request reinstatement following the same application procedures as prospective new members, except that no initiation fee shall be required.

Section 9: Transfer of Membership

Membership in N'Crowd is not transferable or assignable.

ARTICLE V

MEETINGS OF MEMBERS

Section 1: General Meetings

General Meetings shall be held monthly on the third Wednesday of the month, or as directed by the Board and approved by a two-thirds (2/3) majority vote of the Active Membership.

Section 2: Annual Meeting

The Annual Corporate Meeting shall be held in conjunction with the January General Meeting and for the transaction of such other business as may come before the membership. The annual financial report shall be presented.

Section 3: Place of Meetings

General Meetings shall be held at a location as directed by the Board. Such meetings shall be held within the greater Houston metropolitan area, unless otherwise approved by a two-thirds (2/3) majority vote of the Active Membership.

Section 4: Notice of Meeting

N'Crowd members shall be notified in writing, either by mail or email, of the time and place of a General Meeting at least five (5) working days prior to such meeting, unless the meetings are scheduled for the same time and place each month. If mailed, such notice shall be deemed to be delivered two (2) days after being deposited in the United States Postal Service, the postage thereon prepaid.

Section 5: Special Meetings

Notice of any Special Meeting of the General Membership shall be given to all Active members at least one week prior to the meeting. Notification may be by telephone, mail, email, telegram or face-to-face.

Section 6: Quorum

At any General or Special Meeting, twenty (20) percent of the Active Members shall constitute a quorum unless otherwise specified in these By-Laws; provided at least one (1) elected officer is present.

Section 7: Manner of Acting

On any matter to be voted on by members present at a meeting, a quorum must be present, and a majority of votes cast are needed for the adoption thereof, unless a greater proportion is required by law or by these By-Laws.

Section 8: Extraordinary Circumstances

In the event extraordinary circumstances create a situation where in-person General or Special Meetings are impossible and/or extremely difficult for a majority of the members to attend, the Board shall permit virtual meetings employing readily available technology. Any and all business of N'Crowd may be conducted during virtual meetings, provided the quorum requirements for meetings detailed in these By-Laws are met. The Board may authorize the use of email for matters requiring member voting.

ARTICLE VI

BOARD OF DIRECTORS

Section 1: General Powers

All affairs of the N'Crowd shall be managed by the Board, except as otherwise required by law or these By-Laws. The general duties of the Board shall be as follows:

a) Establish policy for N'Crowd
b) Make public any oral or written communications on behalf of N'Crowd
c) Sponsor meetings on behalf of N'Crowd

Section 2: Method of Electing

All Board Members, except for the Immediate Past President, shall be elected from the Active Membership in accordance with procedures set forth in Article XVI of these By-Laws.

Section 3: Number and Qualifications

All Board Members shall maintain Active Membership status in the N'Crowd during their term of office. The Board shall consist of:

a) All officers of N'Crowd
b) Three (3) Directors-at-Large elected by the membership
c) Immediate Past President, who shall be a non-voting Board Member

Section 4: Term of Office

The term of office for each Director-at-Large shall be three (3) years and shall run from January 1 to December 31, or until a successor is elected. The terms of office for the three Directors-at-Large shall overlap such that only one Director-at-Large position shall expire each December 31. No Director-at-Large shall serve in more than one (1) office at the same time.

Section 5: Regular Meetings

Board Meetings shall be held monthly at a regular location, or as directed by the Board. Board Meetings shall be open to all N'Crowd members, and to non-members invited by any Board Member, except when the Board convenes in Executive Session as described in Section 6, below. General Meetings where a quorum of the Board is present will fulfill this section's requirement for the Board to meet monthly.

Section 6: Special Meetings

A Special Meeting of the Board may be called by or at the request of the President or any three (3) members of the Board. The party requesting the Special Meeting shall, at the time of making the request, stipulate whether such meeting shall convene in Executive Session, in such case attendance shall be restricted to Board Members only. Such Special Meeting shall take place at the same location as regular Board Meetings, unless otherwise agreed to by two-thirds (2/3) of all the members of the Board.

Section 7: Notice of Meetings

Notice of any Special Meeting of the Board shall be given to all Board Members at least two days prior to the meeting. Notification may be by telephone, mail, email, or face-to-face.

Section 8: Quorum

A simple majority of Board members shall constitute a quorum for the transaction of business at any meeting of the Board, unless otherwise required by law or by these By-Laws.

Section 9: Extraordinary Circumstances

In the event extraordinary circumstances create a situation where in-person Regular or Special Meetings of the Board are impossible and/or extremely difficult for a majority of the Board Members to attend, the Board shall conduct virtual meetings employing readily available technology. Any and all business of N'Crowd may be conducted during virtual Board meetings, provided the quorum requirements for meetings detailed in these bylaws are met. The Board may authorize the use of email for matters requiring Board member voting.

Section 10: Manner of Acting

The act of a majority of the Board Members at a meeting at which a quorum is present shall be the act of the Board, unless the act of a greater number is required by law or by these By-Laws.

Section 11: Removal of a Board Member

A Board Member may only be removed from office by the membership, according to the following:

a) A vote to remove a Board Member from office may be initiated by either: (1) the recommendation of two-thirds (2/3) of all the members of the Board; or (2) by petition to the Board by twenty (20) percent of the membership.
b) The membership shall have at least ten (10) calendar days notice of the vote to remove a Board Member from office, which shall be held at the regularly scheduled General Meeting of the N'Crowd. Notification may be by telephone, mail, email, telegram or face-to-face.
c) The membership, by simple majority of those present and voting, may remove a Board Member from the Board.

Section 12: Vacancies

A Special Meeting of the Board shall be called, in accordance with Section 6 of this Article, for the purpose of filling a vacancy. A vacancy in a Board seat (that is, any Director-at-Large or Officer seat, except for President) may be filled by any Active or Honorary Life Member. Such Member(s) shall be nominated by any Board Member(s) present at the Special Meeting. Having accepted at least one such nomination, the vacancy shall be filled by a vote of two-thirds (2/3) of the Board Members, unless otherwise specified in these By-Laws. In the case of replacement of an Officer, the newly elected Officer shall serve until December 31 of the year in which such Officer has been elected. In the case of replacement of a Director-at-Large, the newly elected Director-at-Large shall serve the remainder of the term of the replaced Director-at-Large.

Section 13: Compensation

Board Members shall receive no compensation of any kind for their service as members of the Board.

ARTICLE VII

OFFICERS

Section 1: Officers

Officers shall consist of the following positions:

a) President
b) Vice President
c) Secretary
d) Treasurer

Section 2: Election and Term of Office

The term of office for all officers shall be one (1) year and shall run from January 1 to December 31, or until their successors are elected. No elected officer shall serve in more than one (1) office at the same time.

Section 3: General Responsibilities

The general responsibilities of the officers are:

a) Conduct day-to-day business of N'Crowd
b) Preserve the assets of N'Crowd

Section 4: President

The President shall:

a) Serve as the chief executive officer
b) Preside over all meetings
c) Serve as Chairperson of the Board

Section 5: Vice President

The Vice President shall:

a) Succeed to all the powers and duties of the President in his absence
b) Serve as President for the remainder of the President's term if the office is vacated

Section 6: Secretary

The Secretary shall:

a) Be responsible for maintaining records of membership and business, other than financial. Membership records shall be maintained in accordance with Article XI below.
b) Document decisions made by the Board and General Membership.
c) Notify members of scheduled meetings. Notification may be by telephone, mail, email, or face-to-face.
d) During the absence of the President and Vice President, shall succeed to all the duties of the President.
e) Upon request, make minutes of any meeting available to the membership for any proper purpose at any reasonable time.

Section 7: Treasurer

The Treasurer shall:

a) Be responsible for maintaining accurate financial records. Records shall include all receipts and disbursements.
b) Prepare and file all required financial reports to local, state, and federal agencies.
c) Maintain all financial accounts with institutions, including investment accounts, if any.
d) Upon request, make available a financial status report to the membership for any proper purpose at any reasonable time.
e) Present a financial report to the membership at the Annual Corporate Meeting. Such report shall include a listing of all financial assets, liabilities, and transactions conducted during the preceding fiscal year for N'Crowd.
f) During the absence of the President, Vice President, and Secretary, shall succeed to all the duties of the President.

ARTICLE VIII

COMMITTEES

Section 1: Committees

The Board or the President may designate any qualified Active Member(s) to serve on committees. Those committees shall make recommendations to the Board and/or General Membership for subsequent Board approval/disapproval, and if necessary, approval/disapproval by the General Membership. Committees shall have no executive authority.

Section 2: Nominating Committee

No later than October 1, the Nominating Committee shall be formed and begin its work as follows:

a) The Nominating Committee shall consist of a Chairman and two (2) members. The Chairman shall be the Immediate Past President, and the members, selected by the Chairman, shall be Active Members.

b) If the Immediate Past President is not available to serve as Chairman of the Nominating Committee, the Board or the President shall designate any qualified Active Member to serve as Chairman of the committee.
c) In October, the Nominating Committee shall solicit and accept nominations for Officers and Board Members from the Active Membership. All reasonable effort shall be made to obtain at least two (2) nominees for each office to be filled. The Nominating Committee Chairman shall present the slate of candidates, in writing, to the Board by mail or email no later than one week prior to the regularly scheduled October General Meeting. The slate of candidates shall be presented to the N'Crowd membership no later than the regularly scheduled October General Meeting. Notification of candidate names may be presented orally at the October General Meeting, or by telephone, mail, or email.
d) The election of Officers and Board Members shall be held during the November General Meeting according to Article XVI below. It shall be the duty of the Nominating Committee Chairman to submit, at the November General Meeting, at least one name for each office to be filled. Nominations may be made from the floor for each office, following the report of the Nominating Committee Chairman, and such nominations shall be accepted, subject to the consent of the nominee.

Section 3: Term of Office

Each member of a committee shall continue as such until the next Annual Corporate Meeting of the members of N'Crowd and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member ceases to qualify as a member thereof.

Section 4: Chairman

The Board or the President shall appoint a committee chairman upon formation of each committee.

Section 5: Vacancies

Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original committee.

Section 6: Quorum

Unless otherwise provided upon formation of a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 7: Rules

Each committee may adopt rules for its own function and purposes, provided such rules do not conflict with these By-Laws or with rules adopted by the Board or N'Crowd.

ARTICLE IX

CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

Section 1: Contracts

The Board may authorize any officer or officers, agent or agents of N'Crowd, in addition to the officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of N'Crowd, and such authority may be general or confined to specific instances.

Section 2: Checks, Drafts, etc.

All checks, drafts or orders for the payment of money, notes or other evidence of indebtedness issued in the name of N'Crowd, shall be signed by such officer or officers, agent or agents of N'Crowd, and in such manner as shall from time to time be determined by resolution of the Board, within the limits set forth in Article X of these By-Laws. In the absence of such determination by the Board, such instruments shall be signed by the Treasurer.

Section 3: Deposits

All funds of N'Crowd shall be deposited from time to time to the credit of N'Crowd in such banks, trust companies, or other depositories as the Board may select, provided that such depositories are within the state of Texas. The provision for Texas depositories may be waived by the Board for electronic investment accounts established by N'Crowd.

Section 4: Gifts

The Board may accept or decline on behalf of N'Crowd any contribution, gift, bequest or device for the general purposes or for any special purpose of N'Crowd.

ARTICLE X

FINANCIAL MANAGEMENT

The financial management of N'Crowd shall be conducted in accordance with the following:

a) Board Members and Active Members so designated by the Board may make expenditures up to $100 without prior approval. The list of so designated Active Members shall be reviewed and updated by the Board no later than January 15 and shall be communicated at the General Membership meeting in January. Expenditures of less than $100.00 must be properly and legibly documented by the individual making the expenditure and must include the following: receipt for the good(s) or service purchased, short explanation of the purpose of the expenditure, printed name and signature of the individual making the

expenditure, receipt for the expenditure clearly showing the supplier of the good(s) or service purchased, date of purchase, and method of payment.

b) All expenditures greater than $100.00 and no greater than $1,000.00 must be approved by the Board.
c) All expenditures greater than $1,000.00 must be approved by a simple majority vote of Active Members present at a General Meeting.
d) Authorized N'Crowd expenditures shall be reimbursed by the Treasurer, provided supporting documentation and justifications as stipulated in (a), above, are submitted.
e) No part of the net earnings of N'Crowd shall be used for the benefit of any individual member, and any use of net earnings shall be in furtherance of the stated purposes of N'Crowd.
f) The financial status of N'Crowd shall be communicated to the membership in accordance with Article VII, Section 7, of these By-Laws.
g) No later than January 15 of each calendar year, the President shall appoint an Audit Committee consisting of three (3) Active Members, including at least one (1) Board Member. The Audit Committee shall perform an audit of N'Crowd's financial assets and shall report its findings in writing to the membership no later than the scheduled March General Meeting.
h) In the event of the dissolution of N'Crowd, all assets shall be transferred to other qualified nonprofit organizations or government entities in accordance with applicable state and federal law governing transfer of assets of a nonprofit corporation due to dissolution. Under such circumstances, the Board shall convene in Executive Session in accordance with Article VI of these By-Laws to specify the assets to be transferred and the recipient entities.

ARTICLE XI

CERTIFICATES OF MEMBERSHIP AND MEMBERSHIP RECORDS

Section 1: Certificates of Membership

Certificates of Membership shall not be issued.

Section 2: Membership Records

Membership Records and related personal information and data will be maintained securely and will not be distributed to third parties under any circumstances.

ARTICLE XII

PARLIAMENTARY CONDUCT

Unless otherwise specified, Robert's Rules of Order, Newly Revised (most current edition), shall govern N'Crowd in all cases to which they are applicable and to the extent they do not conflict with these By-Laws and any special rules of order which N'Crowd may adopt.

ARTICLE XIII

BOOKS AND RECORDS

N'Crowd shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of the Board, committees having any authority of the Board, and any other proceedings deemed appropriate by the Board, and shall keep at its registered or principal office a record giving the names and addresses of its Active and Associate Members. All books and records of N'Crowd may be inspected by any member, or his agent or attorney, for any proper purpose at any reasonable time. Membership Records will be handled in accordance with Article XI Section 2 above.

ARTICLE XIV

FISCAL YEAR

The fiscal year of N'Crowd shall begin on January 1 and end on December 31 in each year.

ARTICLE XV

WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the Texas Non-Profit Corporation Act or under the provisions of the Articles of Incorporation or the By-Laws of N'Crowd, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XVI

ELECTIONS

Elections for N'Crowd Officers and Director-at-Large positions shall be conducted in accordance with the following:

a) Elections shall be held annually at the regularly scheduled November General Meeting.
b) Candidates for such elections shall be Active Members of N'Crowd.
c) The election shall be by simple majority of Active Members present and voting.
d) The election shall be by ballot; however, if there is but one nominee for each office, the election may be by voice vote. Each Active Member shall be entitled to cast one (1) vote for each Officer and Director-at-Large position to be filled.
e) Proxy voting and absentee voting shall not be allowed.
f) If a simple majority cannot be obtained for any position, the two candidates receiving the highest number of votes shall advance to a run-off election, to be held immediately.
g) In a run-off election, such election shall follow the rules set forth in items (b) through (e), above. The process shall be repeated until a winner is determined.

ARTICLE XVII

AMENDMENTS TO BY-LAWS

Amendments to these By-Laws will be made in accordance with the following:

a) Amendments may be made at any General or Special Meetings of the membership. All such meeting shall be subject to the notice requirements herein.
b) All Active Members present may cast one (1) vote on the proposed amendments. Proxy voting and absentee voting shall not be allowed.
c) These By-Laws shall be amended only by a two-thirds (2/3) majority of all votes cast.
d) Notice of proposed amendments must be presented, in writing, to the general membership at least thirty (30) days, but not more than ninety (90) days prior to the meeting designated in item (a), above.

ARTICLE XVIII

ADOPTION OF BY-LAWS

These By-Laws of the Houston N'Crowd Model Railroad Society, Inc., are hereby adopted by the membership of N'Crowd, as attested to by the undersigned, being a majority of all the voting members of the Board as of September 16, 2026.

President: vacant _____

Vice President: Gordon Bliss _____

Secretary: Nazim Hally _____

Treasurer: Eddy Aycock _____

Board Member (2023): Karl Bernard _____

Board Member (2024): Randy Ollett _____

Board Member (2025): Allan Melton _____