

BAY COUNTY GENEALOGICAL SOCIETY BYLAWS

ARTICLE I - NAME

The name of this organization is the Bay County Genealogical Society, hereinafter known as the Society, a nonprofit organization.

ARTICLE II - OBJECTIVES

The objectives of this Society shall be:

1. To promote interest in genealogy.
2. To provide educational opportunities to citizens of Bay County, Florida, and surrounding areas in genealogical research methodology.
3. To instruct and assist members in genealogical research, encourage careful documentation, and promote quality genealogical standards.
4. To locate, preserve, and index public and private genealogical records of the area and make them available to the general public.
5. To support the genealogical collection of the Bay County Public Library.
6. To publish genealogical news and historical information in a periodical newsletter and any other publication as directed by the membership.

ARTICLE III - MEMBERSHIP AND DUES

Section 1. Qualifications. Any applicant interested in supporting the objectives of this Society shall be eligible for membership upon submission of completed application form and payment of dues.

Section 2. Categories of Membership:

- A. Individual. Any person who meets the above requirements for membership.
- B. Household. Multiple individuals living at the same address and who meet the requirements for membership may become members. A household shall receive only one copy of Society newsletters.
- C. Student. Any full-time student who meets the above requirements for membership.
- D. Organization. Any organization which supports the objectives of the Society and which has paid the annual dues shall be a non-voting member.
- E. Honorary Lifetime. This may be conferred upon a person who has given exceptional service to the Society. The recommendation shall be signed by one member and approved by the Executive Board before being presented to the assembly for a vote. A two-thirds vote shall elect. No annual dues are required.

Section 3. Dues. Annual dues shall be payable January 1. If dues are not received by March 31, the member shall be removed from the membership roll.

Section 4. Fiscal year. The membership and fiscal year of the Society shall be from January 1 through December 31.

ARTICLE IV - MEETINGS

Section 1. Regular Meetings. Regular meetings shall be held as specified in the Standing Rules. In case of an emergency, a meeting may be canceled, rescheduled, or called by the Executive Board. For the purpose of conducting business, ten (10) members shall constitute a quorum.

Section 2. Special Meetings. Special meetings to address unprogrammed issues of the Society may be called by the President, the Executive Board, or the written request of ten members. The call for such a meeting shall be given with at least ten days written notice and shall state the purpose of the meeting. No business other than that stated shall be conducted.

Section 3. Annual Meeting. The regular meeting in December shall be known as the Annual Meeting.

Section 4. Emergency Meetings. Emergency Meetings of the Society may be called by the President or the Executive Board as necessary.

ARTICLE V - OFFICERS & DIRECTORS

Section 1. Officers. The Officers of the Society shall be President, First Vice-President, Second Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer.

Section 2. Directors. There shall be at most four Directors.

Section 3. Elections. Election of the Officers and Directors shall be at the Annual Meeting in even-numbered years.

Section 4. Term of Office. Officers and Directors shall be elected for a two-year term. All newly elected officers and directors shall take office at the close of the Annual Meeting.

ARTICLE VI - EXECUTIVE BOARD

Section 1. Composition. The Executive Board shall consist of the elected officers (6) and the elected directors (4 or less).

Section 2. Qualifications. No person shall be elected or appointed or shall continue to serve as an officer or director unless that person is a member in good standing, has been a member of the Society for at least one year, and has attended a majority of Regular Meetings for the preceding twelve (12) months.

Section 3. Vacancies. Any vacancy occurring on the Executive Board, with the exception of the President, may be filled until the next Annual Meeting by a majority vote of the remaining members of the Executive Board.

Section 4. Meetings. Executive board meetings shall be held as specified in the Standing Rules. In case of an emergency, a meeting may be cancelled or called, as appropriate, by the President.

Section 5. Quorum. For the purposes of conducting business, five (5) members of the Executive Board shall constitute a quorum.

Section 6. The Executive Board Shall:

- A. Transact the business of the Society between general membership meetings.
- B. Determine appropriate Standing and Special Committees, duties, and responsibilities of each and appoint chairs
- C. Approve general membership meeting programs.
- D. Authorize disbursements.
- E. Authorize material distributions and donations.
- F. Critique at least annually the Standing Rules and revise as needed.
- G. Provide delegates representing the Society to other genealogical organizations through periodic attendance at their meetings and events.
- H. Express the views of the Society, not personal views, so as to help the other organization in its planning and decision making.
- I. Relay news of other organization's services, activities, and projects, and clarify their importance to the Society.
- J. Be available to other organizations to assist with projects and activities.

ARTICLE VII - DUTIES OF OFFICERS

Section 1. Duties:

1. President Shall:

- a. Preside at all meetings of the general membership and the Executive Board.
- b. Select, with approval of the Executive Board, all chairmen of standing committees.
- c. Sign, with the Recording Secretary, all contracts and documents authorized by the Society.
- d. Sign, in the absence of the Treasurer, checks for authorized disbursements on behalf of the Society.
- e. Be an ex-officio member of all committees except the Nominating Committee.
- f. Present a written report for acceptance by the Executive Board prior to the Annual Meeting.

2. First Vice-President Shall:

- a. Assume the duties of the President in the absence of, or at the request of, the President.
- b. Assume the duties of the President for the remaining term of office in the event of a vacancy in the office of President.
- c. Chair the Programs Committee.

3. Second Vice-President Shall:

- a. In the absence of the President and the First Vice-President, or at their request, assume the duties of the President.
- b. In the event of a vacancy in the Presidency, assume the duties of the First Vice-President.
- c. Chair the Membership Services Committee.
- d. Work with officers and committees as needed to conduct fund-raising projects as approved.
- e. Recommend, to the Executive Board, locations suitable for regular, special, and Executive Board meetings.

4. Recording Secretary Shall:

- a. Keep a record of the proceedings of the Society.
- b. Be the custodian of the Society's records, except those specifically assigned to others, and maintain a backup copy of same in a separate physical location.
- c. Keep and have available for reference at all meetings, one book in which copies of the Society's Charter, Bylaws, and Standing Rules are kept current.
- d. Notify officers, committees, and delegates of their appointments.
- e. Supply delegates of the Society with credentials.
- f. Furnish officers and committees with copies of all papers and books necessary for the proper performance of their respective duties, including membership lists.
- g. Preserve committee reports among the records for which the Recording Secretary is responsible.
- h. Maintain a current inventory of all legal documents, records, and equipment belonging to the Society.
- i. Sign, with the President, all contracts and documents authorized by the Society.

5. Corresponding Secretary Shall:

- a. Send out proper notices of all meetings, including the notification to officers and directors, committees, delegates, and the general membership of any special meetings as necessary.
- b. Assist in any Society mailings as requested by the Executive Board.
- c. Conduct the correspondence of the Society.
- d. Maintain a file of Society correspondence.
- e. Receive the Society's mail and distribute it to the proper officers.
- f. Respond to questions regarding membership, dues, etc.

6. Treasurer Shall:

- a. Be custodian of all funds of the Society and deposit them in insured financial institutions, or invest them pursuant to instructions of the Executive Board.
- b. Sign checks for authorized disbursements on behalf of the Society.
- c. Be a member of the Budget and Finance Committee.
- d. Present a statement of finances at each meeting of the Executive Board.

- e. Present a financial report covering the entire previous year not later than at the March regular meeting.
- f. After the close of the fiscal year, the treasurer will prepare and submit to the president all financial records and bank statements of the Society by January 31 for an internal review by a committee of three (3) appointed by the president and the committee will accomplish their internal audit by March 15.

7. Directors Shall:

- a. Participate actively in Society strategic planning.
- b. Vote on Society policy and program issues.
- c. Serve as a resource of knowledge and counsel to the Executive Board and general membership.
- d. Represent the organization at the request of the president.

ARTICLE VIII - COMMITTEES

Section 1. Standing Committees. The Standing Committees and Special Committees of the Society shall be created by the President, with approval of the Executive Board, as needed and as specified in the standing Rules.

Section 2. Nominating Committee Shall:

- A. Consist of three members. The Nominating Committee shall be elected by the general membership on the month specified in the Standing Rules for the purpose of providing nominations for the following year.
- B. Nominate candidates for vacating officers and directors.
- C. Report the list of candidates to the Executive Board before the November Executive Board Meeting and report at the regular meeting in November.

ARTICLE IX - NOMINATIONS AND ELECTIONS

Section 1. Elections. Elections shall be held at the Annual Meeting.

Section 2. Nominations.

- A. The Nominating Committee shall present a list of at least one nominee for each office and directorship being vacated, to the Executive Board before the November Executive Board meeting and to the general membership meeting in November.
- B. Additional nominations may be made by the general membership from the floor at the Annual Meeting, provided each nominee is present or has given written consent to serve if elected.

Section 3. Voting.

- A. Eligibility. All members in good standing (those members whose dues are currently paid in full) may vote in Society elections.
- B. Voting. Voting shall be by voice, provided there is only one candidate for office. If more than one candidate is running for any one office, the voting shall be by written ballot. A majority of those present and voting elects.

ARTICLE X - DISSOLUTION OF SOCIETY

Section 1. Upon dissolution of the Society, all saleable assets shall be converted to cash. The monies of the Society shall be used to purchase genealogical materials for the Genealogy Division of the Bay County Public Library. All other assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code 47 of 1986.

ARTICLE XI - PARLIAMENTARY AUTHORITY

Section 1. The rules contained in *Robert's Rules of Order, Newly Revised* shall govern the Society in all cases in which they are applicable, and which are not inconsistent with these Bylaws and any Standing Rules.

ARTICLE XII - AMENDMENTS

- Section 1. These Bylaws may be amended by a two-thirds vote of those voting, using the following procedures:
1. Proposals may be submitted in writing by any member to the Executive Board at least four months prior to Annual Meeting.
 2. All such proposed amendments, together with the recommendations of the Executive Board shall be presented to the membership at least two months prior to the ratification vote. Voting shall be at a General Meeting. A two-thirds majority of those present and voting is required for passage.

ARTICLE XIII – STANDING RULES

All details of the Society’s operation not specified herein shall be in accordance with the latest revision of the “Bay County Genealogical Society Standing Rules.” Such details include, but are not limited to, dues, specific dates and places of meetings, and newsletter schedule.

These Bylaws were adopted by the general membership of the Bay County Genealogical Society on 15 October 2005.

Amendments:

Amended 18 March 2006:

Amended Art. VII, Sec. 1, 6.e. by changing “Present at the Annual Meeting a financial report covering the entire previous year” to “Present a financial report covering the entire previous year not later than at the March regular meeting.”

Added Art. VII, Sec 1, no. 6 on December 2014.