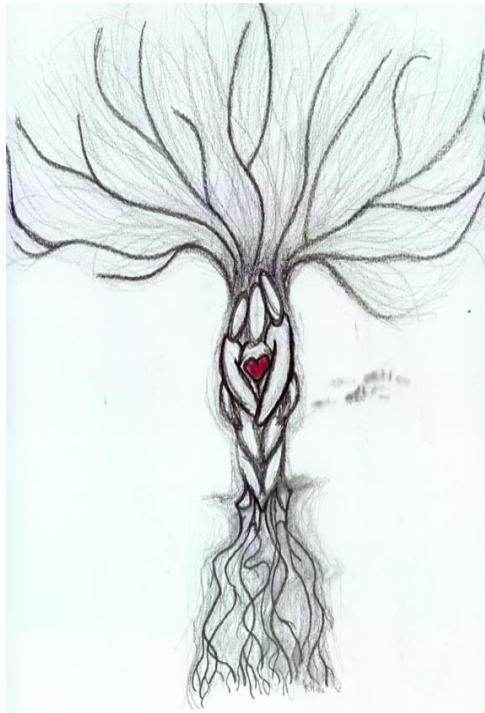


# Volusia County Genealogical Society, Inc

## By - Laws



*2007 Revision*

# Volusia County Genealogical Society, Inc

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# Volusia County Genealogical Society, Inc By- Laws

## ARTICLE I - NAME

The name of the Society shall be the Volusia County Genealogical Society, Inc. hereinafter referred to as the Society.

## ARTICLE II – NON PROFIT

The Society shall be operated as a non-profit organization. No proceeds or monetary profits shall accrue to any officer or member or individual.

## ARTICLE III - PURPOSE

The object of the Society shall be to stimulate and promote interest in genealogical and historical research; to provide instruction in the use of efficient mechanics and adherence to scientific principles of accuracy and thoroughness in research; to champion advanced ethical standards and to discharge and oppose incompetent and disreputable practices and researchers; to foster careful documentation and otherwise promote scholarly writing; to collect, preserve and disseminate knowledge and information with reference to genealogical and related historical , biographical and heraldic data.

## ARTICLE IV – BOARD OF DIRECTORS

Section 1. The Society shall have a Board of Directors composed of three members, with staggered terms of office, who shall be elected for three years terms [except for initial election to constitute the Board]. Each year one member of the Board of Directors shall be elected for a three year term. The candidate must have served at least one full year as a voting member of the Executive Board to be eligible for office. The senior member of the Board shall serve as Chairman.

Section 2. The Board of Directors shall be responsible for all Corporate obligations involving a governmental body or agency. The Board of Directors shall select the registered agent for the Society and supervise the transactions of the Society with the State of Florida and the United States government.

Section 3. All corporate filings, fees and reports will be presented to the Executive Board for ratification; and the Executive Board shall, upon receipt of the Board of Directors report, instruct the Treasurer to pay all corporate fees.

Section 4. The Board of Directors shall have the responsibility for auditing, either directly or by appointing an auditing committee, the records of each Executive Board prior to the Annual Meeting of the Society. Auditing reports shall be presented at the annual meeting of the Society.

Section 5. The Board of Directors shall meet at least twice a year, and may attend the meeting of the Executive Board, but shall not have votes on the Executive Board as long as a legally constituted quorum of the Executive Board exists for the conducting of the Society's business. In the absence of the said quorum the presiding officer may extend voting privileges to the Board of Directors to establish a quorum and conduct business.

Section 6. In the event the Executive Board ceases to function, or the Society dissolves, the Board of Directors shall ensure that all acts are in compliance with the BY-LAWS of the Society and the Society's STANDING RULES. The Board of Directors shall, in the former case, reconstitute the Executive Board and in the latter shall distribute the assets of the Society in accordance with the By-Laws and make all of the necessary filings and reports to the State of Florida."

## **ARTICLE V – THE EXECUTIVE BOARD**

Section 1. The Executive Board shall consist of the elected officers of the Society, specifically the President, Vice-President, Recording Secretary, Corresponding Secretary Treasurer, Archivist and Immediate Past President. Members of the Board of Directors may attend the Executive Board meetings, discuss business, present business items and reports and advise the Executive Board. Appointed officers, the Library Committee Chairman, and such other Committee Chairmen as the President may deem necessary shall attend the Executive Board meeting.

Section 2. The Executive Board shall have control and management of the affairs and funds of the Society [except those duties and functions herein reserved for the Board of Directors]. The Executive Board shall approve all bills for payment and shall establish such STANDING RULES as may be necessary to ensure payment of the Society's just and true debts.

Section 3. The Executive Board shall meet at least once a month except for months of July and August, unless otherwise designated by the President or as necessity may demand.

Section 4. The quorum of the Executive Board shall consist of a majority of those that are eligible to vote, expressly the elected officers and Immediate Past President.

Section 5. The term of office shall be two (2) years, except for the Archivist. The President, Vice-President, Recording Secretary, Corresponding Secretary, and the Treasurer shall have unlimited elected terms, and the Archivist shall have unlimited terms as established in Article VII.

Section 6. The Executive Board shall have the right to extend, for service to the Society, Life Memberships and such other honors or awards as it may deem fitting. STANDING RULES should be drafted, by the Executive Board, to allow for recognition of individual service to the Society.

Section 7. The Executive Board shall select acquisitions for the library from the collections Development Plan supplied by the Library Chairman. This will allow the Society to select items that will help to balance the collection and serve areas of need, while not duplicating efforts of the Library Staff.

## **ARTICLE VI – OFFICERS AND COMMITTEE CHAIRMEN**

Section 1. The elected officers of the Society shall be President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, Archivist and three (3) Directors. The Immediate Past President shall serve as a voting member of the Executive Board.

Section 2. The President shall appoint officers to serve as Assistant Treasurer, Parliamentarian, Library Coordinator, Editor and such officers as may be established in the STANDING RULES.

Section 3. The President shall appoint a Chairman of the Library Committee [the same person may serve as the Library Coordinator]. The President shall appoint the Chairmen of the Standing Committees, such as Necrology, Membership, Publishing, Publicity, Education, Ancestor Charting Programs, Telephone Communications and other such committees as may be created by the Executive Board or STANDING RULES of the Society.

## **ARTICLE VII- DUTIES OF THE OFFICERS**

Section 1. The President shall preside at all meetings of the Society and the Executive Board, and shall appoint all committees with the approval of the Executive Board, except as otherwise provided herein. The President shall be an ex-officio member of all committees except the Nominating Committee.

Section 2. The Vice-President shall, in the absence of the President, perform the duties pertaining to that office. He/She shall discharge such other duties as may be requested by the President or the Executive Board, such as Chairman of the Program Committee.

Section 3. The Recording Secretary shall keep a record of the proceedings of all meetings of the Society and the Executive Board, and maintain separate files of minutes of the Regular meetings and the Executive Board meetings, subject to inspection by the Auditing Committee. He/she shall supply copies of all Regular meetings and Executive Board meetings to all voting members of the Executive Board. The Recording Secretary shall also make the Treasurer's report a part of the minutes. He/She shall keep a roll of members of the Society and all committees and appointments. He/She shall keep a ledger of the Society's STANDING RULES.

Section 4. The Corresponding Secretary shall conduct the correspondence of the Society and the Executive Board and notify officers of their election and committee chairmen of their appointments. He/She shall be responsible for mailing each member a notification of the date, place, time and program of the Regular meeting of the Society [notification may be made through the Society's quarterly or newsletter]. [The Executive Board may vote to waive the written notification requirement if the Telephone Communication Committee is able to notify members]. The Corresponding Secretary shall assist the President, Vice-President and the Recording Secretary in the planning and preparation of an agenda for the Regular meetings.

Section 5. The Treasurer shall collect and receive all monies due or belonging to the Society and shall make disbursements as directed by the Executive Board. He/She shall maintain a roll of members as dues are paid, record the member's name and date dues are paid. He/She shall report the status of the Society's funds at each Regular meeting. In the name of the Society, the Treasurer shall deposit all monies in the bank. He/She shall record all receipts and disbursements in appropriate bookkeeping records and keep the books open for inspection at all times. At the Annual meeting of the Society the Treasurer shall render an accounting of all receipts and disbursements with a statement of the Society's financial standing. The Treasurer's accounts shall be audited at the closing of each fiscal year.

Section 6. The Archivist shall be elected, hopefully, to serve continuously in that position; the tenure being determined by the Archivist's willingness and ability to serve. He/She shall maintain a file of all official records of the Society including Constitution, the Original BY-LAWS and all amendments or subsequent revisions, Minutes of all Regular and Board meetings, the Articles of Incorporation, all Official Correspondence, Financial and Audit reports and year end membership rolls.

Section 7. The Assistant Treasurer shall assist the Treasurer and perform such other duties as are enumerated in the STANDING RULES.

Section 8. The Parliamentarian shall attend the Regular and Board meetings. He/She shall interrupt the proceedings according to the BY-LAWS and STANDING RULES and Roberts Rules of Order Newly Revised.

Section 9. The Library Coordinator shall work with the Librarian of the City Island Library to coordinate the development of the Genealogical collection. He/She will work on the development of the Collection Developmental Plan with the Library Committee.

Section 10. The Editor shall be responsible for publishing the Society's quarterly, and will be Chairman of the Publication Committee. He/She shall publish such items as established and in accordance with the STANDING RULES of the Society, and approved by the Executive Board.

Section 11. The Library Chairman shall develop a Collection Development Plan, which will have selections of books to be added to the Library collection. This plan will be the model from which the Executive Board shall select items to be purchased by the Society and added to the Genealogy collection of the City Island Library. It should give areas that need to be developed and list items that are currently available and their prices. He/She shall review this plan periodically to keep it current, so that the Executive Board may make selections from the currently available materials.

Section 12. All Officers and Committee Chairmen shall turn over all current records and correspondence pertaining to their respective office to their successors within fifteen (15) days after their terms of office expire. All official records shall be duplicated and the originals turned over to the Archivist, as described above, in Section 6.

## **ARTICLE VIII – FILLING OF VACANCIES**

Section 1. A vacancy in any elective office, shall be filled by the Executive Board until the next election.

Section 2. An Officer absent for three (3) consecutive Board meetings with out valid reason, shall be considered to have resigned the office in the opinion of said Board.

## **ARTICLE IX – MEETINGS**

Section 1. The Society's Regular meetings, unless otherwise ordered by the Executive Board, shall be held each month from September to June inclusive. Time, place and day of the month for Regular and Board meetings shall be specified in the STANDING RULES. The Annual Meeting of the Society shall be the Regular November meeting and the business of the day shall be the reports from the Auditing Committee, the Nominating Committee and Elections of Officers, and such other programs or reports as the Executive Board may deem appropriate of this meeting.

## **ARTICLE X - NOMINATIONS AND ELECTIONS**

Section 1. At the September Executive Board meeting, the President shall select a Nominating Committee, consisting of a Chairman and two (2) members, all in good standing. The Corresponding Secretary shall determine their willingness to serve, and report back to the President. At the Regular meeting in October the President will announce the appointment of the

Nominating Committee. The Nominating Committee shall present a slate of officers at the Annual Meeting in November, and following the report, the Chairman will conduct the election of officers. Officers will be elected by a majority vote of those members present, who dues are not delinquent.

Section 2. The Nominating Committee shall obtain the consent of all nominees. Nominations can be made from the floor; however these nominations also require consent of the nominee.

Section 3. When only one name for each office is submitted by the Nominating Committee and there are no nominations from the floor, a ballot need not be taken. The Chairman, in such cases, shall instruct the Recording Secretary to cast a unanimous ballot.

Section 4. All members in good standing, who have been members for one year or more, are eligible for nomination to elective office. Any member in good standing is eligible for appointive office or may serve on a committee.

Section 5. The newly elected officers shall attend the next Executive Board meeting, which will be a joint Executive Board meeting to plan the transition from one Board to another. The newly elected Board shall be installed at the December meeting, with the newly elected members of the Board of Directors.

Section 6. The Board of Directors shall have staggered three (3) year terms; with one Director being elected each year at the Annual Meeting.

Section 7. The initial election to constitute the Board of Directors shall elect a Chairman to serve one (1) year, and a Director to serve two (2) years, in addition to the Director elected as per Section 6.

## **ARTICLE XI – MEMBERSHIP**

Section 1. The Society offers membership to any person who is interested in promotion and practice of ethical Genealogical Research.

## **ARTICLE XII – DUES**

Section 1. The Society's fiscal year is January 1st to December 31st.

Section 2. The Society's dues shall be set at the Annual meeting by a majority vote of those present and in good standing. The President shall present the Executive Board's recommendation for single and family dues to the membership; any changes in the dues will require that the Executive Board give the members a thirty (30) day written notice. Reduction of the current dues is expressly prohibited, except on recommendation of the Executive Board and written notice as mentioned above.



Section 3. Dues shall be assessed and are payable at the November Regular meeting, and become delinquent with the adjournment of the February Regular meeting.

Section 4. The Society may accept gifts, bequests and legacies and the donor of such gifts is entitled tax deductions because of the Society's corporate status.

### **ARTICLE XIII – PARLIAMENTARY AUTHORITY**

Section 1. The Society shall be governed by Roberts Rules of Order Newly Revised in all cases expressly not covered by or inconsistent the Society's BY-LAWS and/or STANDING RULES.

### **ARTICLE XIV – AMENDMENTS**

Section 1. An amendment to these BY-LAWS may be made by a majority vote of the members of the Society present, in good standing, and voting at a Regular meeting as provided herein. Such proposed amendments must be submitted to the Executive Board at a Regular meeting of the Society, in writing and signed by at least six (6) members, or may originate from the Executive Board or a Committee on BY-LAWS appointed by the Board.

Section 2. The notice of the proposed BY-LAWS amendment (with or without the Executive Board's endorsement) shall be mailed (or published in the newsletter) at least fifteen (15) days prior to voting thereon.

Section 3. The Executive Board shall appoint a Committee on BY-LAWS every five (5) years to review the BY-LAWS of the Society, making sure that they serve the needs of the Society. The committee may find that the BY-LAWS are functioning properly and need no changes or that the BY-LAWS need to be amended or revised to fit the Society's current needs. Revision documents must be approved in total. Once approved, the new BY-LAW documents replaces the existing one. All revisions or amendments to the BY-LAWS shall be included in the Annual Report to the Secretary of State, State of Florida, made by the Registered Agent.

### **ARTICLE XV – DISSOLUTION**

Section 1. The Society may dissolve at any time by a two thirds (2/3) vote of all members in good standing.

Section 2. In the event of dissolution, the residual assets of the Society will be turned over to one or more organizations which themselves are exempt as organizations described in section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for

exclusive public purpose. Designated Recipients are: The Volusia County Library Center, Genealogy History Room, City Island, Daytona Beach Florida.

Notwithstanding any other provisions of these articles, this corporation shall not carry on any other activities not permitted to be carried on (a) a corporation exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law (b) a corporation contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954, or any other corresponding provision of any future United States Internal Revenue Law.

## ARTICLE XVI – BY- LAWS EFFECTIVE

Section 1. These BY-LAWS shall become effective immediately upon acceptance by vote of a quorum of fifteen (15) members of the Society present and voting at a Regular meeting, after having been duly notified fifteen (15) days prior to such meeting.

Section 2. Any subsequent amendments to these BY-LAWS shall become effective immediately upon acceptance by a vote of a quorum of fifteen (15) members of the Society present and voting at a Regular meeting, having duly been notified as per Article XIV.

Section 3. History of the BY-LAWS

8 January 1976	Adopted
7 October 1976	Amended
7 October 1977	Amended
3 May 1979	Amended
9 October 1980	Revised and Amended
3 June 2000	Amended
April 19 <sup>th</sup> 2007	Revised

We the undersigned certify that the above revised BY-LAWS were adopted, in accordance to the existing BY-LAWS, by the general membership at the Regular meeting April 19, 2007

**President** John Woodard , **Vice-President** Tom Wells, **Recording Secretary** Kay Wells, **Cooresponding Secretary** Audrey Beegle, **Treasurer** Edwin Ubbens, and **Archivist** Alma Ubbens

## **2007 By- Laws   Review   Committee**

President	John Woodard
Vice – President	Tom Wells
Recording Secretary	Kay Wells
Parliamentarian	Harold Gauper
Director	Vincent Santana

**2007 Review of the By-Laws** by **Parliamentarian** Harold Gauper, and **Director** Carol Ochs, recommended revisions published to be adopted by a vote of the membership at Regular meeting on April 19, 2007.

## APPENDIX

### CHANGES TO 2007 REVISION FROM 2000 BYLAWS.

#### Article V Section 5.

- a. Change “two year Term Limit of President and Vice President to unlimited Elected two years Terms. “

#### Article VII

##### Section 5

- a. delete “ HE/She shall mail notices of dues for the ensuing year no later than April 1<sup>st</sup>.

#### ARTICLE IX – MEETINGS

##### Section 1.

- a. Change Annual Meeting from May to November .

#### ARTICLE X - NOMINATIONS AND ELECTIONS

##### Section 1.

- a. Change March to September meeting for appointing Nominating Committee.
- b. Change April to October. Nominations at Regular Meeting
- c. Change Annual Meeting May to November Vote
- d. Insert “Announce final election of Officers at Dec Regular meeting for following year.

##### Section 5.

- a. change June meeting to December Meeting.

#### ARTICLE XIV – AMENDMENTS

##### Section 2.

- a. added published in NL to mail notification. “shall be mailed (or published in the newsletter)”

#### ARTICLE XV – DISSOLUTION

##### Section 2.

- a. Insert “Genealogy History Room” to City Island Library designee

#### ARTICLE XVI – BY- LAWS EFFECTIVE

##### Section 2.

- a. Correct /change “Section” to “Article” “as per Article XIV”