

**By-Laws of The  
M. Graham Clark Chapter, Columbia, Missouri  
Of the National and Missouri Societies  
Of the Sons of the American Revolution  
Rev. DEC 2017**

**ARTICLE I**

**ORGANIZATION**

The name of this Chapter shall be: The M. Graham Clark Chapter, Columbia, Missouri of the Missouri Society of the Sons of the American Revolution (hereinafter “the Missouri Society”), and the National Society of the Sons of the American Revolution (hereinafter “the National Society”).

This Chapter exists by virtue of a Charter issued April 23, 1981 by the National Society and shall operate as a subsidiary of both that Society and the Missouri Society (a Missouri not-for-profit corporation).

**ARTICLE II**

**PURPOSES**

The following are the purposes for which this Chapter has been organized: To carry on and conduct educational, patriotic, and civic activities as set forth in the By-Laws and Charters of the National and Missouri Societies; to perpetuate the memory of the men, who by their services or sacrifices during the War of the American Revolution, achieved the Independence of the American people; to unite and promote fellowship among their descendants, to inspire them and the community at large with a more profound reverence for the principals of the government founded by our forefathers; to encourage education about and promote historical research in relation to the American Revolution; to acquire and preserve the records of the individual services of patriots of the American Revolution, as well as documents, relics, and landmarks; to mark the scenes of the American Revolution with appropriate memorials; to celebrate the anniversaries of the prominent events of the war; to maintain and extend the Institution of American freedom; and to carry out the purposes expressed in the Preamble to the Constitution of the United States of America and the injunctions of President George Washington in his farewell to the American people.

## **ARTICLE III**

### **MEMBERSHIP**

Membership in this Chapter shall be open to any man who, being the age of eighteen (18) years or over, and a citizen of good reputation in the community, is a lineal descendant of an ancestor who was at all times unfailing in his loyalty to and rendered actual service in the cause of American Independence, either as an officer, soldier, seaman, marine, minuteman, or militiaman in the armed forces of the Continental Congress of anyone of the several Colonies or States; or as a Signer of the Declaration of Independence; or as a member of a Committee of Safety or civil officer, either in one of the Colonies or States of the National Government; or as a recognized patriot who performed actual service by overt acts of resistance to the authority of Great Britain. He may be elected to membership in this Chapter; provided that, upon due investigation, he shall be found to be acceptable and be admitted to and maintain membership in both the National and Missouri Societies.

Application for membership shall be made on the blank form prescribed by the National Society and shall, in each case, be completed in the manner required by that Society. The completed application form shall be given to the Registrar-Genealogist of the Missouri Society who, upon his approval, will transmit the form to the National Society for consideration.

## **ARTICLE IV**

### **MEETINGS AND ELECTION OF OFFICERS**

The annual meeting of the membership of this Chapter for the election of officers shall be held in February each year. The proposed slate of officers shall be prepared by a Nominating Committee (consisting of all Past-Presidents, who are in good standing and the current President), chaired by the Immediate Past Chapter President, or, if for good reason, this individual should not be available, then by any Past Chapter President appointed by the current Chapter President, or, should none of these individuals, for good reason, not be available, then by any member in good standing appointed by the current Chapter President. The proposed slate of officers shall be presented to the membership at the annual meeting. Nominations from the floor will be permitted, followed by the election of officers. An affirmative vote by two-thirds (2/3) of the members present at the annual meeting shall be required to elect the slate of officers. The newly elected officers shall assume the duties of their respective offices at the first meeting in March.

This Chapter shall meet monthly unless its members shall elect to omit any meeting for good cause; however, the Chapter will meet at least eight (8) times each year in order to retain its Charter.

At all meetings, each member present and in good standing shall be entitled to one (1) vote and voting may not be done by proxy. The Chapter Secretary shall notify each member of the date, time, and place of every meeting at least seven (7) days prior to said meeting. Special meetings of the membership may be called by the President, or by not less than one-half (1/2) of its members in good standing.

### **EXECUTIVE COMMITTEE**

The Executive Committee will be composed of: the Immediate Past President, President, Vice-President, Executive Secretary, Recording Secretary, and Treasurer.

The committee will meet at a mutually agreeable time and place whenever any member of the committee finds it necessary to discuss Chapter business. With the approval of the committee, other chapter members may be invited to meet with the committee.

No action of the Committee will be binding on the Chapter until presented to the membership at a regular or called meeting and approved by majority vote.

Minutes of committee meetings will be taken by the Secretary and will be maintained as part of Chapter records. Minutes may be viewed by any member of the Chapter upon request, but will not be published.

## **ARTICLE V**

### **DUTIES OF CHAPTER OFFICERS**

The business of this Chapter shall be managed by its elected officers who shall consist of: PRESIDENT, VICE-PRESIDENT, EXECUTIVE SECRETARY, RECORDING SECRETARY, TREASURER, CHAPLAIN, REGISTRAR-GENEALOGIST, HISTORIAN, and any other officer(s) it may deem necessary and duly elect.

The PRESIDENT shall preside at all meetings and shall be the chief executive officer of the Chapter. He shall appoint all committees, permanent or temporary, and he shall have all of the powers as may reasonably be construed as belonging to the chief executive officer of any organization.

The VICE-PRESIDENT, in the absence of the President, shall preside and perform the duties of the President. He shall also be chairman of the membership committee, with responsibility for the recruiting of new members and of the maintenance in good standing of the existing members of this chapter, including the collection of delinquent dues and the reinstatement of former members.

The EXECUTIVE SECRETARY shall: see that all notices are duly given in accordance with these By-Laws or as required by law; be the custodian of the records of the Chapter; comply with all the requirements of both the Missouri and the National Societies; and furnish a copy of these By-Laws to every member of the Chapter.

The RECORDING SECRETARY shall keep the minutes of all meetings in an appropriate book and send the minutes to the WEBMASTER for posting to the Chapter Webpage as soon as possible after the meeting.

The TREASURER shall; Have the care and custody of all monies, securities, investments, and financial matters of the Chapter and keep any securities or financial instruments in a commercial bank safe deposit box in the name of this Chapter with all monies, securities and investments being accessible by the signature of the President, Vice-President, Secretary, or Treasurer. He shall cause to be deposited in the name of the Chapter, in federally insured banking institutions within the State of Missouri, all monies belonging to or collected for the Chapter. He shall collect annual dues from each member and forward the National and State portions thereof to the Missouri Society Treasurer. He shall give a financial report to the membership at all regular meetings and shall send an annual financial statement, in writing, covering the Chapter's fiscal year, to the Missouri Society Executive Secretary prior to March 15th of each year. He shall have all the powers and responsibilities construed to belong to the treasurer of any organization.

The CHAPLAIN shall perform the normal duties of that office and other duties as are assigned by the President.

The REGISTRAR-GENEALOGIST shall perform such duties as are set forth in the By-Laws and Handbooks of the National and Missouri Societies. He shall examine all applications for membership presented to the Chapter and, upon his approval, forward them to the Missouri Society Registrar-Genealogist for processing.

The HISTORIAN shall keep, in an appropriate book, copies of all printed information about the Chapter and the Society in general and shall perform such other duties as are assigned by the President.

## **ARTICLE VI**

### **PROHIBITIONS**

No office or member may borrow money from or use this Chapter's services or name for personal gain.

## **ARTICLE VII**

### **DUES and FEES**

National Society dues and fees shall be established by the National Society; State Society dues and fees shall be established by the Missouri Society; Chapter dues and fees shall be established by majority vote of the Chapter members in good standing in attendance at a regular meeting. . All dues, National, State and Chapter. Shall be billed to each member by the Chapter Treasurer in October each year for the coming calendar year. All dues expire each December 31<sup>st</sup> and dues for the following year are due and payable no later than March 31 each year. Dues paid after that date shall include the established Missouri Society reinstatement fee. Annual Chapter dues shall be waived for all new members during the fiscal year in which accepted to membership. This waiver shall not be applied to reinstated members nor shall it be applied to National or State Society dues.

The Chapter may, if needed, make a special assessment of its members by a two-thirds (2/3) affirmative vote of the members present at any regular meeting of the Chapter.

All contributions to this Chapter and Society are tax deductible under Internal Revenue Code, Section 501©(3), Gifts, donations, and testamentary bequests are also tax deductible as specified for exempt, not-for-profit organizations by Federal ID #53-0116355, Group Exemption Number (GEN) 0690).

## **ARTICLE VIII**

### **FISCAL YEAR**

This Chapter shall operate its business on a fiscal year basis, beginning each January first and ending the last day of December, and shall operate as a subsidiary of the Missouri Society, which was Chartered by the National Society on 23 April 1889 and was incorporated as a Missouri not-for-profit corporation on 15 March 1982.

## **ARTICLE IX**

### **LIABILITY**

The members and officers of this Chapter are not personally or individually liable for any debts, obligations, or liabilities of the Chapter, or of its parent Missouri Society or of the National Society.

## **ARTICLE X**

### **DISSOLUTION**

In the event of a dissolution of this Chapter, its Charter, books, records, and all funds and assets remaining, after payment of its obligations has been made or provided for, shall be delivered immediately to the Secretary of the Missouri Society in accordance with that Society's By-Laws and with the provisions of the Internal Revenue code.

## **ARTICLE XI**

### **PARLIAMENTARY AUTHORITY**

The rules contained in ROBERT'S RULES OF ORDER, REVISED shall govern this Chapter in all cases in which they are applicable and in which they are not inconsistent with these By-Laws or with the By-Laws of the Missouri or National Societies.

## **ARTICLE XII**

### **AMENDMENTS TO THESE BY-LAWS**

These By-Laws may be altered, amended, or repealed and new By-Laws may be adopted by an affirmative two-thirds (2/3) vote of the members present at any regular meeting of this Chapter, providing that they are not in conflict with any of the policies of either MOSSAR or NSSAR.

## ADOPTION HISTORY

APPROVED AND ADOPTED by the members of this Chapter at a regular meeting held on March 8, 1997 at Columbia Missouri

THOMAS BOGARD  
Chapter President

J. WAYNE MERRILL  
Chapter Secretary

1 JULY 2003 APPROVED AND ADOPTED by Chapter Executive Committee with changes to ARTICLE VIII, "Fiscal Year" as mandated by MOSSAR 25 JUN 2003

LAWRENCE G. MOREHOUSE  
Chapter President

RUSSELL F. DeVENNEY, JR  
Chapter Secretary

APPROVED AND ADOPTED by the members of this Chapter at a regular meeting with the addition of the EXECUTIVE COMMITTEE section to ARTICLE IV and other editorial changes, held on 19 MAR 2016 at Columbia, Missouri

JOHN H. CHANCE  
Chapter President

HAROLD KERR  
Chapter Secretary

AMENDED to add the office of RECORDING SECRETARY by vote of the Chapter at a regular meeting held on 16 DEC 2017 at Columbia, Missouri

HAROLD KERR  
Chapter President

J. WAYNE MERRILL  
Chapter Executive Secretary