

The Missouri Society of The Sons of the American Revolution

By-Laws Of The Spirit of St. Louis Chapter

ARTICLE I ORGANIZATION

The name of this Chapter shall be: Spirit of St Louis Chapter of The Missouri Society of the Sons of the American Revolution.

This Chapter exists by virtue of a Charter issued 18 July 1981 by The National Society of the Sons of the American Revolution, and shall operate as a subsidiary of both that Society and of The Missouri Society of the Sons of the American Revolution is a Missouri Not-for Profit Corporation.

ARTICLE II PURPOSE

The following are the purposes for which this Society has been organized: To carry on and conduct educational, patriotic, historical and civic purposes as set forth in the By-Laws and Charter of The National Society of The Sons of the American Revolution and of The Missouri Society of The Sons of the American Revolution; 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 descendants and the community at large with a more profound reverence for the principles 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 by appropriate memorials; to promote 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 of the Constitution of the United States of America.

ARTICLE III ELIGIBILITY FOR MEMBERSHIP

Any male shall be eligible to membership in the Spirit of St Louis Chapter who, being eligible under the Constitution and By-laws of The National Society of the Sons of the American Revolution and a citizen of good repute in their community, is the lineal descendant of an ancestor who was at all times unfailing in loyalty to, and rendered active service in the cause of American Independence, either as an officer, soldier, marine, militiaman, or minuteman, in the armed forces of the Continental Congress, or of any one 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 Correspondence; or as a member of any Continental, Provincial, or Colonial Congress or Legislature; or as a recognized patriot who performed actual service by overt acts of resistance to the authority of Great Britain; provided, however, that no person advocating the overthrow of the Government of the United States by the use of force or violence shall be eligible for membership in the Society.

Applications for membership shall be made on the form prescribed by The National Society of the Sons of the American Revolution, and shall in each case be completed in the manner required by that Society. They shall be

given to the Spirit of St Louis Chapter Genealogist who shall then deliver it to the appropriate officer of the Missouri Society as determined by the Missouri Society By-laws.

ARTICLE IV MEETINGS

The Chapter shall have regular monthly meetings, unless its members shall elect to omit any meeting for good cause, however, it must meet at least eight (8) times each year in order to retain its Charter. A quorum is required to conduct Chapter business and shall be defined as the presence of at least ten (10) members in good standing, and a majority of the current officers (also counted as members in good standing). Each member present shall be entitled to one (1) vote. Voting by proxy shall not be allowed.

Election of its officers shall be held in January each year at a regular meeting, or if necessary a special meeting may be held for that purpose as long as such meeting occurs prior to February 1st of that year. Their regular term of office shall be from the January (beginning after the adjournment of the January meeting) until the adjournment of the January meeting of the following year.

Special meetings of the membership may be called by the President. In order to conduct Chapter business a quorum must be present. The definition of quorum shall be the same as that for a regular meeting.

The President shall be authorized to call Officer (defined in Article VI) Meetings. All Officers shall be notified at least five (5) days prior to date of said meeting. Chapter business matters may be addressed and decisions approved at an Officer Meeting subject to Roberts Rules of Order. At least five (5) officers must be present to constitute a quorum at said meetings. Actions taken at an Officer Meeting shall be reported at the next regular business meeting.

The Chapter Secretary is responsible for notification of each member of the date, time and place of every regular and special meeting at least five (5) days prior to date of the meeting.

ARTICLE V PARLIAMENTARY AUTHORITY

The rules contained in "Robert's Rules of Order, Revised" shall govern this chapter's meetings in all cases in which they are applicable and in which they are not inconsistent with these By-laws or the By-laws of the Missouri Society.

ARTICLE VI OFFICERS

The business affairs of the chapter shall be managed by its elected Officers, who shall consist of: President, Vice President, Secretary, Treasurer, Chaplain, Chancellor, Genealogist, Registrar, Historian, and Sergeant-at-Arms. An honorary Vice President may also be elected to advise its officers. Their regular terms of office shall be from adjournment of the January meeting until the adjournment of the January meeting of the following year. If it is necessary to select a replacement for an officer, the newly elected officer shall fill the unexpired term of office of the replaced officer.

There is no preferred annual order of succession of Officers. Chapter officers will be selected for their ability to perform their duties. Officers shall also be selected based on their individual expertise and for their commitment to building the chapter and supporting its goals. They shall have the time and financial ability to travel as may be required by their office.

The **President** shall preside at all meetings and shall be the chief executive officer of the chapter. He will also be a Director of the Missouri Society. He shall appoint all committees, permanent or temporary; is one (1) of the officers who may co-sign the checks and drafts of the chapter and he shall have all powers as may be reasonably construed as belonging to the chief executive officer of any organization.

The **Vice President** shall, in the absence or incapacity of the President, preside and perform the duties of the President, with all the rights, privileges, powers and responsibilities of that office. He shall have, as a primary responsibility, the duty of scheduling speakers and/or programs for the monthly chapter meetings.

The **Secretary** shall keep the minutes of all meetings in an appropriate book and see that they are posted on the Chapter Website; 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; shall comply with all of the requirements of the Missouri Society and the National Society and he shall furnish a copy of these By-Laws to every member of the chapter, upon request. He shall have all powers as may be reasonably construed as belonging to the Secretary of any organization.

The **Treasurer** shall have custody of the funds of the chapter, shall deposit the funds in such Bank as may be directed by the chapter and shall make disbursements as ordered by the chapter. The Treasurer and the President are the two officers who are authorized to sign chapter checks.

A financial report shall be given by the Treasurer at each monthly meeting. He will submit an Annual Report to the Missouri Society at the close of each year by the required date. Checks for State and National dues are to be submitted to the State Secretary or Treasurer as required by the Missouri Society.

The Treasurer shall mail notices to all chapter members by October 1st of each year for Chapter, State and National dues. Upon collection of these dues, he will forward these monthly to the SAR State Treasurer with a report on who has paid their dues for that month, up until the end of the year. At the end of the year, he will submit his Annual Financial Report with the required State and National dues paid to the appropriate officer of the Missouri Society as determined by the Missouri Society By-Laws each year.

He shall have all of the powers and responsibilities as may be reasonably construed as belonging to the Treasurer of any organization.

The **Genealogist** shall perform such duties as are set forth in the By-laws and handbook of the Missouri Society and the National Society. He shall examine applications for membership presented to the chapter and forward them to the Missouri Society Genealogist for processing.

The **Registrar** shall perform such duties as are set forth in the By-laws and handbook of the Missouri Society and the National Society. He shall have the care and custody of all approved applications. He shall keep a complete register of names, dates of birth, dates of admission, resignations or deaths of all members of the chapter.

The **Chancellor** shall be an Attorney-at-Law and a member of the Missouri State Bar, and it shall be his duty to give legal opinion on matters affecting the chapter when such matters are referred to him by a chapter officer.

The **Chaplain** shall specifically provide notice of the death of a chapter member to the Missouri Society's Chaplain and Registrar. He will also forward an obituary of said member if possible. He will perform the normal duties of this office and such other duties as may be assigned to him by the President.

The **Historian** shall keep copies of all printed information about the chapter and the Society in general in an appropriate book, maintain an annual Year Book. He shall also provide information to the State Historian as prescribed by the Missouri Society's By-laws. He shall perform such other duties as are assigned by the President.

The **Sergeant-At-Arms** shall perform the usual duties of this office and such other duties as may be assigned by the President.

No officer shall for reason of his office be entitled to receive any form of salary or compensation, but nothing herein shall be construed to prevent an officer from receiving any compensation from this chapter for duties other than as an officer.

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

Any officer may be removed from office by a majority vote of the membership at any regular or special meeting of the Chapter provided that there is a quorum. Replacement officers shall be selected by a majority of members present at any regular or special meeting provided there is a quorum.

Individuals serving as President and Vice President shall not serve more than two consecutive terms in the same position. However, individuals may serve additional terms in a previously held office after a gap of at least one term.

ARTICLE VII COMMITTEES

The following are the standing committees of this chapter, the members of which are appointed by the President and serve at his will: Audit and Nominating. The President shall be an ex-officio member of all committees.

Audit Committee: The Audit Committee shall have overall responsibility to monitor and audit the financial transactions of the Chapter. The Committee shall ensure that financial policies are adhered to and shall provide for an audit of the Chapter records as they deem necessary to ensure proper accounting and reporting of all financial transactions. The Committee shall consist of two (2) non-Officer members and one Officer. The Committee shall select its Chairman. The Treasurer shall provide any information and/or data required by the Audit Committee as may be necessary to fulfill their obligations hereunder and will serve as an ex-officio member of the Committee.

Nominating Committee: The Nominating Committee shall prepare a list of qualified prospective officers for the following year and present these names to the members for their consideration at the December meeting and annual election in January, using the guidelines of ARTICLE VI of these By-laws and of ARTICLE XIII of the By-Laws of The Missouri Society of The Sons of the American Revolution. The Nominating Committee shall consist of at least three (3) members. Whenever possible the members shall consist of the former Presidents or other former Officers of the Chapter. The Chairman of the Nominating Committee shall be selected by the members of the Committee.

Special Committees: The President shall have authority to appoint Special Committees as necessary to advance the business of the Chapter

ARTICLE VIII AUXILIARY GROUP

As needed, the Spirit of St Louis Chapter may establish children or adults various auxiliary groups to strengthen and support the work of the chapter.

ARTICLE IX DUES & FEES

The dues and fees of this chapter shall be established by the National and State Societies of The Sons of the American Revolution and by the Spirit of St Louis Chapter. Other than Life Members, each member shall be billed by the chapter Treasurer in October of each year for the coming year. All dues expire December 31st, and must be paid in a timely manner so that the dues will arrive at National before December 31st.

In the event of the need for a special assessment of its members, the Secretary shall give prior written notice to all members that this item will be voted on at the next meeting. This assessment shall be made, providing two thirds (2/3) of those present at this announced meeting approve the assessment

**ARTICLE X
FISCAL YEAR**

This chapter shall operate its business on a fiscal year basis beginning each January 1st and ending the last day of December, and shall operate as a subsidiary of The Missouri Society of the Sons of the American Revolution, which was chartered by The National Society of the Sons of the American Revolution on 23 April 1889 and was incorporated as a Missouri Not-for-Profit Corporation on 15 March 1982.

**ARTICLE XI
LIABILITY**

The members, officers, and directors of this chapter and of The Missouri Society of the Sons of the American Revolution are not personally or individually liable for any debts, obligations, or liabilities of this chapter, or of its parent Missouri Society or those of The National Society of the Sons of the American Revolution.

**ARTICLE XII
DISSOLUTION**

In the event of the dissolution of this chapter, its charter, books, records, and all funds and assets remaining after payment of its obligations have been made or provided for shall be immediately delivered to the Secretary of The Missouri Society of the Sons of the American Revolution, in accordance with Article XIII of that Society’s By-Laws and provisions of the Internal Revenue Code.

**ARTICLE XIV
AMENDMENTS TO 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 at any meeting of this chapter, providing notice of proposed change to the By-Law has been given in writing to each member at least 2 weeks in advance.

APPROVED & ADOPTED by the members of this chapter at a meeting held on

Date:		at	
	Missouri		

Chapter President

ATTEST:

Chapter Secretary

Note: One (1) signed copy is to be kept in the Chapter Minute Book and one (1) signed copy sent to the Executive Secretary of The Missouri Society of the Sons on the American Revolution.