

Bylaws of the Berks County Genealogical Society

Approved by the General Membership on February 21, 2013

ARTICLE I – NAME - The name of this nonprofit corporation shall be: Berks County Genealogical Society.

ARTICLE II – PURPOSE - The purpose shall be as stated in the Articles of Incorporation. The primary purpose shall be to stimulate and promote an interest in genealogy.

ARTICLE III – MEMBERSHIP AND DUES

SECTION 1. Membership - Membership shall be open to all persons and organizations interested in the purpose of this Society. Membership shall convey all the rights and privileges of the Society.

SECTION 2. Classes of Membership Memberships shall be on an individual or family basis, with the family membership defined as individuals sharing the same address and receiving one mailing. Each individual being entitled to one vote. Foreign membership shall be available.

SECTION 3. Honorary Memberships

An annual Honorary Membership shall have all the rights and privileges of the Society.

SECTION 4. Annual Dues

The amount of annual dues and the method of payment shall be determined by the Board.

SECTION 5. The Membership Year

The membership year shall run for 12 consecutive months beginning with the first of the month following the payment of dues.

SECTION 6. Membership Cancellation

Membership shall be canceled due to a lapse in payment of annual dues.

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Membership may be canceled by a majority vote of the Board of Directors for inappropriate behavior that has negative impact on other members or the Society.

ARTICLE IV – OFFICERS

SECTION 1. The Officers - The officers of the Society shall be a President, Vice-president, Recording Secretary, Corresponding Secretary and Treasurer. These officers shall perform the duties prescribed by law, these bylaws, and by the Parliamentary Authority adopted by the Society.

Bylaws of the Berks County Genealogical Society

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SECTION 2. Election of Officers - A candidate for any office must be a member in good standing of the Society for at least one year prior to the nomination. A Nominating Committee composed of three members shall be elected by the Board at its regular monthly meeting in March. The members of the committee shall select the Chair of this committee.

The committee shall seek candidates for each elected office. These candidates shall be placed in nomination by the committee chairperson at the regular April membership meeting. Members may nominate additional candidates from the floor at the April meeting. Notice of election meetings shall be given to the membership.

Strike from above paragraph after the words: "April meeting" "or before the election at the regular May membership meeting."

SECTION 3. Elections - When more than one person is nominated for an office, an election will be conducted. The membership shall vote by secret ballot during the regular May monthly meeting of the Society. The ballots shall be counted before the membership by a committee of three members selected by the membership during the May meeting. All ballots must be secured and held available for review by any member for thirty days following the May meeting.

If only one individual is nominated for any office and remains uncontested at the time of election, that individual shall be appointed by acclamation to the office for which they are nominated.

Ballots are secret and shall not be signed by any member. Ballots containing an individual's signature shall be entirely voided. Write-in votes for any office shall void that portion of the ballot.

SECTION 4. The Term of Office - The term of office for all elected officials shall be 2 years with a limit of 2 consecutive terms. The term shall begin at the close of the Annual Meeting in June following installation. The Treasurer's term shall begin July 1. Any office may be removed by proper procedures as prescribed by the Parliamentary Authority adopted by the Society.

SECTION 4. The Term of Office – Proposed changes

The term of office for all elected officials shall be 2 years. **The office of President, Vice President and Treasurer shall be limited to 2 consecutive terms. The office of President, Vice President and Treasurer shall not be held during the same term by members of the same family.** The term of office shall begin July 1. Any office may be removed by proper procedures as prescribed by the Parliamentary Authority adopted by the Society.

Bylaws of the Berks County Genealogical Society

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SECTION 5. Vacancies in Office - In case of vacancy in any elected office, other than President, the unexpired term of office of such position shall be filled by a two-thirds vote of the Board of Directors present at a Board meeting, held for that purpose.

SECTION 6. Duties of the Officers

PRESIDENT shall serve, at the discretion of the Society, as the chief administrator, to expedite the business of the Society in every way consistent with the rights of the members; will assume the Chair at all meetings of the Society; **shall appoint** the Chair of each committee; shall serve ex-officio on all committees, except the Nominating and Election Committees; and shall perform other duties incidental to the office which the Board of Directors has assigned. The President will take care of any non-profit government reports.

Remove after “shall appoint,” “subject to the approval of the remaining elected officers, “

VICE-PRESIDENT shall perform all duties of the President when the President is absent or is otherwise unable to act; shall serve ex-officio on the Library Committee; and shall perform other duties assigned by the Board of Directors.

RECORDING SECRETARY shall keep accurate records of all Board, Regular, Annual, and Special meetings; shall be the custodian of all Society records, and shall perform all duties incidental to the office as assigned by the Board of Directors.

CORRESPONDING SECRETARY shall collect and distribute all incoming correspondence including **official Society email** and electronic payments and shall handle all outgoing correspondence as assigned by the Board of Directors, and shall perform all other duties incidental to the office as assigned by the Board of Directors.

TREASURER shall serve as the Chief Fiduciary office of the Society. Consistent with these duties, the treasurer shall have charge and custody of all funds of the Society; shall deposit the funds in an Insured Financial Institution, and make distributions and transfers as directed by the Board of Directors; shall keep and maintain adequate and correct accounts of the Society’s properties and business transactions; shall render an annual accounting to the Society and monthly reports as required; shall serve ex-officio on the Finance Committee; shall sign all checks and financial disbursements and secure proper counter signatures as required. **Proposed addition: “Treasurer shall prepare and present an annual budget for consideration by the Board of Directors at the May Board meeting.”**

Bylaws of the Berks County Genealogical Society

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ARTICLE V – MEETINGS

SECTION 1. - Regular Meetings – Regular meetings shall be held the third Thursday of each month except December and January, unless otherwise ordered by the Board.

SECTION 1. – Regular Meetings – Proposed changes
Regular membership meetings shall be held at a time and place as determined by the Board of Directors. A schedule of the meetings shall be provided to all members at least 30 days prior to the calendar date of the first meeting.

SECTION 2. - Annual Meetings – The regular meeting held in June shall be known as the Annual Meeting and shall be for installing officers, receiving reports of the officers and committees, and for any other business that may arise.

SECTION 3. - Special Meetings – Special meetings may be called by the Board of Directors, or on written request of ten (10) members, with the purpose of the meeting clearly stated herein. Members will be notified of any special meeting at least fifteen (15) days prior to the meeting date.

SECTION 4. Quorum - **Ten (10)** members is a quorum in any authorized membership meeting of the Society. **(Changed quorum number from 15 to 10)**

ARTICLE VI – Board of Directors

SECTION 1. Board of Directors - The Board of Directors shall consist of the elected officers found in Article IV, Section 1 of Society Bylaws plus the chair of each standing committee.

SECTION 2. Duties of the Board of Directors

The Board shall have general supervision of the affairs of the Society, subject to the approval of and without conflict to the Society. The Board shall fix the hour and place of all meetings, make recommendations to the Society, and shall be responsible for certifying that all actions of the Society and its officers are within the regulations imposed by law, these bylaws, or the Parliamentary Authority adopted by the Society.

SECTION 3. Board of Director’s Meetings

The Board shall hold meetings at the request of the President or by general agreement of a majority of the Board. The Corresponding Secretary will notify members of the Board of any meeting, with adequate advance time allowed for adjustment of private affairs, when necessary. Minutes shall be kept and such minutes must be made available to the Society upon request.

Bylaws of the Berks County Genealogical Society

Approved by the General Membership on February 21, 2013

SECTION 4. Quorum - A quorum shall be a majority of the positions available on the Board.

ARTICLE VII – COMMITTEES

SECTION 1. Standing Committees - The President shall **appoint** the Chair of each Committee. **Remove the following: “, subject to the approval of the remaining elected officers. The number of members on each committee shall, at the discretion of the Boards, be consistent with the duties required of the committee.”**

A. Editorial This committee is responsible for the timely publication of the JOURNAL and BRANCHES, the official publications of the Society. The Editorial Committee shall include a JOURNAL Editor and a BRANCHES Editor. Both JOURNAL and BRANCHES Editors shall be Board Members.

A. Proposed change: Delete “Editorial” committee in its entirety. Substitute the following: A. Journal – This committee is responsible for the timely publication of the Journal, the official publication of the Society.

B. Finance Committee – The Finance Committee shall have general supervision of the finances of the Society; shall prepare and present an annual budget for consideration by the Society at the June meeting; shall review the budget and spending policy of the Society in January; and shall see to the audit of the financial records of the Society at the end of the fiscal year. The Treasurer shall serve ex-officio on this committee.

B. Proposed change: Delete “Finance Committee” in its entirety. Substitute the following: B. – Branches - This committee is responsible for the timely publication of the Branches, a Society information newsletter

C. Library - The Chair shall serve as the Librarian of the Society. This committee shall have supervision of all books and materials belonging to the Society and housed in its library; shall maintain a complete list of all such holdings; shall supervise policies and procedures regarding general access to and use of such items in the manner approved by the Board; and shall supervise the collecting of information as stated in the Articles of Incorporation. The Vice- President shall serve ex-officio on this committee.

D. Membership –This committee shall keep an accurate list of all active members of the Society and shall make a current list available as required. The Membership chairman will inform people of the membership renewal date 1 month in advance.

Bylaws of the Berks County Genealogical Society

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E. Program - This committee shall select appropriate programs, subject to Board approval, for presentation at the general membership meetings of the Society and shall notify the Editors of BRANCHES and the JOURNAL of such programs in adequate time to provide for publication before presentation; shall supervise seminars; workshops; and trips recommended by the Board.

G. Projects - This committee shall procure all forms of information and records that have a genealogical interest and shall modify all information and records into a format best suited for use as research aids in the library of the Society.

G. Proposed change: Delete "Projects" in its entirety. Substitute the following: G. Projects - This committee shall procure all forms of information and records that have a genealogical interest and shall amend all information and records, either new or existing, into a format best suited for use as research aids in the library of the Society.

H. Publicity - This committee shall be responsible, with Board approval, for promoting publicity and conducting the public relations of the Society.

I. Research - This committee shall coordinate all research requests and shall be responsible for all correspondence regarding research.

J. Social - This committee shall provide refreshments for regular meetings; shall be responsible for physical arrangements for the Annual Meeting, subject to Board approval.

K. Ways and Means - This committee shall supervise the publication of all suitable genealogical materials produced by the Society and oversee the sale of all items authorized by the Board.

K. Marketing - Proposed Changes - Change title only.

L. Historian - This committee shall maintain the scrapbook of the Society; shall prepare a narrative account of the activities of the Society which, when approved by the Board, shall become a permanent part of the official history of the Society.

L. Historian - Proposed changes: This committee shall maintain the scrapbook of the Society; shall archive minutes of membership meetings, minutes of Board of Directors meetings, copies of Branches and copies of Journals.

Bylaws of the Berks County Genealogical Society

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M. Information Technology (IT) – Proposed Change – This committee shall install and maintain Society computer systems. Shall maintain communications systems and local area networks (LAN). Shall install, maintain and update, as required, the software on the Society computer systems.

SECTION 2. Other Committees - Other committees shall be appointed by the Board as deemed necessary to carry on the work of the Society. **Proposed Change: “This shall include the Society Audit committee.”** Chairs of temporary committees do not achieve Board status.

SECTION 3. Duties - All committees shall report to the Society as required at the Annual Meeting and other times, at the direction of the President, the Board, or the Society in general session.

ARTICLE VIII – OPERATIONS

SECTION 1. Fiscal Year - The fiscal year shall be from July 1 through June 30.

SECTION 2. Documents - Except as otherwise provided by law, all checks, drafts, promissory notes, orders for the payment of money and other evidence of indebtedness of this Society shall be signed by the Treasurer and either the President or Vice-President. Contracts, leases, or other instruments executed in the name of or on behalf of the Society shall be signed by the Treasurer and either the President or Vice-President, and shall have attached copies of the relative resolutions of the Board of Directors as certified by the Recording Secretary authorizing their execution. The President and Vice-President may sign in case of unavailability of the Treasurer.

SECTION 3. Contracts - The Board of Directors must approve any new contract, order, or expenditure of any kind which exceeds fifty (\$50.00) dollars.

SECTION 3, Contracts – Proposed Change - Increase \$50.00 limit to \$100.00

SECTION 4. Books and Records – The Society shall keep correct and complete books and records of account; accurate minutes of all Board, regular and special meetings, a membership register, listing the names and addresses of each member, the original and two copies of the current Bylaws certified by the Recording Secretary; and the original and two copies of the Articles of Incorporation. All books, records and minutes of the proceedings of the Society shall be available for inspection by any member of the Society on reasonable notice.

At the end of each fiscal year all committee chairs shall turn over their records to be kept by the Society.

Bylaws of the Berks County Genealogical Society

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SECTION 5. Property of the Society - Property of the Society, whether collected, compile, or donated to the Society, remains the sole property thereof, consistent with the requirements contained in Articles of Incorporation. The Librarian shall acknowledge all donations and shall include a Certificate of Transfer, duly executed.

ARTICLE IX – PARLIAMENTARY

AUTHORITY - The rules contained in the current edition of Robert’s Rules of Order, Newly Revised, shall govern the Society in all cases to which they are applicable and in which they are consistent with these bylaws and any special rules of order that the Society may adopt.

ARTICLE X – AMENDMENTS OF THE BYLAWS - A two-thirds vote of those members present may amend these bylaws at any regular meeting of the Society; if an exact copy of the proposed amendment and previous text has been submitted to the members, in writing, at least thirty (30) days before the vote.

ARTICLE XI – IN THE EVENT OF THE DISSOLUTION OF THE SOCIETY

SECTION 1 - All liabilities and obligations shall be paid or adequate provision shall be made therefore:

SECTION 2 - Any remaining assets shall be transferred to a like organization within Berks County and operating under code 501 (C) (3) of the Internal Revenue and Pennsylvania Department of State per P.L.1200 No. 202. In no event shall any assets be distributed to any member.