

# The By Laws

*(Adopted 11 September 2001)*

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## ARTICLE I

### Name

Section 1. The name of this Society shall be Craven County Genealogical Society of North Carolina, Inc.  
Section 2. The Society shall be incorporated under the laws of North Carolina as a not-for-profit corporation.

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## ARTICLE II

### Purposes

Section 1. The purposes of the Society will be to:

- (A) encourage collection, preservation, and dissemination of knowledge and information about genealogical and related historical, biographical, and heraldic data;
- (B) encourage adherence to principles of accuracy and thoroughness in research;
- (C) encourage careful documentation; and
- (D) encourage, promote, and provide genealogical education and training for all persons interested in these endeavors.

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## ARTICLE III

### Membership

Section 1. Any individual or institution interested in achieving the purposes of the Society upon application and payment of the prescribed dues and fees may join the Society.

Section 2. Dues will cover a period of one calendar year and will be due and payable at the January meeting of the Society each year.

Section 3. Dues will be paid to the Treasurer who will add the new member to the membership rolls.

Section 4. Membership dues are non-refundable and non-transferable.

Section 5. Members shall be deemed to have resigned if they do not re-affirm their membership by the end of the February meeting of the Society.

Section 6. Any member may resign from membership at any time and for any reason by delivering such notice in writing to the Board of Directors.

Section 7. Each member shall be entitled to one vote on all issues or actions before the membership.

Section 8. Only members physically present at Society meetings may vote on business before the membership.

Section 9. The right of a member to vote and all rights, title, and interest in or to the Society shall cease upon termination of membership.  
Section 10. The Board of Directors may remove any member from the rolls of the Society for cause after opportunity to be heard.  
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#### ARTICLE IV Meetings

Section 1. There shall be an Annual Meeting of the Society held at the November meeting each year.

(A) Notice of the Annual Meeting shall be given to all members at least ten days before the meeting specifying the time and place of the meeting.

(B) This notice may be given to the membership by publication in newspapers in general circulation in Craven County, by publication in the Society Newsletter, or mailing notices to individual members.

Section 2. Monthly meetings shall be held at a time and place designated by the Board of Directors.

Notice of any change in the monthly meeting shall be given as required under Section 1 of this Article.

Section 3. Special Meetings of the Society may be called by the Board of Directors, by the President, or upon request of six members. Notice of such special meeting shall be given as required under Section 1 of this Article.

Section 4. To conduct ordinary business of the Society, a quorum shall consist of *ten (10) members in good standing provided at least four members of the board of directors are included in the ten members.*

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#### ARTICLE V

##### Officers

Section 1. The officers of the Society shall be President, Vice President, Recording Secretary, and Treasurer. The term of office shall be for one year. The elected officers shall serve on the Board of Directors of the Society.

Section 2. Elected officers shall be installed at the end of the December meeting of the Society.

Section 3. Duties

(A) The President shall:

- (1) preside at all meetings of the Society;
- (2) direct the day-to-day operations of the Society;
- (3) serve as Chairperson of the Board of Directors of the Society; and
- (4) perform such other duties as are necessary to the office.

(B) Vice President shall:

- (1) perform the duties of the President in the event of his/her absence or temporary inability & to serve:
- (2) serve as Chairperson of the Program Committee to coordinate arrangements for the & monthly program and notify newspapers to the monthly meetings and program;
- (3) serve as member of the Board of Directors of the Society; and
- (4) perform such other duties as are necessary to the office.

(C) Recording Secretary shall:

- (1) keep a record of the proceedings of the Society;
- (2) handle the correspondence of the Society;
- (3) furnish the President, Vice President, and Newsletter Editor with an updated membership roll, and provide to the Newsletter Editor the names and addresses of new members to ensure the inclusion of new members in the next regularly published newsletter;
- (4) serve as Chairperson of the Membership Committee;
- (5) serve as a member of the Board of Directors of the Society; and
- (6) perform such other duties as are necessary to the office.

(D) The Treasurer shall:

- (1) be responsible for maintaining the bank account of the Society;
- (2) receive membership dues and record all monies received from members;
- (3) maintain the membership rolls and forward copies to the Recording Secretary;
- (4) maintain a detailed record of all receipts and expenditures and deposit all monies in the Society's bank account designated by the President;
- (5) disburse funds as directed by the President in accordance with a vote of the Board of Directors or the membership of the Society;
- (6) file a copy of each monthly bank statement and itemize each receipt and disbursement with the Recording Secretary who will file it with the minutes of the monthly meeting;
- (7) report at each monthly meeting to the membership on funds received, expended, and the balance of funds accrued to the Society;
- (8) serve as Chairperson of the Finance Committee;
- (9) serve as member of the Board of Directors;
- (10) perform such other duties as are necessary to the office; and
- (11) designate a member of the Finance Committee to sign checks on behalf of the Society should the Treasurer be unavailable for more than two weeks.

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ARTICLE VI  
Board of Directors

Section 1. The Board of Directors shall consist of the President, Vice-President, Secretary, Treasurer, and three at large persons elected by the members of the Society.

Section 2. The three at large members shall serve staggered terms of three years.

(A) For the first election three at large members will be elected and terms of office shall be as follows: in descending alphabetical order one person shall serve one year, the next person for two years, and the third person for three years. After the first full year, that these Bylaws shall be in force only one at large board member shall be elected for a three-year term. Upon adoption of these Bylaws and after the first election of at large board members, para. (A) of this section shall be deleted.

Section 3. It shall be the duty of the Board of Directors to establish policy consistent with the objectives of the Society and the statutes under which it is organized; to promulgate such policy to the membership, and to require such reports as necessary to ensure adherence.

Section 4. The President of the Society shall serve as Chairperson of the Board of Directors.

Section 5. Vacancies on the Board of Directors shall be filled by election of the vacated position at the next scheduled meeting of the Society after the vacancy occurs.

Section 6. The Board of Directors shall meet at least once each quarter or as requested by the President in order to carry on the business of the Society.

Section 7. Four members of the Board of Directors shall constitute a quorum for the transaction of business.

Section 8. The President may invite other members of the Society to participate in Board of Directors deliberations, but they shall have no vote.

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ARTICLE VII  
Committees

Section 1. Membership Committee

(A) The Membership Committee shall consist of three members of the Society appointed by the President.

(B) The Recording Secretary of the Society shall chair the committee.

(C) Duties of the committee shall be to:

- (1) recruit new members;
- (2) welcome new members to Society; and
- (3) oversee membership.

(D) The committee shall meet at the request of the Chairperson and/or the President of the Society.

(E) The committee shall assume other duties as directed by the President or the Board of Directors.

Section 2. Program Committee

(A) The Program Committee shall consist of three members of the Society appointed by the President.

(B) The Vice-President of the Society shall chair the committee.

(C) Duties of the committee shall be to:

- (1) arrange for the programs of the Society;
- (2) solicit input for programs from the membership; and
- (3) serve as host for guest speakers.

(D) The committee shall meet at the request of the Chairperson and/or the President of the Society.

(E) The committee shall assume other duties as directed by the President or the Board of Directors.

Section 3. Finance Committee

(A) The Finance Committee shall consist of three members of the Society appointed by the President.

(B) The Treasurer of the Society shall chair the committee.

(C) Duties of the Committee shall be to:

- (1) prepare a proposed annual budget for the Society to be presented at the Society's meeting in October to be voted on by the membership at its November meeting;
- (2) proposed budget (in para. (1) above) shall include a recommendation for annual membership dues payable for the next fiscal year;
- (3) submit from time to time amendments to the budget for the current fiscal year, which may be adopted by a majority vote of the membership; and
- (4) exercise general fiscal oversight of the financial affairs of the Society.

(D) The committee shall meet at the request of the Chairperson and/or the President of the Society.

(E) The committee shall assume other duties as directed by the President or the Board of Directors.

Section 4. Nominating Committee

(A) The Nominating Committee shall consist of three members of the Society appointed by the President.

(B) Duties of the Nominating Committee shall be to present a slate of officers at the October meeting of the Society consisting of the four officers and one at large board member.

(C) The Nominating Committee at its first meeting shall elect its own chairperson.

Section 5. The President of the Society may serve as an ex officio member of all standing committees.

Section 6. The Society, Board of Directors, or the President may establish special committees as needed.  
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#### ARTICLE VIII Elections

Section 1. The Nominating Committee of the Society will present a slate of officers at the Society's October meeting.

Section 2. Election of officers will take place at the November meeting of the Society.

Section 3. Voting for officers and at large board members shall be by secret paper ballot unless specified by the membership at the annual meeting.

Section 4. Ballots shall be counted by two persons appointed by the President.

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#### ARTICLE IX Fiscal Year

Section 1. The fiscal year of the Society shall be from 1 January to 31 December.

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#### ARTICLE X Corporate Earnings

Section 1. No member of the Society, employee, or any other private individual shall receive any of the net earnings or pecuniary profit from the operation of the Society.

Section 2. In the event of dissolution of the Society no member of the Society shall be entitled to share in the distribution of the Society's assets, but in the event the assets shall be distributed, they shall be done so as provided by law in North Carolina General Statutes, Sec 55A, Non-profit Corporation Act, with all monies in the treasury after all debts have been satisfied, to be distributed, upon direction of the Board of Directors, for the purpose of genealogical research.

Section 3. The above Sections (1) and (2) shall not prevent the payment of any such person of such reasonable compensation as may be due for services rendered to or for the Society in effecting any of its purposes as shall be fixed and approved by the Board of Directors.

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#### ARTICLE XI Amendments

Section 1. Proposed amendments to these Bylaws will be submitted to the Society at the meeting previous to that meeting at which they are to be considered.

Section 2. Adoption of amendments to these Bylaws requires two-thirds *affirmative vote of the eligible members present and voting*.

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#### ARTICLE XII Parliamentary Authority

Section 1. The rules contained in [Robert's Rules of Order Newly Revised](#), or any future revision thereof, shall govern the Society in all cases in which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Society may adopt.

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#### ARTICLE XIII Special Rules

Section 1. The Society may adopt special rules provided they are consistent with Articles XI and XII above.

Section 2. Special rules may be adopted by a majority vote of members attending a meeting where special rules are introduced.

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**Rev. 1: Amended 13 January 2009**