

# WAYNE COUNTY NEW YORK GENEALOGICAL SOCIETY

## BYLAWS

### ARTICLE I – NAME

The name of this organization is Wayne County New York Genealogical Society, a Social Club organized for a nonprofit purpose.

### ARTICLE II – OBJECTIVES

The objectives of this Society shall be:

1. To promote an interest in genealogy and family history;
2. To instruct members in genealogical research, encourage careful documentation, and promote quality genealogical standards;
3. To locate, preserve, and index public and private genealogical records and make such records available to members and the general public.

### ARTICLE III – MEMBERSHIP AND DUES

Section 1. Membership. Any applicant interested in furthering the objectives of the Society shall be eligible for membership upon submission of completed application form and payment of dues.

Section-2. Dues. Annual dues shall be payable January 2. The Treasurer shall notify members whose dues are not paid at the February meeting. If dues are not received by April meeting, the name shall be moved to inactive membership roll.

Section 3. The membership of the Society shall run from January 01 through December 31.

Section 4. Wayne County New York Genealogical Society (WCNYGS) is a 501 (c) 7 Social Club organized for a not-for-profit purpose on 23 October 2012 to serve those who reside or have an interest in Wayne County New York's history, family history and/or genealogy. WCNYGS is committed to providing an environment free from discrimination in employment and opportunity because of race, color, religion, creed, national origin, ancestry, disability, gender, sexual orientation or age. Programs are selected based on experience, technical knowledge, speaking ability, diversity of topics and relevance.

### ARTICLE IV – MEETINGS

Section 1. Regular Meetings. Regular meetings shall be held monthly, the fourth Tuesday of the month, excepting month of December. In case of an emergency, a meeting may be canceled by the Executive Board.

Section 2. Special Meetings. Special meetings of the Society may be called by the President, the Executive Board, or the written request of ten members. The call for such a meeting shall be given at least ten (10) days written notice which shall state the purpose of the meeting. No business other than that stated shall be conducted.

Section 3. Annual Meeting. The regular meeting in June shall be known as the Annual Meeting.

Section 4. Quorum. For the purposes of conducting business, the quorum shall be constituted by a quorum of the number of members attending the meeting. [Amended 24 June 2014.]

## ARTICLE V – OFFICERS

Section 1. The Officers of the Society shall be President, Vice-President, Secretary, and Treasurer.

Section 2. Election of the President and Treasurer shall be at the Annual Meeting in even-numbered years.

Section 3. Election of the Vice President and Secretary shall be at the Annual Meeting in odd-numbered years.

Section 4. Terms of Office. Officers shall be elected for a two-year term and serve until their successors are elected. No officer may serve more than two consecutive terms in any one office. Exclusionary Clause: If an elective office would remain vacant after Nominating Committee's Slate Report AND there is No Nominations Received from the Floor at the May regular meeting for the elective office, the incumbent officer, then, may elect to serve another elective term in elective office and be presented as the proposed Nominating Committee Slate's officer. All Officers shall take office at the close of the Annual Meeting.

## ARTICLE VI – EXECUTIVE BOARD

Section 1. The Executive Board shall consist of the officers, the Immediate Past President *and*, *Committee Chairs*.

Section 2. No person shall be elected or appointed or shall continue to serve as an officer unless that person is a member in good standing.

Section 3. Any vacancy occurring on the Executive Board, with the exception of the President, may be filled until the next Annual Meeting by a majority vote of the remaining members of the Executive Board.

Section 4. There shall be at least four regular meetings of the Executive Board annually.

Section 5. The quorum for the Executive Board shall be a majority *of officers, including the Immediate Past President, and one Committee Chair*.

Section 6. The Executive Board Shall:

- A. The Executive Board shall have general supervision of the affairs of the Society between its business meetings, fix the hour and place of meetings, make recommendations to the Society, and perform other such duties as are specified by these bylaws. The Board shall be subject to the orders of the Society, and none of its acts shall conflict with action taken by the society.
- B. Direct Committees; Parliamentarian; Website Coordinator; and, Delegate(s).
- C. Approve general membership meeting programs; and bring items of legislative genealogical interest to attention of membership.
- D. Prepare an annual budget to be adopted at the regular November meeting by a majority vote; plan and conduct Society fund-raising projects as needed.

**ARTICLE VII – DUTIES OF OFFICERS**

Section 1. Duties: These officers shall perform the duties described by these bylaws and by the parliamentary authority adopted by the Society.

- 1. President Shall:
  - a) Preside at all meetings of the general membership and the Executive Board.
  - b) Be the principal executive officer of and is the official representative spokesperson for the Society.
  - c) Appoint all heads of standing committees and delegates with approval of the Executive Board.
  - d) The President shall appoint a Parliamentarian, Volunteer Delegates, and Volunteer Coordinator to serve the Society with approval of Executive Board.
  - e) Sign with the Secretary and/or the Treasurer, as may be required, all contracts and documents authorized by the Society.
  - f) In the absence of the Treasurer, the President shall sign checks and/or make checking account disbursement for authorized disbursements on behalf of the Society.
  - g) Be an ex-officio member of all committees except the Nominating Committee.
  - h) Present a written report for acceptance by the Executive Board prior to the Annual meeting.
- 2. Vice-President Shall:
  - a) Assume the duties of the President in the absence of, or at the request of the President.
  - b) Assume the duties of the President for the remaining term of office in the event of a vacancy in the office of President.
  - c) Represent the organization at the request of the president.
  - d) Be Chair of the Program Committee and appoint committee assistants, as needed.
  - e) Present a written report for acceptance by the Executive Board prior to the Annual meeting.
- 3. Secretary Shall:
  - a) Be the Secretary of the Society and the custodian of the Society's records including reports from the Committees.

- b) Keep a record of the proceedings of the Society.
- c) Keep and have available for reference at all meetings, one book in which copies of the Society's Charter, Bylaws, and Standing Rules are kept current.
- d) Notify officers, committees, and delegates of their appointments; supply delegates of the Society with credentials as necessary.
- e) Furnish officers and committees with copies of all papers and books necessary for the proper performance of their respective duties, including membership lists.
- f) Maintain a current inventory of all legal documents, records, and equipment belonging to the Society.
- g) Sign, with the President, all contracts and documents authorized by the Society.
- h) Send out proper notices of all meetings, committees, delegates, and the general membership of any special meetings as necessary.
- i) Assist in any Society mailings as requested by the Executive Board.
- j) Receive, with the President, Society's mail and distribute it to the proper departments within the Society.
- k) Present a written report for acceptance by the Executive Board prior to the Annual Meeting.

4. Treasurer Shall:

- a) Be custodian of all funds of the Society and deposit them in insured financial institutions, or invest them pursuant to instructions of the Executive Board.
- b) Signs checks, institutes debt-card debits for authorized disbursements on behalf of the Society.
- c) Notify members of delinquent dues and report such delinquencies to the Executive Board; and, (2) maintain current membership list of all members in good standing and providing copy to other officers and committees as needed.
- d) Present a statement of finances at each meeting of the Executive Board and of the General Membership.
- e) Present at the Annual Meeting a financial report covering the entire previous year *and have records available for members review.*

## ARTICLE VIII – STANDING AND SPECIAL COMMITTEES

Section 1. Standing Committees. The Standing Committees of the Society shall be Archivist/Historian; Audit Committee; Program Committee; Nominating Committee; Web Site; Publicity and Public Relations;

Section 2. Term of Office. Standing Committee Chairs shall serve for a term of one year from the date of appointment, or for the remainder of the then President's term of office. Committee Chairs may be re-appointed for no more than three successive terms in office *or* at the discretion of the Executive Board.

### Section 3. Duties.

1. Archivist/Historian Shall:
  - (a) Collect and preserve all items of historical interest to the Society.
  - (b) Collect and preserve the genealogy and biography data submitted by Society members.
  - (c) Maintain a Surname file.
  - (d) Keep the permanent issues of the Society newsletter.
  - (e) Perform other services as may be prescribed by the Executive Board.
  - (f) Present an Annual Summary Report to be placed on file.
  
2. Audit Committee Shall:
  - (a) Consist of ~~three~~ two persons who annually perform an audit both of the Treasurer's books and the Bank Statements.
  - (b) Present a written report of the audit to the Executive Board by the end of the first quarter.
  - (c) Inventory all Society property and present a written report of the findings to the Executive Board within sixty days after the close of the year.
  - (d) Audit the Treasurer's books upon change of Treasurer and present its written report within sixty days after the change of Treasurer.
  - (e) Perform other services as may be prescribed by the Executive Committee.
  
3. Program Committee Shall:
  - (a) Plan programs of genealogical/historical interest to the membership.
  - (b) Prepare annual Program Schedule that meets the Society Objectives and educational needs of the membership; and, submits to the Executive Board one month prior to the Annual Membership Meeting the proposed Program Schedule.
  - (c) Serve in an advisory capacity as needed by the membership of the Society.
  - (d) Bring items of genealogical interest to the attention of members.
  - (e) Perform any other services as required by the Executive Board.
  - (f) Present an Annual Summary Report to be placed on file.
  
4. Nominating Committee Shall :
  - (a) In an election year, a volunteer shall be sought to serve as Nominating Committee Chair who will then be appointed at the April regular meeting; and. the Nominations Committee Chair may seek additional one-to-two members to assist, if needed, following the April regular meeting.
  - (b) Nominate candidates for offices to be filled at the Annual Meeting. Candidates for *elected* office must be active members in the Society.
  - (c) Report the list of candidates to the Executive Board prior to the May meeting of membership, accompanied by written consent of each nominee to serve.
  - (d) Additional nominations from the floor shall be permitted.

- (e) Nominating Committee Chair and committee members shall be discharged from duties following presentation of the Nominating Committee's Report of the Slate at the May meeting.
5. Web Site Manager Shall:
- (a) Be responsible for maintaining the Society's presence by maintaining a current & updated web site and by "linking" with like-kind nonprofit genealogical and historical societies and associations.
  - (b) Serve as a consultant to the Executive Board on website operation; purchase or operation of Society computer hardware or software or any electronically-created databases.
  - (c) Perform any other services as directed by the Executive Board.
  - (d) Present an Annual Report to be placed on file.
6. Publicity and Public Relations Shall:
- (a) Be responsible for all publicity on behalf of the Society, including Society's newsletter and announcements of events.
  - (b) Be alert to opportunities to build support in the community through participation in civic programs.
  - (c) Generate political or civic support for issues of concern to the genealogical community, such as records preservation.
  - (d) Acquire materials to be considered for publication in the Society's newsletter crediting origins of materials and abiding by copyright laws.
  - (e) Perform any other services as required by the Executive Board.
  - (f) Present an Annual Summary Report to be placed on file.
7. Volunteer Delegate(s) Shall:
- (a) Represent the Society to the state-wide genealogical organization through regular attendance at their meetings and events.
  - (b) Relay news of statewide and national genealogical organization's services, activities, and projects, and clarify their importance to the Society.
  - (c) Express the views of the Society so as to help the state and national organization in its planning and decision making when requested.
  - (d) Be available to the state and national organizations to assist with projects and activities if requested.
  - (e) If called upon to vote in the national or state genealogical organization, vote the position of the Society, not a personal view.
  - (f) Present an Annual Summary Report to be placed on file.

8. Volunteer Coordinator Shall:
  - (a) Maintain a file of Society members showing areas of interest for volunteer work.
  - (b) Serve as a Society contact to Board members for names of volunteers.
  - (c) Administer volunteer recognition program.
  - (d) Perform any other services as required by the Executive Board.
  - (e) Present an Annual Summary Report to be placed on file.
  
9. Parliamentarian Shall:
  - (a) Advise Presiding Officer and Executive Board when requested, and any other member, on proper parliamentary procedure.
  - (b) Give advice on the requirements of the Articles of Incorporation, these Bylaws, and the policies and procedures of the Society.
  - (c) Give suggestions on additions or amendments to the Bylaws to the Executive Board.
  - (d) Perform any other services as required by the Executive Board.

Section 4. Special Committees:

Special Committees of the Society shall be appointed by the President with approval of the Executive Board.

## ARTICLE IX - NOMINATIONS AND ELECTIONS

Section 1. Elections. Elections shall be held at the Annual Meeting. *The Nominating Committee Chair shall conduct the Election.*

Section 2. Nominations.

- A. The Nominating Committee shall present a list of at least one (1) nominee for each office being vacated, to the Executive Board before May meeting; and, present slate (list) to the General membership at the May meeting.
- B. The report will be accompanied by the written consent of each nominee to serve if elected (see Nominating Committee Article VIII. Section 3. Number 6).
- C. Nominations shall be made by the general memberships from the floor at the May Meeting provided each nominee is present or has given written consent to serve if elected.

Section 3. Voting.

- A. Eligibility. All members in good standing (those members whose dues are currently paid in full) may vote in society elections.
- B. Voting. Voting shall be by voice, provided there is only one candidate for office. If more than one candidate is running for any one office, the voting shall be by written ballot. Majority vote of those in attendance elects.

## ARTICLE X – DUES AND FINANCE

Section 1. Operating Expenses. The operating expenses of the society shall be covered from the collection of dues, donations, and additional functions as the membership may authorize.

Section 2. The treasurer shall notify any member who has not paid dues by the March meeting of the member's expiration date one time in writing. Members still in arrears at the April meeting shall be removed from the membership roll and suspended. Suspended members will be reinstated after paying dues current.

Section 3. Dues for the current fiscal year must accompany all applications for membership. The Executive Board shall recommend to the membership the amount for dues, which shall be set by the members by majority vote at any Society meeting. A notice stating the proposed dues structure shall be mailed to each member at least ten days before that meeting.

Section 4. The Executive Board shall designate the financial institution in which funds of the society are to be deposited. The funds shall be deposited in the name of the society and shall be subject to withdrawals as authorized by resolution of the Executive Board.

Section 5. Fiscal Year. The fiscal year shall be the calendar year.

Section 6. Annual Budget. The annual budget for the next fiscal year shall be prepared and approved by the Executive Board no later than the last meeting of the current fiscal year.

Section 7. Income and Expenditures. The Executive Board shall establish orderly procedures for collection of all income. Authority for approval of all expenditures shall be defined by the Executive Board.

Section 8. Auditing. The Executive Board shall appoint a committee independent of the Board to audit the Society's fiscal records annually. The committee shall report its findings no later than the end of the first quarter.

## ARTICLE XI – DISSOLUTION OF SOCIETY

Section 1. Upon dissolution of the Society, all saleable assets shall be converted to cash. The monies of the Society shall be used to purchase genealogical materials for the Genealogical Section of the Wayne County New York Historian's Office. All other assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code.

## ARTICLE XII – PARLIAMENTARY AUTHORITY

Section 1. The rules contained in *Robert's Rules of Order, Newly Revised (latest edition)* shall govern the Society in all cases in which they are applicable, and which are not inconsistent with these Bylaws and any Standing Rules.



## ARTICLE XIII – AMENDMENTS

Section 1. These Bylaws may be amended only at the Annual Meeting by a two-thirds vote of those voting, using the following procedure.

1. Proposals. Proposals may be submitted in writing by any member to the Executive Board at least four months prior to Annual Meeting.
2. All such proposed amendments, together with the recommendations of the Executive Board shall be presented to the membership at least two months prior to the Annual Meeting.

These Bylaws were adopted by the general membership of Wayne County New York Genealogical Society on the 23<sup>rd</sup> day of April 2013. *Amended 24 June 2014. Amended 28 June 2016.*