

BYLAWS
of the
ST. CLAIR COUNTY GENEALOGICAL SOCIETY
Revised 4 November 2021

ARTICLE I – Name and Nonprofit Character

Section 1. The name of this organization is St. Clair County Genealogical Society herein referred to as the Society or SCCGS.

Section 2. The Society is operated as a nonstock corporation under the laws of the State of Illinois and as a nonprofit corporation in accordance with Section 501(c)(3) of the Internal Revenue Code.

ARTICLE II – Purpose

The purposes of the Society are to

1. preserve, safeguard, and perpetuate genealogical records, data, and information for educational and historical purposes;
2. encourage the genealogical study and tracing of families and family history;
3. teach and promote the use of effective research methodology and practices in genealogy research, analysis, and documentation;
4. encourage adherence to good research principles, including accuracy, objectivity, and thoroughness;
5. receive and hold gifts and devises of real and personal estate from any source for the benefit and purposes of the Society; and
6. promote publications on genealogical or related subjects.

ARTICLE III – Membership and Dues

Section 1. Membership is annual and is not transferable or refundable. Membership is open to all individuals, institutions, and organizations supporting the purposes of the Society. Membership is granted upon receipt of a completed membership form and the payment of at least one year's dues, as applicable. The membership year, unless otherwise established by the Board, is one year commencing January 1 and ending December 31.

Section 2. A member in good standing is one whose current dues are paid and who complies with the Society's Bylaws.

Section 3. Annual dues, as applicable, are payable in advance and not refundable.

Section 4. A member may resign from the Society by delivering a written resignation to the Society.

Section 5. The Society reserves the right to deny membership to any person, institution, or organization whose purpose or actions conflict with that of the Society.

Section 6. Any member may be removed by the Board, for cause, after opportunity to be heard.

Section 7. An individual member of the Society has one vote. Institutions and organizations have no vote.

ARTICLE IV – Officers

Section 1. There are five elected Officers of the Society: President, First Vice President, Second Vice President, Secretary, and Treasurer.

Section 2. The qualifications are as follows:

1. Officers must be members in good standing.
2. A member is eligible to be President after having served on the Board for at least one year.
3. A member is eligible to hold other Officer positions after six months of membership.

Section 3. The term of elected office is two years beginning on January 1 unless otherwise provided in these Bylaws.

Section 4. The duties of elected Officers are as follows:

1. The President
 - a. presides at all Society and Board Meetings;
 - b. carries out the instructions of the Board;
 - c. appoints with Board approval all Committee Chairmen, candidates to fill vacant Officer positions, and Auxiliary Officers;
 - d. is the official spokesperson of the Society; and
 - e. is an ex-officio member of all Committees except the Nominating Committee.
2. The First Vice President
 - a. assumes responsibilities for monthly programs as required, which include recruiting speakers and conducting the administrative duties required therein;
 - b. is an active aide to the President;
 - c. assumes all duties and responsibilities of the President during a temporary absence or vacancy; and
 - d. succeeds the President for the remainder of the term in cases of vacancy.

3. The Second Vice President
 - a. is an active aide to the President;
 - b. is Chairman of the Nominating Committee and recruits two to four volunteers for that committee five months prior to elections; and
 - c. assumes all duties and responsibilities of the President or First Vice President during a temporary absence.
4. The Secretary
 - a. keeps accurate minutes of all Board, Annual, and Monthly Meetings in which business is conducted, and incorporates submitted Committee and Special Committee reports in said minutes;
 - b. manages and administers general correspondence of the Society;
 - c. maintains and updates the Society's record of policy changes; and
 - d. submits monthly and annual reports to the Board in a timely manner.
5. The Treasurer
 - a. is custodian of all Society funds, keeps accurate records of accounts following generally accepted accounting principles, and submits monthly and annual reports to the Board in a timely manner;
 - b. deposits funds in bank accounts or other investment funds approved by the Board;
 - c. makes disbursements approved in the budget or authorized by the Board;
 - d. prepares and files required state and federal documents; and
 - e. submits all records for audit no later than thirty days after close of the fiscal year.

ARTICLE V – Board of Directors

Section 1. The Board of Directors, herein referred to as the Board, consists of the elected Officers and the Chairmen of six to ten Board-approved Committees. Chairmen of Special Committees and Auxiliary Officers are not part of the Board. The Board must not exceed fifteen members.

Section 2. All must be members in good standing and are not compensated for services rendered to the Society.

Section 3. When not specifically described in these Bylaws, the general governance followed is Policies then established Procedures.

Section 4. Members previously removed from the Board are ineligible to hold any Board position.

Section 5. Each member of the Board has one vote, regardless of the number of voting positions held.

Section 6. A member of the Board who fails to attend two successive Board Meetings in a fiscal year without an excuse acceptable to the Board is considered to have resigned.

Section 7. The Board, by two-thirds vote, must

1. deny membership to any individual, institution, or organization whose purpose or actions conflict with the Society's purpose or bylaws; and
2. remove membership from any individual, institution, or organization whose purpose or actions conflict with the Society's purpose or bylaws after opportunity to be heard.

Section 8. Members of the Board

1. conduct the general business of the Society;
2. set the fiscal year;
3. approve the annual budget at the first Board Meeting of the fiscal year;
4. determine and approve all policies and procedures;
5. appoint, approve, or affirm all Auxiliary Officers, Committees and Special Committees, and their respective Chairmen and members, at the first Board Meeting of the year or as needed;
6. set the Board, Annual, and Monthly Meeting dates;
7. attend all Board Meetings;
8. approve where the Society deposits and invests its funds, and authorize non-budgeted expenditures;
9. establish membership categories, dues, and benefits; and publish changes at least five months prior to the next membership year;
10. develop and update duties and procedures in the Procedures Manual that are related to the member's position, after review and approval by the Board; and
11. pass to his or her successor all equipment, records, data, documents, and artifacts, both physical and electronic, that were received upon taking office, and those created or in progress while on the Board.

ARTICLE VI – Committees and Special Committees

Section 1. Each Committee and Special Committee is composed of a Board-approved Chairman and Committee Members.

Section 2. Any Society member in good standing is eligible to become a Committee Member, and after at least six months of membership, is eligible to become a Chairman.

Section 3. The Chairman

1. develops and submits to the Board a Committee Action Plan and Schedule (CAPS);
2. presents to the Board progress reports to include findings and recommendations, and any proposed changes to the CAPS; and
3. develops and updates duties and procedures in the Procedures Manual that are related to the member's position, after review and approval by the Board.

Section 4. Chairmen and Committee Members must follow all Society policies and established procedures.

Section 5. Each Committee and Special Committee is terminated when duties are concluded.

Section 6. Special Committee Chairmen have no vote on the Board.

ARTICLE VII –Meetings and Quorum

Section 1. All meeting notifications are announced in advance, and include the date, time, location, method, and purpose of the meeting.

Section 2. The Annual Meeting is held once each fiscal year at the time, date, and place determined by the Board. The Annual Meeting may replace one of the Monthly Meetings. Attendance by at least twenty members constitutes a quorum and a majority vote is considered valid unless otherwise noted in these Bylaws.

Section 3. Monthly Meetings consist of educational presentations and business as needed and are open to the public. Attendance by at least twenty members constitutes a quorum and a majority vote is considered valid unless otherwise noted in these Bylaws.

Section 4. Board Meetings are held under the following conditions:

1. The Board must meet at least quarterly.
2. A valid Board Meeting requires attendance by at least a majority of the Board to constitute a quorum. A majority vote is considered valid unless otherwise noted in these Bylaws.
3. Members may attend Board Meetings, but to address the Board, must submit a written request to the President at least seven days in advance of the scheduled meeting.
4. The President or any five members of the Board may call a special Board Meeting. Notification must be made at least three days prior to all Board members.

Section 5. Additional meetings or Society activities are subject to Board approval.

ARTICLE VIII –Nominations and Elections

Section 1. The Nominating Committee must propose at least one candidate for each open elected position.

Section 2. If there is but one candidate per office the election is by acclamation.

Section 3. The President, First Vice President, and Second Vice President are elected in even-numbered years, and the Secretary and Treasurer in alternate years. An Officer may be elected to the same position for two consecutive terms. After an interim of two years, the member may run for the position they previously held. If there are no candidates for an office, the current Officer may run for re-election even if he or she has served two consecutive terms in that position.

Section 4. Election and installation procedures must be outlined in the Procedures Manual.

ARTICLE IX - Vacancies

Section 1. The Board must declare an elected office or the position of an appointed committee chairman vacant upon (1) death, (2) resignation, (3) illness, (4) failure to perform the duties of the position, (5) removal from position, or (6) lapse in membership of the Society.

Section 2. Vacancy in any elective office or appointed committee chairman, unless otherwise set forth in these Bylaws, is filled for the remainder of the term by a qualified member of the Society upon the appointment by the President and with Board approval. Any member appointed to an elected office vacancy may subsequently run for the same office for two consecutive terms.

ARTICLE X – Revision or Amendments to Bylaws

Section 1. A member may call for a revision or amendments to these Bylaws. If determined necessary by the Board, guidelines prescribed in *Robert's Rules of Order Newly Revised* are followed.

Section 2. The Board must approve each proposed revision or amendment prior to its presentation to the general membership.

Section 3. A revision or amendments to these Bylaws require a two-thirds vote of those members present at the Annual or Monthly Meeting, provided that the proposed revision or amendments were distributed to the members at least thirty days prior to the vote.

Section 4. Members are notified of the voting results and when adopted, a copy of the Bylaws are provided in the Society's publications.

ARTICLE XI – Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* must govern the Society in all cases to which they are applicable and consistent with these Bylaws or any special rules of order the Society adopts.

ARTICLE XII – Dissolution

Dissolution of the Society must follow the requirements of the Illinois General Not For Profit Corporation Act. Assets remaining after satisfaction of liabilities must be distributed to a designated organization of similar objectives exempt under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XIII – Conflict of Interest

Section 1. Whenever a Board member has a financial or personal conflict of interest in any matter coming before the Board, the affected person must fully disclose the nature of their interest and withdraw from discussion, lobbying, and voting on the matter.

Section 2. Any transaction or vote involving a potential conflict of interest that is determined to be in the best interest of the Society requires a two-thirds vote of the Board.

Section 3. The minutes of meetings at which such votes are taken must record such disclosure, abstention, and rationale for the final decision.

ARTICLE XIV – Nondiscrimination Policy

The Society does not discriminate on any basis protected by law.

General Notes:

Adopted 1978; Amended 1979, 1980, 1981, 1982, 1985, 1992; Revised 1994; Revised 2021