

TABLE OF CONTENTS

Article I. Name..... 3
Article II. Object..... 3
Article III. Membership 3
 Section 3.01 Membership Categories 3
 Section 3.02 Other Categories 4
 Section 3.03 Dues 4
 Section 3.04 Termination of Membership 4
 Section 3.05 Reinstatement of Membership 4
Article IV. Officers and Their Election..... 4
 Section 4.01 Officers 4
 Section 4.02 Qualifications for Serving on the Board of Directors 4
 Section 4.03 Nominating Committee..... 5
 Section 4.04 Election of Officers..... 5
 Section 4.05 Vacancies 5
 Section 4.06 Removal of Officers..... 5
Article V. Duties of Officers..... 5
 Section 5.01 President..... 6
 Section 5.02 First Vice President..... 6
 Section 5.03 Second Vice President 6
 Section 5.04 Third Vice President 6
 Section 5.05 Treasurer 6
 Section 5.06 Secretary 6
 Section 5.07 Librarian..... 6
Article VI. Executive Board of Directors..... 7
 Section 6.01 The Executive Board of Directors 7
 Section 6.02 Duties 7
 Section 6.03 Expenditures 7
 Section 6.04 Executive Board of Directors Meetings..... 7
Article VII. Society Meetings..... 8
 Section 7.01 Annual Membership Meeting 8
 Section 7.02 Quorum 8
 Section 7.03 Called Meetings of the Membership..... 8
Article VIII. Committees 8
 Section 8.01 Standing Committees 8
 Section 8.02 Special Committees 9
Article IX. Gifts Made to the Society 9
Article X. Fiscal Year 9
Article XI. Standing Rules 10
Article XII. Parliamentary Authority..... 10
Article XIII. Amendments 10
Article XIV. Dissolution of the Society..... 10
 Section 14.01 Procedure 10
 Section 14.02 Limitations on Distribution of Assets..... 10

Article I. Name

The name of this society is the Midwest Historical and Genealogical Society, Inc., hereinafter referred to as the Society.

Article II. Object

The object of this Society shall be to educate by creating, fostering, and maintaining interest in genealogy; to establish and maintain a genealogical library through contributions, donations, exchanges, and purchases; and to collect, preserve, copy, and index information relating to Sedgwick County and its early history, and other geographical areas as appropriate.

Article III. Membership

Membership in the Society shall be open to all persons or organizations having an active interest in genealogy and the Society's objects and who present a completed application, and pay the annual dues as set by the Executive Board.

Section 3.01 Membership Categories

- (a) **Individual** – one vote at membership meetings, will receive one copy of the Society quarterly and newsletter, includes full access to library facilities with check-out privileges.
- (b) **Co-members** – two votes at membership meetings, will receive one copy of the Society quarterly and newsletter, includes full access to library facilities with check-out privileges.
- (c) **Student (17 and under)** – non-voting, will receive the Society quarterly and newsletter, includes full access to library facilities with check-out privileges.
- (d) **Sustaining (Individual)** - one vote at membership meetings, will receive one copy of the Society quarterly and newsletter, includes full access to library facilities with check-out privileges.
- (e) **Sustaining (Co-Members)** - two votes at membership meetings, will receive one copy of the Society quarterly and newsletter, includes full access to library facilities with check-out privileges.
- (f) **Lifetime (Individual)** – one vote at membership meetings, will receive one copy of the Society quarterly and newsletter, includes full access to library facilities with check-out privileges.
- (g) **Lifetime (Co-Members)** - two votes at membership meetings, will receive one copy of the Society quarterly and newsletter, includes full access to library facilities with check-out privileges.
- (h) **Benefactor (Individual)** – one vote at membership meetings, will receive one copy of the Society quarterly and newsletter, includes full access to library facilities with check-out privileges.
- (i) **Libraries and Societies** – non-voting at membership meetings, will receive one copy of the Society quarterly, includes full access to library facilities but no check-out privileges.

Section 3.02 Other Categories

- (a) **Honorary Lifetime (Individual)** – one vote at membership meetings, will receive one copy of the Society quarterly and newsletter, includes full access to library facilities with check-out privileges, exempt from paying dues. This membership is bestowed for exceptional service to the Society. Proposed by an Executive Board member at a regular Executive Board meeting and confirmed by unanimous vote at the next regular Executive Board meeting.
- (b) **Honorary Lifetime (Co-Members)** – two votes at membership meetings, will receive one copy of the Society quarterly and newsletter, includes full access to library facilities with check-out privileges, exempt from paying dues. This membership is bestowed for exceptional service to the Society. Proposed by an Executive Board member at a regular Executive Board meeting and confirmed by unanimous vote at the next regular Executive Board meeting.

Other categories for membership may be established by the Executive Board for approval by the general membership. Any changes in the categories for membership shall be published in the Society Newsletter before the annual membership meeting in which the proposed change is presented to the general membership for a vote.

Section 3.03 Dues

Dues shall be established by the Executive Board. The dues are payable initially upon application for membership, and annually thereafter by the last day of the Society's fiscal year, in order to remain a member in good standing. Dues paid on or after January 1 are considered paid for the next fiscal year. Membership dues shall not be refunded for any reason, including resignation, death, or dismissal from the Society.

Section 3.04 Termination of Membership

Membership shall be terminated upon the resignation of any member in good standing or when dues are not paid within two months of the annual renewal date.

Section 3.05 Reinstatement of Membership

Any former member shall be reinstated to membership who presents a completed application, and pays the current annual dues.

Article IV. Officers and Their Election

Section 4.01 Officers

The Officers of this Society shall be a President, First Vice President, Second Vice President, Third Vice President, Secretary, Treasurer, and Librarian.

Section 4.02 Qualifications for Serving on the Board of Directors

Each Officer must be a member in good standing of the Society. An Officer shall hold one elected position at a time. With the exception of the Treasurer and Librarian, an Officer may serve in the same position for only two consecutive terms of two (2) years each; and may serve on the Executive Board for only three consecutive terms of two (2) years each. A member

nominated for the position of President or First Vice President may have served three previous consecutive terms, allowing for a fourth and final consecutive term to be served in either position. The President shall have served as an elected Officer of the Society for at least one year.

Section 4.03 *Nominating Committee*

A three-person Nominating Committee composed of one member of the Executive Board and two members-at-large shall be formed following the appointment of the Executive Board member at the November Executive Board meeting. The Executive Board representative shall chair the Nominating Committee. The Chair shall call the first meeting of the Nominating Committee. The Committee shall nominate a member in good standing for each elected position on the Executive Board and the Chairman shall report its nominations at the Executive Board Meeting in February.

Section 4.04 *Election of Officers*

The Officers shall be elected at the annual meeting in March by a majority vote of those present and voting. The presiding officer shall accept additional nominations from the floor, provided the consent of the nominee has been obtained previously. The Officers shall be installed at the annual meeting in March, shall assume their official duties on April 1st, and shall serve for a term of two (2) years or until their successors are elected. In even numbered years the President, Second Vice President, and Treasurer (if necessary) shall be elected; in odd numbered years the First Vice President, Third Vice President, Secretary, and Librarian (if necessary) shall be elected.

Section 4.05 *Vacancies*

In the event of a vacancy in the office of the President, the First Vice President shall become President. If the First Vice President elects to decline the position of President, the President's position shall be filled by the Executive Board, retaining the requirement that no member may serve as President unless he or she has served as an elected member of the Executive Board for at least one year. A vacancy in any other position on the Executive Board shall be filled by the Executive Board by a majority vote, abiding by the requirements in Article IV Section 4.02. Resignation of Officers shall be by letter or by electronic means to the Executive Board, except in cases of death or serious illness, when the Executive Board on its own motion may accept the resignation of an Officer.

Section 4.06 *Removal of Officers*

An Officer may be removed for failure to perform the duties of the office, or for missing three consecutive Executive Board of Directors meetings. Removal shall require two thirds vote of the entire Executive Board of Directors.

Article V. *Duties of Officers*

The duties of the Officers shall include, but are not restricted to, those set forth below. Each Officer shall appoint, as needed and with the approval of the Executive Board, aides to assist in the accomplishment of these duties.

Section 5.01 President

The President shall be the Chief Executive Officer and the official spokesperson for the Society; shall affix the official signature for the Society on all legal documents; shall provide general supervision of the Society activities; shall preside at the annual meeting and the Executive Board meetings of the Society; and shall be an ex-officio member of all committees except the Nominating Committee. The President shall appoint all committee chairmen as are necessary to carry on the work of the Society. The President shall write an annual report to the membership for publication in the Society Newsletter. The President shall be responsible for annually archiving the official records of the Society.

Section 5.02 First Vice President

The Executive Vice President is responsible for all volunteer coordination activities of the Society. In the absence or incapacity of the President, the First Vice President shall assume the duties of the President.

Section 5.03 Second Vice President

The Second Vice President shall be responsible for all seminars, workshops, and event participations of the Society, and shall be responsible for the programs at the annual meeting of the Society.

Section 5.04 Third Vice President

The Third Vice President shall be responsible for all fund-raising activities of the Society except seminars and workshops, such as the sales of Society materials and applying for grants.

Section 5.05 Treasurer

The Treasurer shall perform the accounting activities of the Society; shall chair the Budget Committee; shall have custody of all the funds of the Society; shall make all authorized disbursements; shall sign on bank accounts; shall present a financial statement at annual membership meetings and Board of Directors meetings; shall present a proposed budget for the next fiscal year at the February Executive Board of Directors meeting; and shall be responsible for the filing of all government tax forms.

Section 5.06 Secretary

The Secretary shall record all business transacted at the annual meeting and Executive Board meetings of the Society, and present the minutes for approval at the next meeting; shall keep current and have on hand for reference at all meetings: the Society bylaws, standing rules, and the Secretary's notebook with the current and previous year's minutes of all Society meetings. The Secretary shall provide the President with a copy of all the Society's minutes, the official membership list, attachments, reports, required electronic backups, and newsletters to be placed annually in the Society archives.

Section 5.07 Librarian

The Librarian shall keep an inventory of the Society's holdings; select those books and materials which are appropriate for the purpose of the Society Library; provide for the accessioning,

cataloging, shelving and maintenance of the collection; provide a list of new acquisitions for the Society's quarterly publication; assist with staffing and operation of the library facility; keep the permanent issues of the Society publications.

Article VI. Executive Board of Directors

Section 6.01 The Executive Board of Directors

The Executive Board of Directors consists of the Officers of the Society. No action may be taken by the Executive Board of Directors or its members that is in conflict with the bylaws, standing rules, or directives of the membership.

Section 6.02 Duties

The duties of the Executive Board of Directors shall be to supervise the affairs of the Society; to establish additional duties of the Officers as deemed necessary; to schedule the time and place of the Society's annual meeting; to present reports and make recommendations at annual meetings and Executive Board of Directors meetings of the Society; and shall perform such other duties as are specified in these bylaws. Each Officer shall maintain an inventory of any equipment or records in his or her possession and shall provide a list of the inventory to the Secretary at the Executive Board of Directors meeting in February. Following the annual meeting in March all official materials shall be delivered in a timely manner to the newly installed Executive Board of Directors.

Section 6.03 Expenditures

All proposed expenditures in addition to the Society's approved budget must have Executive Board of Directors approval. No Executive Board member may vote on any matter in which he or she has a pecuniary interest. A two thirds vote is required by the Executive Board of Directors for any increase to a previously approved budget.

Section 6.04 Executive Board of Directors Meetings

An Executive Board of Directors meeting shall be held each month and at other times deemed necessary by the President. Special meetings of the Executive Board of Directors may be called by the President or by a majority of the members of the Executive Board of Directors. Business transacted at any special meeting is limited to that specified in the call. Only members of the Executive Board of Directors or Executive Board appointees may routinely speak at Executive Board of Directors meetings; others may speak if special permission has been given by a majority vote. A majority of the Executive Board of Directors members shall constitute a quorum. Unless otherwise specified in these bylaws, a majority vote of those in attendance shall constitute action by the Executive Board of Directors. In extraordinary circumstances the Executive Board may conduct a meeting by electronic means.

Article VII. Society Meetings

Section 7.01 Annual Membership Meeting

The annual membership meeting of this Society shall be held in March at such time and place as may be determined by the Executive Board of Directors. The business conducted at that meeting shall include the election and installation of the Officers, receipt of reports, and any other business that may arise.

Section 7.02 Quorum

Ten percent of members in good standing shall constitute a quorum at Society annual membership meetings.

Section 7.03 Called Meetings of the Membership

Special meetings of the membership may be called by the President, by a majority of the Executive Board of Directors, or upon the written request of ten percent of the members of the Society. Fifteen days notice shall be given to the general membership by those calling a special meeting. Business transacted at any called meeting is limited to the business specified in the call.

Article VIII. Committees

The President may create and shall appoint such committees and their chairs, standing or special, as deemed necessary to carry on the work of the Society, unless otherwise provided in these bylaws. Committees will consist of members of the Society. No committee shall act in the name of the Society without the prior approval of the Executive Board of Directors. Any committee may be terminated by a majority vote of the Executive Board of Directors.

Section 8.01 Standing Committees

- (a) **The Building and Grounds Committee:** The President shall appoint the Chairperson of the Building and Grounds Committee. The Committee shall be responsible for the care, maintenance and security of the building and grounds owned by the Society; shall provide a monthly status report to the Executive Board of Directors prior to Executive Board meeting.
- (b) **The Membership Committee:** The President shall appoint the Chairperson of the Membership Committee. The Committee shall be responsible for processing all membership applications; shall maintain a current record of Society membership and provide a copy of the current membership list to each of the Executive Board of Directors prior to each Executive Board meeting; shall provide a monthly report to the Executive Board of Directors prior to the Executive Board Meeting; shall provide a spreadsheet with the names and addresses of current members for each mailing of the regular Society publications. The Committee shall also be responsible for processing all library and society memberships; shall maintain a current record of libraries and societies with paid or exchange memberships; shall review the exchange societies annually.
- (c) **The Newsletter Committee:** The President shall appoint the Chairperson of the Newsletter Committee. The Committee shall prepare a monthly printed newsletter each

month except December. The newsletter shall contain current topics of interest and information relevant to the general membership.

- (d) **The Quarterly Committee:** The President shall appoint the Chairperson of the Quarterly Committee. The Committee shall prepare a quarterly printed magazine comprised of four issues in each fiscal year. The quarterly shall contain records and historical articles pertaining to Sedgwick County and Kansas.
- (e) **The Correspondence Committee:** The President shall appoint the Chairperson of the Correspondence Committee. The Committee shall answer requests received for copies of Society holdings; and shall provide a monthly report of funds received to the Executive Board of Directors prior to Executive Board meeting.
- (f) **The Publicity Committee:** The President shall appoint the Chairperson of the Publicity Committee. The Committee shall disseminate information regarding the meetings, seminars, workshops, discussion groups, and other public events as appropriate; shall maintain contact with local media to take advantage of opportunities for interviews and articles; shall provide a monthly status report to the Executive Board of Directors prior to Executive Board meeting.
- (g) **The Financial Review Committee:** A committee of at least three members, at least one of whom shall have had accounting training or experience, shall be appointed by the President in December to review the Society's current financial statement, in accordance with current official procedures established by the Executive Board of Directors. It shall report to the Executive Board of Directors in February and to the membership at the annual membership meeting in March.

Section 8.02 Special Committees

The President may create and shall appoint such committees and their chairs as deemed necessary to carry on the work of the Society, unless otherwise provided in these bylaws. The President or the Executive Board of Directors shall require the committee chair to submit a summary report on a periodic basis as determined by the President or the Executive Board of Directors, and one or more of the following: a plan of work, a request for budget or expenses, or recommendations. All Special Committees shall be considered dissolved without special action by the Executive Board of Directors upon presentation of their final report on the assigned project. Any committee may be terminated by a majority vote of the Executive Board of Directors.

Article IX. Gifts Made to the Society

Gifts made to the Society, either from members or other persons, including any grants received, shall be used in accordance with the donor's designation. If necessary, the Treasurer will establish and maintain separate ledger accounts to identify designated gifts. Undesignated gifts shall become part of the general operating account.

Article X. Fiscal Year

The fiscal year of this Society shall begin April 1 and end March 31.

Article XI. Standing Rules

Proposed changes, additions, or deletions to the standing rules must be presented in writing to the Executive Board of Directors for approval by a majority vote of the entire Board. Such rules are for the guidance of the Society Officers, Directors, and members and cannot conflict with these bylaws.

Article XII. Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the conduct of the business of the Society in all cases in which they are not in conflict with the charter and bylaws of the Society.

Article XIII. Amendments

These bylaws may be amended or revised at the annual membership meeting of the Society, or a special membership meeting of the Society called for such purpose, by a two thirds vote of members present and voting provided that the proposed amendment or revision has been distributed to the current membership at least one month in advance of the meeting date, and that notice of said amendment or revision has been published in the previous Newsletter.

Article XIV. Dissolution of the Society

Section 14.01 Procedure

In the event dissolution of the Society appears desirable or necessary, the Executive Board of Directors shall adopt a resolution recommending dissolution of the Society, together with a plan for distribution of assets. The President shall transmit the proposals to the voting members. The procedure for voting and the requirements for approval shall be the same as provided for amending the bylaws, Article XIII – Amendments.

Section 14.02 Limitations on Distribution of Assets

Upon the dissolution of the Society, any assets shall in first priority be applied to final payment and discharge of all liabilities and obligations of the Society. Any assets which are held under stipulations requiring their return, transfer, or conveyance upon dissolution of the Society shall be distributed in accordance with the requirements. Any remaining assets shall be conveyed to one or more similar organizations or institutions then existing within the United States of America which are dedicated to perpetuation of objectives similar to those of the Society and which are specified in the plan of distribution adopted by the Executive Board of Directors. No portion of the Society's assets remaining after satisfying final operating obligations may be conveyed to any individual or to any profit-seeking organization or firm.