

# By-Laws of the Rapid City Society For Genealogical Research

## ARTICLE I. Name

The name of this Society shall be the Rapid City Society for Genealogical Research. It shall operate as a non-profit Society incorporated under the laws of the State of South Dakota.

## ARTICLE II. Object

The object of this Society shall be to preserve and publish the history and genealogies of the families of the Black Hills of South Dakota and to promote genealogical research and interest in Family History.

## ARTICLE III. Membership

Section 1. Membership may be extended to any person interested in promoting the objects of the Society and payment of annual dues.

Section 2. An annual dues shall be paid by each member by January 1<sup>st</sup> of each year. Membership shall be deemed to have elapsed if a member's annual dues are not paid within thirty days (by January 31<sup>st</sup>). A member will be dropped from the membership roll on February 1st, but may be immediately reinstated on payment of dues.

Section 3. Changes in the amount of dues may be recommended by the Board and approved by the membership at any meeting and shall take effect the following calendar year.

Section 4. Each member is entitled to vote on any issue before the Society at any meeting where there is a quorum.

Section 5. An Honorary Life Membership may be given upon recommendation of the Board of Directors and by a three-fourths vote at a regular Meeting of the Society. The honorary membership may be conferred upon any member of the Society in good standing who has rendered notable service to the Society. An honorary life member may have none of the obligations to the Society but shall be entitled to all of the privileges.

## ARTICLE IV. Officers

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

### Section 2. Duties of Officers

A. The **President** shall preside at all regular and special meetings of the Society and Board of Directors and shall name all appointive Officers subject to approval of the Board of Directors.

B. The **Vice President**, in the absence of the President, shall preside at all meetings and assume the duties of the President. The **Vice President** shall Chair the Program Committee.

C. The **Recording Secretary** shall keep a record of the regular meetings of the Society, Board Meetings and any special meetings that are called.

D. The **Treasurer** shall keep an account of money received and disbursed and report same at the regular meetings and make disbursements as directed by the Society and Board of Directors. The **Treasurer** shall use the cash method of bookkeeping and the records shall be audited by the Auditing Committee at the end of each term.

Section 3. Nomination Procedure. The Nominating Committee shall consist of three members and at the regular meeting in September, the President will name a Nominating Chairman. The other two members shall be selected from the floor at this same September meeting. The Nominating Committee shall submit the name of at least one nominee for each elective office at the regular meeting in October. Additional nominations from the floor shall be permitted. All elective officers shall be elected at the annual meeting in November. Their term of office will begin at the January meeting.

Section 4. Office Holding Limitations. Officers shall be elected for terms of one year and may be elected for a second terms of one year. They may serve only two consecutive terms of one year each in an office. Any Officer may be removed for cause by who elected him.

Section 5. Vacancies. All officers' vacancies, whether elective or appointed, will be filled by appointment by the President subject to approval at the next Board of Directors' meeting. A majority vote of the Directors will be required to approve the appointment. Those thus appointed will serve until the next general election and will be eligible for election to the office for which they were appointed, or to any other office for a full term.

#### ARTICLE V. Meetings

Section 1. Regular Meetings. There will be no fewer than nine meetings per year. Meeting times and places will be set by the Standing Rules

Section 2. Annual Meetings. The annual meeting of the Society shall be held each November. Time and place will be set in the Standing Rules.

Section 3. Special Meetings. Special meetings may be called by the President or by the Executive Board. The purpose of the meeting shall be stated in a notice distributed to the membership before the special meeting.

Section 4. Cancellation of Meetings. In an emergency the President or at least three Board Members can agree to cancel a meeting.

Section 5. Quorum. A quorum must be present at meetings to conduct business. A quorum shall consist of at least fifteen members.

#### ARTICLE VI. Board of Directors

Section 1. Composition of Board of Directors. The officers and the committee chairpersons shall constitute the Board of Directors.

Section 2. **The Immediate Past President** shall be an advisor to the President and other officers and shall be a member of the **Board of Directors**.

Section 3. Board of Directors' Duties and Powers. The Board of Directors shall have general supervision of the affairs of the Society between its business meetings, make recommendations to the Society, and perform such other duties as specified in these bylaws.

Section 4. Board Meetings. There will be no less than nine Board Meetings per year. Meetings of the Board of Directors shall be as set in the Standing Rules. Special meetings of the Board may be called by the President or by two of the Board members.

Section 5. Quorum. At any meeting of the Board of Directors a quorum will consist of at least 3 members of the Board, one of whom will be the President or Vice-President.

#### ARTICLE VII. Committees

Committees, standing or special, may be established by the Society as needed. The chairpersons of these committees shall be appointed by the President and the President shall be an ex officio member of all committees except the Nominating Committee.

### ARTICLE VIII. 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 not inconsistent with these bylaws and any special rules of order the Society may adopt.

### ARTICLE IX. Amendment of Bylaws

These bylaws may be amended at any regular meeting of the Society by a two-thirds vote, provided there is a quorum and that the amendment has been distributed to members and then submitted in writing at the immediate previous regular meeting.

*By-laws first made in January 1974; Article V concerning term of office amended 17 November 1978; office of Membership Steward added 21 November 1980; Article V concerning Vacancies added 17 November 1995.; Update approved 15 March 1996. Changes in Dues structure amended 21 February 1997, approved 21 March 1997. Addition to Article V approved November 1999. Change in Article IV approved November, 2009 meeting. A complete revision and update of these By-Laws approved 18 Oct., 2012 by the membership to take effect on 1 Jan. 2013.*