

BYLAWS

SANTA BARBARA COUNTY GENEALOGICAL SOCIETY, INCORPORATED

ARTICLE I

The name of this corporation is SANTA BARBARA COUNTY GENEALOGICAL SOCIETY, INCORPORATED. The Society is a non-profit organization incorporated under the Non-profit Public Benefit Corporation Laws' of the State of California.

ARTICLE II PRINCIPAL OFFICE AND OTHER OFFICES

- Section 1 The principal office for the transaction of the business of the Society in California is hereby fixed and located in Santa Barbara County, California.
- Section 2 Branch or subordinate offices may, at any time, be established at any place or places where the Society is qualified to do business.

ARTICLE III MISSION AND RESTRICTIONS

- Section 1 The mission of this corporation shall be to enhance understanding and appreciation of ethnic and cultural diversity within the community through the study of family history by maintaining a library for worldwide research and by providing educational opportunities to all interested persons.
- Section 2 Restrictions:
- a. The Society shall be non-political, non-partisan, and non-discriminatory.
 - b. The Society shall not disburse any gains, profits, or dividends to any of its members.
 - c. The Society shall not engage in the practice of lobbying.

ARTICLE IV BOARD OF DIRECTORS

- Section 1 The governing body of the Society shall be a BOARD OF DIRECTORS consisting of not fewer than fifteen (15) nor more than twenty-one (21)

members, including the six (6) elected officers, and up to fifteen (15) appointed directors. The Board of Directors shall be directly responsible at all times to the membership of the Society and shall keep the membership fully informed of all activities of the Board of Directors.

- Section 2 The President, with the approval of the elected officers, shall appoint up to fifteen (15) additional Directors-at-Large.
- Section 3 The appointed directors shall serve for one (1) year unless reappointed. There is no term limitation for the appointed directors.
- Section 4 The Board of Directors shall meet monthly or as required.
- Section 5 A quorum of the Board of Directors for the transaction of business shall consist of a majority of members including at least three (3) elected officers.
- Section 6 Except as otherwise provided herein, all actions of the Board of Directors shall be by a simple majority of those present.

ARTICLE V ELECTED OFFICERS

- Section 1 The elected officers of the Society shall be President, Past President or President-Elect, Vice-President/Programs, Vice-President/ Membership, Secretary and Financial Officer.
- a. The PRESIDENT shall be the chief executive officer of the Society and shall, subject to the approval of the Board of Directors, have general authority, supervision, direction, and control of the business and affairs of the Society. The President shall perform such other duties as may be required by the Articles of Incorporation or Bylaws of the Society.
- b. The PAST PRESIDENT or PRESIDENT-ELECT shall in the absence or disability of the President, assume the office of the President for the remainder of his or her term, and shall perform all duties of, have the powers of, and be subject to all restrictions upon, the President. If the office of President is so filled by the Past President then serving on the Board of Directors, the most recent preceding Past President willing and able to serve shall assume the office of Past President.
- c. The VICE-PRESIDENT/PROGRAMS shall arrange for the monthly meetings of the Society.

d. The VICE PRESIDENT/MEMBERSHIP shall oversee all membership activities of the Society, including recruitment and retention of members and collection of dues, and shall maintain, or cause to be maintained, the membership records of the Society.

e. The SECRETARY shall record the business, keep the corporate records, and manage the correspondence of, the Society.

f. The FINANCIAL OFFICER shall manage the finances of the Society and keep, or cause to be kept, adequate and correct accounts of the properties and business transactions of the Society.

In addition to the general powers and duties provided above, the elected officers shall have such other powers and perform such other duties as may be prescribed by the Board of Directors.

Section 2 TERMS OF OFFICE

a. The President shall be elected to serve one year as President Elect; followed by a two year term of office as President and shall not serve more than two consecutive terms as President; upon completion shall serve one additional year as Past President.

b. The Vice-President/Programs, Vice-President/Membership, Secretary and Financial Officer shall be elected for a two (2) year term or until their successors are elected. These officers shall not serve more than two (2) consecutive terms in the same office.

Section 3 ELECTION OF OFFICERS

a. A Nominating Committee of five (5) members shall be appointed by the Elected Officers with approval of the Board of Directors at the February meeting of the Board of Directors or some other time as needed. Two members of the Nominating Committee shall be members of the Board of Directors, and the remaining three members shall be Society members at large. No person shall serve more than two (2) consecutive years as a member of the Nominating Committee.

b. The slate of officers proposed by the Nominating Committee shall be made known to the members prior to the annual meeting in May. Additional nominations may be made from the floor with the consent of the person nominated.

c. Only members in good standing shall be entitled to vote. Such vote may be by voice or by ballot upon request by any member. The candidates receiving the highest number of votes shall be elected.

Section 4 VACANCIES

a. If the office of President becomes vacant, then the President-Elect shall assume the office of President for the remainder of the unexpired term. If there is no President-Elect, then the Board of Directors shall appoint an interim President until the next election.

b. Permanent vacancy of other offices of the Society shall be filled for the remainder of the unexpired term by appointment of the Board of Directors.

ARTICLE VI MEMBERSHIP

Section 1 Any person interested in the *purposes* of the Society shall be eligible for membership in the Society. Applicants for membership must remit the annual dues with their application.

Section 2 Memberships shall be classified into six categories: 1) Individual; 2) Family, defined as two (2) persons in one household; 3) Friend; 4) Donor; 5) Patron; 6) Life. Dues shall be paid annually for the fiscal year for membership in any category except Life, which shall be paid only once in the member's lifetime.

Section 3 The Board of Directors shall set the amount of annual dues payable, subject to approval by the membership.

Section 4 Honorary memberships may be issued at the discretion of the Board of Directors.

Section 5 Any member who fails to pay dues when they become due shall be notified by written notice mailed to the member's last known address. If dues are not fully paid within thirty (30) days from the mailing of such notice, then the membership and all incidental rights and privileges of the member shall immediately terminate without further notice.

Section 6 Membership in the Society is not transferable or assignable.

Section 7 In addition to the provisions of Section 5 of this Article, a member may be suspended for cause at any time, without advance notice, by the Board of Directors, if that body shall deem such suspension to be in the best interest of

the Society. The Board of Directors shall immediately notify a member so suspended, in writing, of the suspension. A suspended member shall thereafter be entitled to a reasonable opportunity to be heard, either in person or in writing, by the Board of Directors, or a committee appointed by it, concerning the misconduct of which the member is accused. The Board of Directors may thereafter continue for a definite term or terminate the suspension, or it may expel the member. The Board of Directors' decision shall be final.

**ARTICLE VII
FISCAL**

- Section 1 The Financial Officer shall submit a budget for the fiscal year to the Board of Directors. Upon approval of the Board and more than ten (10) percent of the members, the Financial Officer may execute the budget without further approval. No monies except as identified in the budget shall be disbursed without formal Board approval.
- Section 2 The Financial Officer shall ensure that internal controls are in place to safeguard the Society's receipts, disbursements, and financial assets.
- Section 3 The books of accounts shall at all reasonable times be open to inspection by any member in good standing.
- Section 4 The books of accounts shall be reviewed at the end of the Financial Officer's term of office by an independent accountant appointed by the President and approved by the Board of Directors. The review shall start at the close of the fiscal year. The books of accounts shall also be reviewed if a change in Financial Officer takes place other than at the end of the fiscal year. The accountant shall submit a written report to the President detailing the findings and the recommendations.
- Section 5 The Financial Officer shall present a written report to the Board of Directors at the end of the fiscal year.
- Section 6 The fiscal year for the Society shall begin July 1st of each year and end June 30th of the next calendar year.

**ARTICLE VIII
MEETINGS OF MEMBERS**

- Section 1 Regular meetings of the Society's membership shall be held monthly with the exception of August
- Section 2 The annual meetings of the membership shall normally be held in the month of May. The President with the approval of the Board of Directors, shall designate time, place, and other arrangements regarding the annual meeting.
- Section 3 There may be such special meetings called as the President or the Board of Directors may deem necessary, or by a signed petition of not less than five (5) percent of the membership. All members shall be notified of the time, place, and purpose for which the meeting is being called.
- Section 4 A quorum of the membership for the transaction of business shall be ten

(10) percent of the membership of the Society including at least one (1) elected officer.

Section 5 The rules contained in the current edition of *Robert's Rules of Order* shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with these Bylaws or other special rules of the Society.

ARTICLE IX LIMIT OF RESPONSIBILITY

The Society shall not be responsible for obligations incurred without the prior approval of the Board of Directors.

ARTICLE X AMENDMENT OF BYLAWS

These Bylaws may be amended at any regular meeting of the Society by a majority of those members present, provided that the membership has been notified of the proposed changes prior to the meeting.

ARTICLE XI DISSOLUTION

Upon the dissolution of the Society, its assets remaining after payment, or provision for payment, of all debts and liabilities shall be distributed to a non-profit fund, foundation, or corporation which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code and the related provisions of the California Revenue and Taxation Code.

Approved by Board of Directors on

Adopted by Society Membership on _____

SANTA BARBARA COUNTY GENEALOGICAL SOCIETY

STANDING RULES

1. The Regular Meetings of the Society's Membership shall be held on the third Saturday of each month, except that in August no meeting shall be held.
2. The regular monthly meeting of the Board of Directors shall be held on the Friday immediately preceding the Regular Meeting of the Membership.
3. The annual dues for the Fiscal Year beginning July 1st shall be for: Individual, \$40; Family,; Friend,; Donor, \$75; and Patron, \$150. (In the year 2000 the dues will begin August 1st.)
4. New members joining the Society after February 1st shall pay one-half (1/2) the annual dues.
5. Membership dues paid to outside organizations shall first be approved by the Board of Directors.
6. Commercial or non-Society use of published membership lists is not permitted.
7. The editors of *Ancestors West* and *Tree Tips* shall be appointed by the President with the approval of the Board of Directors.
8. After approval by the Board of Directors, the annual budget shall be presented to the Society's Membership for adoption at the Regular Meeting held in the month of July.
9. Payment for any expenditure in excess of \$200, which has not been budgeted, must be approved by the Board of Directors.
10. The Board of Directors shall adopt written policies governing various activities of the Society, including library use, endowment management, vendor sales, special interest groups, etc.
11. The Society's Bylaws shall be reviewed as needed by the Parliamentarian or others appointed by the President. Any proposed amendments to the Bylaws shall be presented for adoption by the Membership at the next Regular Meeting following approval by the Board of Directors.
12. The Standing Rules shall be reviewed and amended as needed by the Board of Directors.

Standing Rules Approved by the Board of Directors on April 21, 2000

Updated June 2005 to include the increase in membership dues.