

***BYLAWS OF THE
BLACK FAMILY GENEALOGY AND
HISTORY SOCIETY***

As Amended February 12, 2022

**BLACK FAMILY GENEALOGY
AND HISTORY SOCIETY**

Phoenix, AZ



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**BYLAWS OF THE
BLACK FAMILY GENEALOGY AND HISTORY SOCIETY
As Amended XXXXXX 2022**

ARTICLE I: INCORPORATION AND NAME

The name of the Society shall be Black Family Genealogy and History Society, which is incorporated as a nonprofit educational society under the laws of the State of Arizona, and shall follow all rules and regulations of the Internal Revenue Service Code Section 501(c)(3).

ARTICLE II: OBJECTIVES

The objective of Black Family Genealogy and History Society (BFGHS or the Society) is to establish, encourage, and promote interest in family history and genealogy, particularly that of African Americans. BFGHS is an educational society, which communicates ethical standards and scientific methods of conducting genealogical research. BFGHS provides guidance on how to archive and preserve documents and information.

ARTICLE III: MEMBERSHIP

Section 1. Membership. Membership is open to any adult (18 years of age or older) person upon application who is willing to subscribe to its bylaws and upon payment of dues.

Section 2. Classifications of Membership. There will be four (4) classifications of membership in the Society: Individual, Family, Institutional, and Lifetime membership.

- A. Individual - a member is entitled to attend and vote at any Business, Annual, or Special meeting.*
- B. Family – membership may be granted up to two adults living in the same household. Each family member is entitled to attend and vote at any Business, Annual, or Special meeting.*
- C. Institutional – membership may be granted to any Library, Society, or Institution, that is interested in the objectives of the Society. Institutional members are not entitled to vote at any meeting and are not entitled to appoint a representative to stand for office in the Society.*
- D. Lifetime membership – refer to the membership application for terms and fees.*

Section 3. Dues. Dues shall be for the calendar year January 1 to December 31. The Board, with approval of the membership, shall recommend any dues increase/changes by November 1st of each year. Dues will be considered past due after December 31, and the names of the members, who are out of compliance, will be removed from the membership roster.

ARTICLE IV: OFFICERS

Section 1. Elected Officers. The elected officers of BFGHS are President, Vice President, Recording Secretary, Corresponding Secretary, Financial Secretary, and Treasurer. The elected officers shall be known as the Executive Board.

Section 2. Election of Officers. The election of Officers will take place at the annual business meeting in November. Officers shall be elected by a majority vote of members present. No proxy votes shall be used or recognized. Newly elected officers will begin their duties January 1st of the next year.

Section 3. Duty of Officers. The Officers and Board shall perform their duties as stated in the governing documents of the Society and follow the latest edition of Robert's Rules of Order during all BFGHS business meetings. The governing documents of the Society are the Bylaws, Policy and Procedures Manual, and Financial Handbook.

Section 4. Selection of Officers. Only members in good standing (paid membership dues for the current year), who have been members of BFGHS for at least one year may be nominated as an officer. The officers shall be elected to serve a term of two years. No individual member or officer may serve more than two (2) consecutive terms for the same office.

Section 5. Vacancies. If a vacancy occurs during the year, on the executive board, the President shall appoint a replacement, with Board approval. The appointed officer will fill the position for the remainder of the term. The Vice President will fill the office of the President should the President's position become vacant.

ARTICLE V: MEETINGS

Section 1. Board Meetings. There shall be a minimum of four (4) Board meetings a year. The President may call additional meetings. The President is responsible for scheduling the date, time, and location of each Board meeting. Members are welcome to attend Board meetings. If a member requests to be added to the agenda of a Board meeting they must notify the Board at least twenty-eight (28) days prior to the next Board meeting.

Section 2. Executive Board Meetings. The Executive Board shall meet quarterly. The President is responsible for scheduling the date, time, and location of each meeting.

Section 3. Annual Business Meeting. The annual business meeting shall be held in November of each year. Election of new officers for the Society will be held, along with approval of the annual budget, and any other business items at that time. The President may schedule additional business meetings throughout the year.

Section 4. Special Meetings. The President, the majority of the Board, or 10% of the membership, may call a Special meeting. The reason for the Special meeting must be stated and communicated to the members at least twenty-eight (28) days prior to the Special meeting.

Section 5. Quorum. A quorum is the majority of the membership in attendance at an annual, business, or special meeting. A quorum of a Board/Executive Board meeting shall consist of the President, and two (2) additional members of the Executive Board.

Section 6. Electronic Meetings. As a guide to maintain parliamentary procedures, the current version of Robert's Rules of Order newly revised editions, will be used to construct the Society's electronic meeting procedures. If any changes to Federal rules, State rules, or procedures are published in the future, the stated electronic meeting procedures will be updated, and/or modified to bring the stated procedures up to current standards, or to bring them into compliance.

Section 7. Board, Executive Board, and Committee Meeting Locations. Board, Executive Board, and Committee meetings, may be held at a designated venue with dates and times of each scheduled meeting posted on the website of the society. Meetings may also be conducted using videoconference, teleconference and audioconference formats.

Section 8. General and Business Meeting Locations. General and Business meetings may be held at designated venues with dates and times of each scheduled meeting posted on the website of the society. Meetings may also be conducted using a videoconference electronic platform, where participants are able to see one another. Dates and times of scheduled videoconference meetings will be posted on the website of the society. BFGHS will adhere to the terms of agreement for each videoconference company or email service used, along with current privacy and copyright infringement laws.

ARTICLE VI: COMMITTEES

Section 1. Standing Committees. BFGHS shall maintain the following standing committees along with their responsibilities as stated in the Policy and Procedures manual. The President shall announce the committee chairperson for each standing committee at the beginning of each year.

Section 2. Membership Committee. The Membership Committee shall maintain the society's membership records and the status of the membership. The Vice President is a member of this committee and shall submit a report at each Board meeting. The Membership Committee shall consist of the Vice President and at least two (2) additional members.

Section 3. Budget and Finance Committee. The Budget and Finance Committee shall prepare the annual budget for the Board's approval. They shall oversee and implement the society's financial policies and procedures. The Financial Secretary is a member of this committee and shall submit a report at each Board meeting. The Budget and Finance Committee shall consist of the Financial Secretary, the Treasurer, and at least one (1) additional member.

Section 4. Editor/Program Committee. The Editor/Program Committee shall schedule all BFGHS activities for the master calendar. The Program Committee shall publish the quarterly newsletter. The chairperson from the Program Committee shall submit a report at each Board meeting. The Program Committee shall consist of a chairperson, and at least two (2) additional members.

Section 5. Webmaster/Social Media/Information and Technology Committee. The Webmaster/Social Media/Information and Technology Committee (IT) shall maintain the BFGHS website. The IT committee shall oversee the social media entities for the society. The IT committee chairperson shall submit a report at each Board meeting. The IT committee shall consist of a chairperson, and at least two (2) additional members.

Section 6. Bylaws Committee. The Bylaws Committee will review and provide recommendations of revisions/changes to the Bylaws, Financial Handbook, and Policy and Procedures Manual of the Society. A draft of the proposed revisions/changes to the governing documents when applicable will be emailed to the membership at least 28 days prior to a vote on said revisions/changes. The Chairperson and committee will work with the Corresponding Secretary to ensure the approved revisions and/or changes related to the governing documents are emailed to the membership. as well as the webmaster to upload onto the website. The committee chairperson shall submit a report at each Board meeting. The Bylaws committee shall consist of a chairperson, and at least two (2) additional members.

Section 7. Audit Committee. (Special Committee) Once a year the Audit Committee shall review the accounts of the Treasurer, as stated in the BFGHS' financial handbook. The report shall be prepared to present to the membership at the November Annual Business meeting. The committee shall consist of three (3) members appointed by the President who do not hold the Board positions of Treasurer, Financial Secretary, President or Vice President.

*Section 8. Nominating Committee. (Special Committee) The President shall appoint the chairperson of the Nominating Committee at the first Board meeting of the year. After the chairperson is appointed, the first duty of the chairperson is to select members for the committee. The Nominating Committee shall oversee the election of officers. The Nominating Committee should not have fewer than (4) four members. When applicable, the Nominating Committee shall have one member from each Chapter. The Nominating Committee shall perform their duties only during election years of the executive board. The President is **not ex-officio** of this committee. The President may not become a member of this committee.*

Section 9. Miscellaneous Committees. Other Committees, Standing, or Special may be established as needed by the President. The President shall appoint the chairperson of these committees. The President is an ex-officio member of all committees except for the Nominating Committee.

ARTICLE VII: CHAPTERS

*Section 1. Establishment. Any ten (10) or more members of BFGHS may apply in writing to the Board for recognition as a Chapter. Upon Board approval communicated in writing the Chapter **shall**:*

- A. Ensure that each member of the Chapter is a member of BFGHS.*
- B. Appoint a delegate from the Chapter to attend Board meetings and provide a written report of the Chapters' activities.*
- C. Submit an annual budget to the Treasurer/Finance Committee and Board for approval.*
- D. Follow the governing documents of the Society which consist of The Bylaws, The Financial Handbook, and The Policy and Procedures Manual.*

Section 2. Activities. A Chapter may plan its own meetings, projects, programs, leadership teams, and operating procedures without the approval of the Board. A Chapter must notify the Program Committee of their activities to be added to the master calendar.

Section 3. Petty Cash Fund. All Chapters shall have a petty cash fund of \$ 100.00 to directly pay all vendors, speakers, and suppliers. Any amounts paid in excess of the petty cash fund must have prior approval of the Board.

Section 4. Dissolution. In the event a Chapter decides to dissolve, a representative of the Chapter must forward all records, accounts, petty cash, and files to the Board.

Section 5. Conduct. Any complaints of a Chapter's non-adherence to the Bylaws, Policies of the Society, or participation in actions, which may jeopardize the non-profit status of the Society upon investigation, will result in termination of the Chapter.

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 in which they are applicable and which do not supersede the governing documents of the society and the laws of the State of Arizona.

ARTICLE IX: BYLAWS

These Bylaws may be amended, corrected, or rescinded, in writing after the first meeting of the Board each year. A majority vote of members present at any Business Meeting is needed to change the Bylaws. Due notice (28 days) of the proposed amendment, correction, or rescinded items shall be presented to the membership prior to voting on the changes to the Bylaws.

ARTICLE X: DISSOLUTION OF THE SOCIETY

Upon the Dissolution of the Society, the Board shall, after paying all liabilities, dispose of all assets of the society in accordance with Section 501(c)(3) of the Internal Revenue Code.

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