

BOSQUE COUNTY GENEALOGICAL & HISTORICAL SOCIETY

CONSTITUTION & BY-LAWS

Article I – Name, Fiscal Year and Purpose

Section 1. Name: The name of this organization shall be BOSQUE COUNTY GENEALOGICAL AND HISTORICAL SOCIETY (“BCGHS”) formerly known as Bosque County Genealogical Society (“BCGS”).

Section 2. Fiscal Year: The Bosque County Genealogical and Historical Society's (“Society”), fiscal year begins January 1 and ends December 31 of each calendar year.

Section 3. Purpose: The Society is a not-for-profit educational organization promoting an interest in genealogy and history in order to perpetuate the memory of our ancestors and their contributions to the cultural heritage of our country.

The purposes of the Society are:

- a. To locate, collect, acquire, record, conserve, index, reproduce and publish materials pertaining primarily to the United States and Texas and especially to Central Texas and Bosque County.
- b. To associate as members, persons interested in researching their family heritage; to educate members in the preparation and publishing of genealogies, family histories and local histories.
- c. To make donations, by publication, acquisition, or memorial, to museums, public libraries, archives, and private research collections which are open to use by the public and are exempt organizations under section 501 (c) 3 of the Internal Revenue Code.
- d. To publish a newsletter, journal, or special manuscripts useful to family researchers and scholars.

Article II - Depository

The principal office of the Society shall be at the Meridian Independent School District Administration Building, 201 Second Street, Meridian, TX 76665.

Article III– Membership and Dues

Section 1. General: Membership is by calendar year and is not transferable. Membership shall be open to all persons supporting the purposes of the Society. Membership shall be subject to such limitations as the Society may impose without regard to sex, race, color, creed, or national origin of individuals. Membership shall be extended upon receipt of a completed membership form and the payment of at least one year’s dues. The Society reserves the right to deny membership to any person or group whose purpose conflicts with the Society’s mission.

Section 2. Categories: Members shall be accepted according to the procedures set forth by the Board of Directors (“Board”) in the following categories.

- A. Individual Member: Any person who is not a member in another category.
- B. Household Member: Any two persons residing at the same address.

Section 3. Benefits: The Board of Directors will determine the benefits to be extended to members.

Section 4. Dues: The Board of Directors will determine the amount of annual dues payable to the Society by members of each category. Such dues shall be determined for the following year and published no later than October for the following year.

Section 5. Payment of Dues: Dues are payable initially upon application for membership and annually thereafter as defined by the Board of Directors. Current members who fail to renew before their membership expires are considered delinquent and their membership shall be terminated for non-payment of dues. Membership shall run from Jan 1 – Dec 31.

Section 6. Members in Good Standing: A member in good standing is one whose current dues are paid and who complies with the provisions of the Articles of Incorporation and Bylaws.

Section 7. Resignation and Removal of Members: A member of the Board of Directors may resign from the Society by delivering a written resignation to the President or the Secretary, and thereupon membership shall terminate. Any member may be removed from membership or from office for conduct detrimental to the interest of the Society by affirmative vote of three-fourths of the Board of Directors, registered in person or by written at any regular or special meeting called for that purpose. Such member must be notified in writing by certified or registered mail, at least thirty (30) days prior to such meeting at which removal is to be proposed and voted upon. The member shall be entitled to appear before and be heard at such a meeting.

Article IV - Organization and Operation

Section 1. Board of Directors: The Society is governed by the Board of Directors. The Board of Directors shall consist of elected Officers. As their authority is directly derived from the membership, the only voting members the Board shall be the elected Officers. It shall require a two-thirds vote of the membership present to alter a decision passed by the Board.

Section 2: Authority and Duties of the Board: The Board shall manage the business and financial affairs of the Society and authorize disbursements not provided for in the approved budget.

Section 3. Qualification of Elected Officers: No person shall serve as an elected Officer who has not paid dues to the Society before such dues become delinquent. All Officers must have been a dues-paying member in good standing.

Section 4. Term of Office: Elected members of the Board of Directors shall serve for two years beginning on January 1.

Section 5. Board of Directors: The Board of Directors shall have, in addition to such powers as hereafter conferred on it, all such powers as may be exercised by the Society, subject to the provisions of the By-Laws. The Board shall have the power:

1. To purchase or otherwise acquire property, rights, or privileges for the Society, which the Society has power to take, at such prices and on such terms as the Board may deem proper.

2. To pay for such property, rights or privileges in whole or in part with money, notes, or by the delivery of other property of the Society.

3. To enter into contracts in the name of the Society, to borrow money in the name of the Society, and to do every act and thing necessary to effectuate the same.

4. To determine by whom and in what manner the Society's bills, notes, receipts, acceptances, endorsements, checks, releases, contracts, or other documents shall be signed.

The Board of Directors shall supervise the Society's activities and have full authority to direct its operations between the annual Business Meetings of the general membership and shall consist of all elected Officers.

Section 6. Immediate Past President: The immediate Past President shall assume the role of advisor and consultant to the President and other Officers in carrying out the activities of the Society and shall be a non-voting member of the Board of Directors. At the request of the President he or she may preside over special meetings, advisory boards, or committees.

Section 7. Former Presidents: All other former Presidents who qualify as members of the Society shall be eligible to serve on the Board of Directors if they so wish. Such former Presidents shall not have a vote but serve only in an advisory capacity. A Former President is eligible to be elected to an open board position at the discretion of the nominating committee and the general membership or to be appointed to an open Board position upon approval of the Board of Directors as stated in these bylaws. If they are voted or appointed to fill a Board position, they become a voting director for their term of office in this position.

Section 8. Appointments to the Board of Directors: The President may appoint certain members to the Board of Directors. Appointments to the Board of Directors shall be non-voting positions.

Section 9. Attendance: A member of the Board who fails to attend three regular Board meetings in a term without an excuse acceptable to the Board shall be considered to have resigned. The Board, by a two-thirds majority vote, may remove any Officer or Director from the Board for what that Board deems to be excessive absences or other actions that negatively affect the Society's purpose or activities.

Section 10. Vacancies: Any vacancy occurring on the Board of Directors shall be filled by the Board of Directors. A member selected to fill a vacancy shall serve for the unexpired term of his or her predecessor.

Article V– Officers

Officers will consist of a President, Vice-President, Secretary, Treasurer, and Newsletter/Quarterly Editor and Librarian/Archivist elected during the Annual Business meeting for term of two years. If the election of officers cannot be held at the proper meeting, it shall be held as soon thereafter as conveniently possible. New offices may be created and filled at any meeting of the membership. Each officer shall hold office until his successor shall have been duly elected and able to begin service. Any fully qualified member will be considered as eligible to hold office.

Article VI – Duties of Officers

Section 1. The officers shall perform the duties prescribed by these bylaws, by the parliamentary authority and such other duties as shall be ordered by the chapter.

Section 2. The President shall preside at all meetings of the Society. The President will appoint chairmen of committees as stated in the By-Laws and other committees as needed. The chairmen of the committees shall report directly to the President.

Section 3. The Vice President shall preside in the absence of the President or at the request of the President. Should the President for any reason vacate the chair, the Vice-president will fill the vacancy and become President. The Vice President will be in charge of programs for meetings of the Society.

Section 4. The Secretary shall attend all meetings and record the minutes of each meeting and read the minutes of the previous meeting; record the activities of the Board of Directors and report these to the members; record all the names of those persons making and seconding motions; record all changes in the By-laws and give a copy of these to the President; and preserve the minutes in such a way that they can be referred to at any time in the future. The Secretary will devise or secure such forms as may be required to record genealogical data of and for members. The Secretary will be responsible for all correspondence to and from the Society.

Section 5. The Treasurer shall have custody of funds of the Society and collect all moneys due the Society and deposit them to the Society's account; keep accurate records of receipts and disbursements; maintain a record of membership dues and contributions. The Treasurer will make a report at each meeting of the bank balance and funds disbursed and give a copy of the financial report to the President at each meeting. The Treasurer or President will be able to sign all checks.

Section 6. The Newsletter/Quarterly Editor shall collect, edit, print and prepare for distribution any quarterly, newsletter, journal or bulletin and such other papers, pamphlets or books for the Society; shall keep records of orders for any of the Society's publications, address and mail Society publications.

Section 7. The Librarian/Archivist shall receive all books, catalogues, and other materials donated to or purchased by the Society. They shall keep an up-to-date listing of all acquisitions and advise the President and the Board on how well the Society is meeting its preservation objectives. They shall maintain the Society archives in safe permanent storage including past minutes, documents, publications, papers, and books as required by United States law, Texas law, and these Bylaws; and perform other duties and responsibilities as assigned by the President and the Board.

Article VII – Committees

Section 1. Ad Hoc Committee Membership: Committee membership shall be open to all members of the Society. Special advisors and ex-officio members may serve on committees but shall have no vote. Committee Chairs are appointed by the Board of Directors. Committee Chairs are non-voting members of the Board of Directors.

Section 2. Term of Service: Each committee member will continue to serve until such committee shall be either terminated, or until such member is removed from such committee or cease to qualify as a member. Vacancies shall be filled by appointment by the President or Committee Chair for the unexpired part of the term.

Section 3. Standing Committees: The Board of Directors may designate one or more standing committees. The funding limit for each committee shall be established in the Annual Budget. Committees are not authorized on their own authority to commit time, funds, or property of the Society, or establish policy. The committees include but are not limited to:

- D. Membership Committee: The Board of Directors shall appoint a Membership Committee. The committee shall coordinate Society efforts to develop the general membership.

B. Nominating Committee: The Board of Directors shall nominate for approval by the Board three members to serve on the Nominating Committee. This committee shall present nominations for Officers during the Annual Business Meeting.

C. Marketing and Publicity Committee: The President shall appoint the committee and designate one member as the chair. This committee shall be responsible for the marketing and publicity for the Society, including posting on the Society's blog and social media platforms under the guidelines of the assigned Chair.

Section 4. Special or Ad hoc Committees: The President shall have the authority to designate and appoint ad hoc committees for special functions and terminate such committees after they have served their purpose. The President designates the Committee Chair; the Committee Chair selects members for the committee. The committees may include but not be limited to:

- A. Special Projects Committee.
- B. Website Committee.
- C. Bylaws Committee.
- D. Historical Preservation/Scrapbook Committee

Article VIII- Meetings

Section 1. The organization will meet Quarterly, with the time, place, and agenda being announced by the president or the Board of Directors. Special programs, workshops, trips and business meetings may be called. Such meetings must be announced at least two weeks in advance. Notification will be made by e-mail, by phone, in person or via the U.S. postal service. A notification mailed, left on answering machine or sent by Email will be considered as received. A quorum will consist of the dues paying members present at any meeting in which the membership has been duly notified. The Annual Business meeting will be considered to be the annual meeting, unless the membership is otherwise advised. The current edition of Robert's Rules of Order shall be used in any situations not provided for in the By-laws.

Section 2. Annual Business Meeting: Voting members of the Society shall be called to meeting at least once each calendar year for the purpose of conducting such business as may come before the Society. The date and place of the Annual Business meeting shall be determined by the Board of Directors. Announcement of the meeting shall be published digitally or in print at least thirty days prior to such meeting. Should the Annual Business Meeting be cancelled, a succeeding meeting may be called following the requirements of special meetings in these Bylaws.

Section 3. Board Meetings: The Board of Directors shall meet as frequently as the business of the Society may require.

Article IX – Endangering Tax Exempt Status

Section 1. Endangering Tax-exempt Status: No member or employee of the Society shall take any action or carry on any activity on behalf of the Society that would place the Society in jeopardy as to its tax-exempt status with the State of Texas or the Government of the United States.

Section 2. Prohibition Against Indicating Affiliation: No member or activity which engages in the collection of funds for services of any kind may indicate an affiliation with the Society, or use the Logo, Seal, equipment, data, or funds of the Society without the prior written approval of the Board of Directors.

Section 3. Prohibition Against Sharing in Society Earnings: No member or employee or any person connected with the Society, or any other private individual shall receive at any time any of the net earnings or pecuniary benefit from the operation of the Society, provided that this shall not prevent the payment to any such person such reasonable compensation for services to the Society. No such person or persons shall be entitled to share in the distribution of any of the Society assets upon the dissolution of the Society.

Article X - Dissolution

In the event the members of the Society vote to terminate its membership and dissolve its assets, all remaining assets shall be donated to the Southwest Collection at Texas Tech University, 2805 15th St., Box 41041, Lubbock, Texas 79409-1041. The officers at the time of dissolution shall preside in the transfer of assets.

Article XI – Amendments

These By-Laws may be amended, altered, repealed, or added to at any regular meeting of the Society by a majority two-thirds vote of the membership present at such meeting. However, no proposed amendment shall be voted upon unless it shall have been presented in writing to the membership of the Society at least 30 days preceding the meeting at which a vote is to be taken on such revision.

These Bylaws supersede all Bylaws, Amendments and Revisions to date.

Revised Bylaws of the Bosque County Genealogical & Historical Society were:

Adopted by a majority of the General Membership at its regular meeting on: October 25, 2018

Amended July 13, 2019

Amended November 14, 2019

Amended July 9, 2022

Amended July 8, 2023

Attest: Acting Secretary

President **Date**

Secretary **Date**