

**By Laws of the
Montgomery County Genealogical & Historical Society, Inc.
as approved by Members on May 11, 2010**

**ARTICLE I
Incorporation**

The name of the Society shall be Montgomery County Genealogical & Historical Society, Inc. (MCG&HS). The Society is a non-profit, tax-exempt organization chartered under section 501C(3) of the Internal Revenue Code and organized exclusively for charitable and educational purposes and nonprofit activities. The fiscal year of the Society shall begin on the first day of January and end on the last day in December in each year.

**ARTICLE II
Purpose**

The purpose of this organization shall be to locate, research, record, preserve and publish genealogical and historical records, to promote public awareness of genealogy and knowledge of genealogical research through education, and to support the genealogy department of the Montgomery County Memorial Library, the official repository of all original records held by the Society.

**ARTICLE III
Membership and Meetings**

Section 1. Membership shall be open to any person or business interested in subscribing to the purposes of the Society by payment of annual dues to the Treasurer of the Society. A family membership shall consist of persons residing in the same household. A student membership shall be for any student in school. Membership shall be effective from January 1 through December 31. A corporate membership shall be for a business.

Section 2. Annual dues shall be set by the Board of Directors with approval of the membership.

Section 3. Life memberships may be bestowed by the Board of Directors upon those persons found to be deserving of special recognition. Life memberships shall carry the same privileges of a regular membership.

Section 4. Regular meetings of the Montgomery County Genealogical & Historical Society, Inc. will normally be held monthly at such time and place designated by the Board of Directors. Special meetings of the membership may be called by the President, the Board of Directors, or not less than one tenth of the membership having voting rights.

Section 5. An active member has paid dues and is in good standing with voting rights.

Section 6. Only active members may hold office.

Section 7. All meetings shall be conducted by current Roberts Rules of Order.

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**ARTICLE IV
Board of Directors**

Section 1. The affairs of the Montgomery County Genealogical & Historical Society, Inc. shall be managed by its Board of Directors.

Section 2. The Board of Directors shall consist of the officers of the Society. Each position on the Board of Directors shall be a two year term. No person shall serve for more than two consecutive terms as President.

Section 3. The five Directors at Large shall be elected for two year terms on a staggered basis so that three Directors at Large are elected in even years and two Directors at Large are elected in odd numbered years. Any Director at Large who is elected to an office shall immediately resign from his Director at Large position so that a new Director at Large may be elected to fill his/her unexpired term. No person may serve as both an officer and a Director at Large on the Board of Directors.

Section 4. The office of Editor of *The Herald* shall be a Board position appointed by the President.

Section 5. The Board of Directors shall meet within ten (10) days prior to a regular membership meeting. Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board may designate the place for holding any special meetings. All Board members shall be notified prior to any special meeting.

Section 6. Six members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board

**ARTICLE V
Officers**

Section 1. The officers of the Society shall be:

- a) President – Preside over meetings
- b) First Vice President – Program Chairman
- c) Second Vice President – Publicity Chairman
- d) Third Vice President –Membership Chairman
- e) Treasurer – Custody of funds and accounting records
- f) Recording Secretary – Keep Minutes of the Meetings
- g) Librarian – Handle and Disburse published materials
- h) Parliamentarian – Procedures for Conducting the Meeting
- i) Editor of *The Herald* –Manage content of the publications
- j) Directors At Large – five (5) - Duties to be assigned

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Section 2. Any elected or appointed officer may be removed with the approval of a majority vote of the membership present at the meeting, when in its judgment, the best interests of the Society and the membership would be served.

**ARTICLE VI
Election of Officers and Directors at Large of the Board of Directors**

Section 1. Before the September general meeting each year, a Nominating Committee comprised of three (3) members shall be submitted to the membership by the Board of Directors.

Section 2. By the October meeting of each year, the Nominating Committee shall propose to the membership a slate of candidates for election to office for the following two years.

Section 3. At the November general meeting, elections will take place. Nominations by the general membership may be made from the floor before a vote is taken, provided prior consent of any such nominee has been obtained. Election may be by acclamation or voice vote. Should there be more than one (1) candidate for any office, a written vote shall be taken. The President shall appoint two (2) members to assist the Secretary in canvassing the ballot. The President shall declare each candidate receiving a plurality of the votes elected to such office.

Section 4. In the event that an officer resigns his position or must be replaced by the Board, a replacement officer will be appointed by the sitting President subject to confirmation by the Board to serve the remainder of the unexpired term.

Section 5. Officers for the upcoming year shall be installed at the close of the December meeting to assume offices effective January 1.

**ARTICLE VII
Duties of Officers**

Section 1. **PRESIDENT.** The President shall:

- a) Preside at all meetings of the Society; shall be ex-officio member of each committee with the exception of the Nominating Committee, which will be assigned to a Vice-President. The President votes only to break a tie.
- b) Appoint all committees, with the exception of the Nominating Committee. Appoint a Board Member to each Committee.
- c) Shall sign all contracts and other instruments of the Society not to exceed five hundred (\$500.00) dollars. Any amount that exceeds that amount shall be approved by the membership.

Section 2. **FIRST VICE-PRESIDENT.** The First Vice-President shall:

- a) Serve as Program Chairman.
- b) Perform duties of the President in his absence.

Section 3. **SECOND VICE-PRESIDENT.** The Second Vice-President shall:

- a) Serve as Publicity Chairman.

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- b) Perform duties of the President in the absence of the President and First Vice-President.
- c) Preserve an accurate written and pictorial history of the Society's activities by maintaining a yearly scrapbook.

Section 4. THIRD VICE-PRESIDENT. The Third Vice-President shall:

- a) Serve as Membership Chairman and maintains all membership records.
- b) Provide an attendance list for all general meetings and copy to the recording secretary.

Section 5. TREASURER. The Treasurer shall:

- a) Receive and have custody of all funds, depositing the same in such banks or savings institutions as the Board may direct.
- b) Sign all checks, in coordination with the President, or a member designated by the President, for the payment of monies or disbursements as directed by the Board of Directors.
- c) Prepare, in consultation with the other officers, an annual budget to present to the Board of Directors.
- d) Produce the Treasurer's Report for each general meeting.
- e) Note all gifts or donations as a journal entry.

Section 6. RECORDING SECRETARY. The Recording Secretary shall:

- a) Act as secretary at all General and Board meetings.
- b) Keep minutes of the meeting activities of each Board and General Meeting, having them available to the membership in a timely fashion.
- c) Minutes shall be prepared, read, approved, and signed for each Board and General meeting.

Section 7. LIBRARIAN. The Librarian shall:

- a) Handle incoming orders for and disbursement of materials published by the Society.
- b) Produce reprints of materials published by the Society as needed.
- c) Keep an inventory of all Society-published materials.
- d) Prepare printed and digital copies.

Section 8. PARLIAMENTARIAN. The Parliamentarian shall ensure that meetings are conducted according to a current copy of *Roberts Rules of Order*.

Section 9. DIRECTORS AT LARGE. The Directors at Large may be appointed to various posts as needed to serve the Society.

Section 10. THE EDITORIAL STAFF of *The Herald* shall be selected by the Editor of *The Herald* and shall consist of other staff as deemed necessary by the Editor.

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**ARTICLE VIII
Contracts, Checks, Deposits and Funds**

Section 1. The Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation. Such authority may be general or confined to specific instances.

Section 2. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed a Board member appointed by the President.

**ARTICLE IX
Amendments**

Section 1. Any amendment, change, alteration, or addition to the bylaws shall be proposed in writing. It is to be signed by the person making the proposal, and presented to the Board 10 days prior to Board meeting to be placed on the agenda for the regular meeting. In the membership meeting it shall be discussed.

Section 2. At the next regular meeting amendment(s) again shall be considered and voted upon. If approved by two-thirds of the members present, amendment(s) shall become a part of these bylaws.

**ARTICLE X
Books and Records**

Section 1. The Society shall keep correct complete books and records of accounts. The Society shall keep minutes of the proceedings of its members, Board of Directors, and committees having any of the authority of the Board of Directors. The Society shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Society may be inspected by any member or his agent or attorney for any proper purpose at any reasonable time.

Section 2. All work and /or publications for the Montgomery County Genealogical and Historical Society shall be the property of the Society.

Section 3. If the Montgomery County Genealogical and Historical Society dissolves all copyrights of materials shall be transferred to the Montgomery County Memorial Library, Genealogical Department.

Section 3. These bylaws shall supersede all previous bylaws.

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STANDING RULES

1. The regular membership meeting should be held the first Tuesday of the month.
2. The sitting President may cancel a board or membership meeting due to inclement weather, an act of nature, disaster, etc.
3. The President shall ask for nomination for the nominating committee from the membership.
4. The nominating committee should consist of people not currently on Board of Directors.
5. The officers may perform any extra duties as requested by the President.
6. The treasurer's report shall contain a balance sheet, income and expenditures as well as outstanding items, and shall be signed by the treasurer. It should be presented, posted, and/or read at each meeting and attached to the minutes after approval.
7. An audit of the books shall be held once a year. The committee shall be three (3) people appointed by the President. The committee shall exclude officers.
8. The five (5) Directors at Large shall be appointed to the following positions:
 - a. Chaplain will be responsible for the invocation at meetings.
 - b. Pledge & Flag Chairman shall be responsible for placing the flag at meetings and leading the pledge.
 - c. Meeting Room – shall prepare the meeting room.
 - d. Awards – shall record for the permanent file any Guidelines for the Awards and the Hall of Fame. Awards shall be made for Publications and for outstanding contributions to the Society. The Hall of Fame shall be made at the Founder's Day Celebration in September.
 - e. Hospitality – shall help to plan the Founders Day activity and any other social events and keep a permanent file of activities.
9. Bylaws shall be reviewed as deemed necessary and with the approval of the membership.
10. No person shall hold more than one office at the same time.
11. Two or more persons in the same family should not serve as officers unless absolutely necessary.
12. Active membership shall be determined by paid dues by February 1st. A person becomes an active member in good standing when dues are paid.
13. A quorum shall be fifteen (15) members.
14. Corporate members shall have one (1) vote.
15. An agenda shall be presented at each meeting. The agenda shall include:
 - a. a call to order
 - b. opening ceremonies such as prayer, pledge of Allegiance to the U.S. Flag and to the Texas flag
 - c. announcements
 - d. roll call and determination of a quorum
 - e. reading of the minutes and approval
 - f. the treasurer's report and approval
 - g. officers reports
 - h. committee reports
 - i. unfinished business
 - j. new business
 - k. program

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1. and adjournment.
16. The scrapbook shall be presented at the Founder's Day for all to view.
 17. Checks may not be signed by two family members.
 18. Each officer of the Society shall maintain a written and/or digital account of their duties, responsibilities and records created for their office and pass them to the new officer elected to that position.
 19. A Board member shall attend 75 percent of board meetings except in extenuating circumstances. If a Board member is unable to perform their duties and/or attend meetings, they may tender their resignation or be removed from office.
 20. The content of other publications of the Society shall be addressed by a committee appointed by the President.
 21. In the year 2011 the five (5) Directors at Large will draw to determine who shall be elected for only one (1) year. The remaining directors shall be elected for two (2) years. This is to begin the process of staggered terms for the Directors at Large. The one year term Directors may run again in 2012 for two (2) year terms.
 22. The membership secretary disseminates all membership rosters for all communications.
 23. The membership roster shall not be given or published to any other entity.
 24. The budget shall be presented for approval no later than February 14th.

Approved: Date: (as approved by members) May 11, 2010

Committee Signatures: (alphabetically by first name)

Frances Peoples _____
Henry Harris _____
Jack Parrish _____
Jean Smoorenburg _____
Lena Truster _____
Robert B. Yawn _____
Surcy Peoples, Jr. _____

Adopted: August 3, 1981

Revised: August 1, 1983

Revised: June 4, 1984

Revised: December 2, 1985

Revised: October 1, 1990

Revised: June 27, 1995

Revised: September 16, 2000

Revised: June 4, 2001

Revised: January 7, 2002

Revised: December 2, 2002

Revised: September 12, 2005

Revised, May 11, 2010