

By-Laws of the Tacoma-Pierce County **Genealogical Society**

Revision Dates: 1991; March 1998; March 2003; May 2007; November 2010; November 2012; November 2016.

ARTICLE I — NAME AND ADDRESS:

SECTION A. The name of this organization shall be the TACOMA-PIERCE COUNTY GENEALOGICAL SOCIETY, (hereafter designated as the Society).

SECTION B. The Society may include one or more additional groups that may be formed under the aegis of the Society.

SECTION C. The mailing address of the Society shall be a Post Office box in Tacoma, Washington.

SECTION D. The Society shall operate on the calendar year, January 1 – December 31.

ARTICLE II — PURPOSE:

The purpose of this nonprofit Society shall be to stimulate a popular interest in family history, to seek genealogical and historical knowledge, to preserve and perpetuate the records of our ancestors, to aid and encourage individual members as well as non-members in compiling their family histories, and to collect and publish genealogical source material.

ARTICLE III — MEMBERSHIP:

SECTION A. Membership is open to any person or organization interested in research and study of family history as outlined in Article II.

SECTION B. An individual or organization may become a member upon filing an application form and enclosing the required payment of the annual dues.

SECTION C. Society Dues

1. The annual dues shall be due in January of each year. Only members whose annual dues have been paid are entitled to vote, or to be elected or appointed to office.
2. The annual dues and dues structure may be adjusted periodically by the Executive Board and shall be presented to the membership for their approval.

3. Only names of members whose annual dues are paid by April 15 shall be included in the society's directory
4. New or returning members who join after October 1st shall have their dues credited for the next year's membership and be entitled to vote at the next Annual Meeting.
5. Where there are two or more individual members from the same household, the dues of the additional member(s) shall be set by the Executive Board and be presented to the membership for approval. Only a single copy of the Society's periodical publications shall be delivered to these households.

SECTION D. By action of the Executive Board, a member may be recognized for outstanding service to the Society with an Honorary Membership. Honorary Members may vote and are not required to pay dues.

SECTION E. Membership shall be terminated by resignation, or by failure to pay dues.

SECTION F. Membership may be suspended or refused by two-thirds vote of the Executive Board to anyone with interests conflicting with the purpose of the organization. Anyone so rejected may make a written appeal to the Executive Board and/or to an Arbitration Board of three to five members elected by the general membership.

ARTICLE IV — OFFICERS:

SECTION A. The Executive Board Officers

1. The elected officers of this Society shall be President, Vice President for Research, Vice President for Programs, Vice President for Policies and Procedures, Vice President for Membership, Recording Secretary, and Treasurer.
2. A member may hold only one elected office per term.
3. Appointed officers are nominated by the President and approved by the Executive Board.
4. The Immediate Past President, if willing to serve, shall assume the role of adviser and consultant to the President and other officers of the Society.

SECTION B. Term of Office

1. Elected officers shall serve for a period of two years, beginning in January after the General meeting of the Society at which they were elected.
2. All elected officers may be re-elected for succeeding terms.
3. Elected officers terms shall be as follows:

- a. The President, Vice President for Research, Vice President for Policies and Procedures, and the Recording Secretary, shall be elected at the Annual Meeting prior to even number years.
 - b. The Vice President for Programs, Vice President for Membership, and Treasurer shall be elected at the Annual Meeting prior to odd numbered years.
4. A vacancy in an elected office shall be filled for the un-expired term as follows:
- a. To fill a vacancy for six months or greater, the Nominating Committee shall be reinstated to recommend a member for the position. Nominations may be taken from the floor following the report from the Nominating Committee. Election is by voice, or if more than one member seeks the position, by ballot. If the office of President becomes vacant, the Executive Board shall appoint an acting President from among its members until a permanent replacement can be elected. Society members shall be notified through e-mail and the Society web site, a minimum of 20 days, prior to the general meeting in which the election is to take place.
 - b. If a vacancy occurs in an elected position with less than six months left in the term of the office, the member to fill the vacant position shall be appointed by the current or acting President and approved by the Executive Board. If the office of President becomes vacant, the Executive Board shall appoint a new President from among its members to fill the unexpired term.
5. Appointed officers serve at the pleasure of the Executive Board.
6. The term of office of appointed Executive Board officers shall be two years and begin in odd numbered years.

SECTION C. Qualifications of Officers

1. All elected officers shall be current members of the Society, and shall have been a member of the Society for at least one year.
2. The President should have either previous Tacoma-Pierce County Genealogical Society Executive Board experience, over three consecutive years active membership with TPCGS, or Board experience with another non-profit group or organization.

SECTION D. Duties of Officers

1. All officers shall:
 - a. Perform the duties of the office as prescribed by the Bylaws, defined in the Society's Policy and Procedures, and by the parliamentary authority adopted by the Society;

- i. An officer who is unable to perform his or her duties and who has not discussed the absence with the President may, with prior written notification from the Executive Board, be removed from office by a majority vote of the Executive Board.
 - b. Attend and participate in the Executive Board and General meetings of the Society;
 - c. Keep an accurate account of Society income and expenses, and submit reports of each to the Treasurer in a timely manner;
 - d. Provide information to the Treasurer each year to enable the preparation of the annual budget;
 - e. Provide an accurate inventory of all Society materials held. The inventory shall include such assets as Society publications, computers, projectors, books, etc., with serial numbers and other identifying details as appropriate. This inventory shall be provided to the President and Treasurer at the November Executive Board meeting;
 - f. Provide for or arrange for secure storage of all records and property of the society.
 - g. Deliver to their successor all materials of the office on or before the first Executive Board meeting following the Society's Annual Meeting;
 - h. Stay within the amount budgeted annually for any budget category unless pre-authorized by the Executive Board.
 - i. Provide a brief written report to the board of recent position activities when not able to attend a Board or Regular meeting.
 - j. Perform such other duties as the President or Executive Board may request.
2. The President shall:
- a. Preside at all monthly and Executive Board meetings of the Society and shall have general supervision of the Society;
 - b. Serve as an ex-officio member of all committees of the Society except the Nominating and Audit committees;
 - c. Establish, or designate a society representative to establish, mutually beneficial relationships with other organizations that share common goals and interests with the Society.
 - d. Appoint, with Executive Board approval, all Standing Committee chairs;

- e. Enter into legal agreements on behalf of the Society, with the approval of the Executive Board;
 - f. Be responsible for the assignment of both keys to the Society Post Office box, with the assignment of responsibility for the keys and mail collection recorded in Board minutes;
 - g. Arrange for meeting rooms for the Executive Board and General meetings of the Society;
 - h. Designate the order of coverage in case of absence, with the assignment of responsibility recorded in the Board Minutes.
 - i. Perform other duties as necessary for the good of the Society.
3. The Vice President for Research shall:
- a. Serve as the principal Researcher for the Society;
 - b. Receive incoming requests for research; charge appropriate fees for services; forward checks in payment to the Treasurer; respond to clients with documented proof in a timely manner; maintain a file of correspondence, and report to the membership on research completed;
 - c. Recruit and develop a team, as may be needed, of Society members who can respond to clients' research requests;
 - d. Process incoming Queries. Coordinate, as may be appropriate, the publication of Queries with the *TPCGS Newsletter* and *Researcher* Editors and the Webmaster;
4. The Vice President for Programs shall:
- a. Plan programs and secure speakers for all General meetings, to include scheduling two months past end of term of office;
 - b. Coordinate pre-meeting activities as may be appropriate to support the Programs of the Society.
 - c. Arrange for copies of handout materials, audio-visual equipment, and room set-up;
 - d. Arrange with the Treasurer for honorarium checks; and, within a week of a program, sends a thank you letter to the speaker on behalf of the Society;
 - e. Plan and coordinate social events as directed by the Executive Board;

- f. Provide the Executive Board with timely program information for communication to the membership and general public;
5. The Vice President for Membership shall:
- a. Process Society dues and maintain a current database of the membership;
 - b. Maintain a database of subscriptions and exchanges of periodicals with genealogical organizations;
 - c. Send the Society's membership packet to new members;
 - d. Provide a membership directory as needed to Board members and Committee chairs;
 - e. Update the society e-mail service listings as needed to reflect changes in membership;
 - f. Provide blank name tags for the Society's meetings;
 - g. Keep a roster of all meeting guests, including name, address, and e-mail address, if the guest is willing to provide this information;
 - h. Introduce guests to the membership at the meetings;
 - i. Verify a quorum is present at any general meeting where a vote is to be taken.
6. The Vice President for Policies and Procedures shall:
- a. Maintain the official documents of the society to include the Bylaws, and all Procedures, Policies, or Rules established by the Board of the society.
 - b. Bring a copy of official documents of the society to board meetings.
 - c. Update the official documents as may be requested by the Board and distribute copies of those updates to Board members and appropriate committee chairs.
 - d. Maintain digital original and backups of all official documents.
7. The Recording Secretary shall:
- a. Record, maintain and archive the minutes and other related materials of the Executive Board and General meetings of the Society, electronically or on paper;
 - b. Have previous month's Board meeting minutes corrected and ready for approval at the next scheduled Board meeting;

- c. Provide copies of the Executive Board and General meeting minutes to the membership at the General meetings;
 - d. Send cards or other items to Society members who are ill, hospitalized, or upon other occasions requested by the Executive Board;
8. The Treasurer shall:
- a. Maintain an accurate record of all receipts and expenditures;
 - b. Collect all receipts from dues or other sources and deposit them into the Society's bank account or may designate a Society member to perform this task;
 - c. Ensure that all expenditures are made by check drawn on the Society's bank account by the Treasurer or an authorized signatory (President, Vice President Research, and Recording Secretary). Ensure that all expenditures are consistent with the approved budget, or as authorized by the Executive Board;
 - d. Prepare and present an annual budget to the Executive Board for approval at the first Executive Board meeting of the calendar year;
 - e. Prepare and present a seminar budget to the Seminar Committee during the early planning stage of each seminar;
 - f. Prepare a monthly report showing details of monthly receipts and expenditures, and year-to-date actual receipts and expenditures. Financial report copies should be made available to the general membership at regular meetings and shall be provided in a timely manner if as requested by a member;
 - g. Receive the bank statements and will provide them to the Executive Board if requested;
 - h. Use online banking as may be appropriate to conduct society business;
 - i. Coordinate signing of bank signature cards by authorized officers at the beginning of officer terms;
 - j. Prepare the appropriate forms and makes payments to the State of Washington for Sales Taxes collected by the Society, complete the Washington State "Non-profit Corporation Annual Report and pay appropriate fees, and complete any Federal tax reporting as required by Federal law;

- k. Maintain PayPal account, establish appropriate records to document all account activities, forward requests for action to appropriated Board officer, and provide summary account reports as may be requested by the Board.

ARTICLE V — MEETINGS

SECTION A. The General Meetings of the Society shall be held monthly from January to May and September to November at a date, time, and place to be determined by the Executive Board, unless otherwise ordered by the Society. Notices of each meeting shall be posted in *The Newsletter*, on the Society website, and via e-mail.

SECTION B. The General meeting of the Society in November will be known as the Annual Meeting and is held for the purpose of electing officers and voting on any proposed changes to the Bylaws of the Society.

SECTION C. Special Meetings of the Society may be called by the President, the Executive Board, or the written request of ten members. The notice for a special meeting shall be given at least fifteen days in advance by email notice and by posting on the Society website. The notice shall state the purpose of the special meeting and no other business shall be conducted.

SECTION D. Social meetings and Educational workshops may be held at any time at the discretion of the Executive Board.

SECTION E. Quorum

1. Executive Board: A quorum for the Society's business transactions shall be a simple majority of the Executive Board members entitled to cast a vote.
2. General Membership: Fifteen percent (15%) of the membership shall constitute a quorum for any meeting of the Society. The VP for Membership or other Society officer shall verify a quorum is present.

SECTION F. Proxy Voting.

1. Voting by proxy is not allowed at any meeting.
2. Absentee voting by e-mail by Board members shall be permitted when a Board meeting cannot be convened and the subject to be addressed requires timely action by the Board.

ARTICLE VI — THE EXECUTIVE BOARD

SECTION A. The Executive Board shall consist of the President, Vice President for Research, Vice President for Programs, Vice President for Policies and Procedures, Vice President for Membership, Recording Secretary, Treasurer, Library Committee Chair, Researcher Editor,

Newsletter Editor, Publications Chair, Records Preservation Chair, Webmaster, and the Immediate Past President.

SECTION B. The Executive Board shall:

1. Have full power and authority over the affairs of the Society except as limited by the law, the Society Articles of Incorporation, and these Bylaws.
2. Serve at the call of the President, and assist the President in carrying out the objectives of the Society.
3. Meet at any time when called by the President or by three members of the Executive Board. Notice of all Board meetings must be given to every Board member.

SECTION C. Each member of the Executive Board shall be entitled to one vote.

ARTICLE VII — STANDING COMMITTEES AND APPOINTED OFFICERS

SECTION A. Each Standing Committee Chairperson shall be appointed by the President and be approved by the Executive Board. The President and/or the Committee Chair may recruit members as needed, meet as needed, and shall report to the Executive Board.

SECTION B. Committees and Committee Chairs

1. Audit Committee shall consist of a chairperson and two other Society members selected by the President. This committee shall:
 - a. Audit the financial records for the previous calendar year;
 - b. Submit a written report of the annual audit of the records of the Treasurer to the Executive Board at its February meeting, and will make copies of the report available to the general membership at the General meeting in March, together with the President's response to the report of the audit committee.
2. The Nominating Committee shall be appointed by the President prior to the March General meeting, and their names reported to the membership at the April General meeting. The committee shall consist of three members, of which two shall have served on the Executive Board. The President shall name the chairperson. This committee shall:
 - a. Present a list of nominees for all open positions to the membership at the General meeting in October, with nominations from the floor being opened at that time;
 - b. Ensure that each nominee has expressed a willingness to stand for election;

- c. Present the final slate to the members for voting at the Annual meeting in November.
3. The Bylaws Committee shall consist of the President, who shall appoint to the committee two Executive Board members and two members not currently holding elected office in the Society. One of the members not currently holding elected office shall be the Chair as named by the President. This committee shall:
 - a. Meet as requested by the Executive Board to review the Bylaws and make proposed amendments to the membership, if so determined.
4. The Library Committee shall be appointed by the President and be approved by the Executive Board. The committee may select a Representative from among themselves and this representative is designated to represent this committee at any meeting and to cast votes. This committee shall:
 - a. Take custody of publications purchased by or donated to the Society for a genealogical repository (Historically the Tacoma Public Library) of the Executive Board's choosing; log materials into the Society inventory and arrange transport to such repository;
 - b. Take custody of incoming periodicals and subscriptions, after review by the TPCGS *Newsletter* and / or *Researcher* staff; log materials into the Society inventory, and arrange transport to the designated repository;
 - c. Supervise the Book Fund collections at the General meetings, document the funds with the assistance of a second society member, and submit these funds and documentation to the Treasurer for deposit and credited to the Book Fund;
 - d. Purchase books and periodicals or memberships in an internet genealogical or historical resource providers (i.e. Find My Past), with Executive Board approval, for donation by the Society to the designated repository's use;
 - e. Solicit recommendations from the membership of publications to be added to the designated repository's collection;
 - f. Meet with the designated repository's management and its Librarian at least yearly to consider and recommend appropriate publications to be added to the collection;
 - g. Arrange for excess donated books, periodicals, and other materials to be sold.
5. The Publications Committee Chair shall be appointed by the President, approved by the Executive Board, and report to the Executive Board. The committee chair shall:

- a. Oversee the printing or digitizing of all Society publications intended for sale and the mailing of same;
 - b. Provide, for the Board's approval, at least two bids for the printing, binding, and related expenses for all new Society publications.
 - c. Fill mail and e-mail requests for purchase of publications; and submit payments and appropriate documentation of the sales to the Treasurer;
 - d. Recommend re-printing of Society publications to the Executive Board for approval;
 - e. Keep the Webmaster advised of publications available for sale;
 - f. Provide or arrange for safe storage of printed publications.
6. The Records Preservation Committee Chair shall be appointed by the President, approved by the Executive Board, and report to the Executive Board. The committee chair shall:
- a. Coordinate the activities of Society members regarding the research, extraction and publication of genealogical source material for the Society;
 - b. Consult with the Executive Board on research activities;
 - c. Recruit and develop Society members to assist in these projects;
 - d. Provide or arrange for safe storage of genealogical source materials entrusted to the Society for preservation and publication.
 - e. Assist the Recording Secretary in sorting and archiving the historical records of Tacoma Pierce County Genealogical society.
7. The Seminar Committee Chair(s) shall be appointed by the President, approved by the Executive Board, and report to the Executive Board. The committee chair(s) shall:
- a. Contact speaker(s), study costs as related to seminar(s), and present the findings to the Executive Board for approval;
 - b. Be responsible for all arrangements and communications with the chosen speaker(s), and shall coordinate the event;
 - c. Work with the Treasurer to create an annual Seminar budget during the early planning stages of each event.
 - d. Designate society members to fill all positions necessary to conduct the Seminar.

8. The *Newsletter* Editor and *The Researcher* Editor shall:
 - a. Prepare and oversee the distribution of the *Newsletter* five times each year and *The Researcher* annually.
 - b. Coordinate the publication of articles and Society notices within these publications.

9. The Webmaster shall be appointed by the President, approved by the Executive Board, and report to the Executive Board. The Webmaster shall:
 - a. Maintain the Society's web site and blog, and help promote the Society through these mediums. Create and maintain social media pages such as Facebook;
 - b. Keep the membership informed of new developments in internet use;
 - c. Update the website on a timely basis with meeting information, announcements of Society events, publications available for purchase, and names of Society officers;
 - d. Send announcements of meetings (and other Society events) to appropriate mailing lists;
 - e. Maintain the PayPal capability on the Society's web site.

SECTION C. The Executive Board may vote to suspend the activities of any standing Committee, as needed, except the Audit, Nominating, and Bylaws Committees. Temporary or Ad Hoc Committees may be formed at any time by the Executive Board. The formation shall include a defined purpose and objective as well as a projected dissolution date. The formation of a new committee shall be documented in Board minutes.

ARTICLE VIII — AMENDING BYLAWS:

SECTION A. The Bylaws may be decreed ready for amendment or revision by the Executive Board or by a two-thirds vote at a meeting of the membership if a quorum is present. Any member of the Society may propose an amendment to the Bylaws to any member of the Executive Board.

SECTION B. The President shall name the chair of the Bylaws Committee, and will work with the chair to find other responsible members for the committee.

SECTION C. The Executive Board shall have the responsibility for the first evaluation of the proposed revised or amended Bylaws.

SECTION D. When the Executive Board has accepted the proposed revised Bylaw(s), the full text shall be posted on the Society website. Members shall be notified of all new bylaws by postings on the Society website and e-mailed to the membership.

SECTION E. At a General Meeting of the Society in September or October, following or coincident to their publishing, the proposed changes to the Bylaws shall be discussed. A final vote on the proposed revision(s) will be taken at the next Annual meeting of the Society.

1. Adoption of the revised Bylaws will be by a two-thirds affirmative vote at a meeting of the membership if a quorum is present.
2. The revision of the Bylaws shall take effect at the Annual meeting in November, when they are adopted.

SECTION F. The Bylaws of the Society may be supplemented by the Policies/Procedures Manual of the Society. Revisions of the TPCGS Policies and Procedures Manual shall be approved by the Executive Board.

ARTICLE IX — DISCIPLINARY PROCEDURES

SECTION A. Any member who uses the Society for selfish or fraudulent purpose, who disturbs the harmony of the Society, or who makes it difficult for the Society to function shall be investigated by the Executive Board. That person's membership may be terminated.

SECTION B. Any person so challenged shall be given at least a thirty day notice in writing, stating the charges. That person shall be entitled to a hearing before the Executive Board before a final decision is made.

ARTICLE X — PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised (RONR) shall govern the Society in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws, or with any special rules of order the Society may adopt.

ARTICLE XI — DISSOLUTION

Upon the dissolution of the Tacoma-Pierce County Genealogical Society, the Officers who serve as the Executive Board shall, after paying or making provision for the payment of all liabilities of the Society, offer all assets to any State of Washington organization having objectives substantially like or similar to those of this organization under current version of Section 501(c)(3) of the Internal Revenue Code. No funds shall be distributed to individual members.