Arlington Genealogical Society  
Founded 1971  
Bylaws

Article I: **NAME**  
The name of this organization, by and under the provisions of the Articles of Incorporation, filed in the Office of the Secretary of State of Texas on May 26, 1971, is Arlington Genealogical Society.

Article II: **PURPOSE**  
Section 1. The objectives of this society are to promote the study of genealogy and to assist the Arlington Public Library in obtaining and preserving genealogical books, microforms, and other records of historical interest.

Section 2. The Society is formed exclusively for educational and literary purposes within the meaning of Section 501 (c) (3) of the current Internal Revenue Code.

Section 3. The purposes being the promotion of the public interest in genealogy within the city of Arlington, Texas, by creating, and extending a just appreciation for historical records of an individual's family through:

   a. A library genealogical reference collection dedicated to the accumulation and preservation of family historical documents, records, and data.
   b. Acquisition of genealogical reference media to donate to the Arlington Public Library. The Society began acquiring and donating genealogy research media to the Arlington Public Library in 1972.
   c. Locating, preserving, and indexing genealogical records, and making such records available to Society members and the general public.

Article III: **MEMBERSHIP**  
Section 1. Qualifications for membership.

   a. Membership is open to all interested persons upon submission of a membership form and payment of dues.
   b. Membership terms commence when dues are paid and expire annually.
   c. Paid members have the right to debate, vote, and hold office.
   d. Membership in the Society shall cease on nonpayment of dues, death, resignation, or for cause, when supported by a majority vote of the Board.
Section 2. Classes of membership.
   a. Individual member. Any person who meets the requirements for membership and who has paid the annual dues.
   b. Family member. Additional individuals living at the same address as a member and who meet the requirements for membership may become members by paying annual family dues.
   c. Honorary member. An honorary membership may be conferred upon any person whom the Board of Directors deems worthy of exceptional recognition. Honorary members shall be excused from paying dues and shall have all rights and privileges of membership except the right to vote, hold office, or serve as a committee chair. The Board shall determine the duration of an honorary membership, which may be terminated by paying annual dues.
   d. Society, family, and association or institutional members are eligible for nonvoting membership by paying annual dues.

Section 3. Dues.
   a. Annual dues are set by the Board of Directors and announced at the June meeting.
   b. The term for annual membership dues begins on January 1 of each year. A member shall be considered delinquent if dues are not paid before or during the March meeting. Those considered delinquent will be dropped from membership rolls. New members joining the organization after the first day of June shall be assessed one-half the regular dues.

Article IV: OFFICERS
   Section 1. Officers shall be: President, First Vice-President, Second Vice-President, Secretary, Treasurer, and Parliamentarian.

   Section 2. Terms of Office. The officers shall be elected in June for a term of one year, to begin in September. Officers shall serve until their successors are elected.

   Section 3. Disposition of Records. When leaving office, officers shall deliver to their successors all monies, accounts, records, books, papers, and other property belonging to the Society. An officer who resigns shall turn over all records for that office to the President within 15 days of resignation.

   Section 4. Election of officers.
   a. A majority vote of members in attendance shall rule at all times, except for Bylaws and Board of Directors’ actions. Only current members, as provided elsewhere in these Bylaws, shall be allowed to vote. Voting will be done in the manner proscribed by the presiding officer, and if a written vote is required, two members shall be chosen by the presiding officer to count the votes.
b. Election of officers: A Special Committee shall present a slate of officers at the next-to-last scheduled meeting of the Society year. Any current paid dues member is eligible to hold office. Nominations shall be solicited during membership meetings. The nominating member must have the consent of the nominee in advance. Any officer may be re-elected. Election of officers shall be held at the last scheduled membership meeting of the Society year.

c. Vacancies. If an office is vacated, the President may appoint an acting officer to fill that position until the next membership meeting. Members will then vote on the appointed Officer; except for the office of President, which shall be filled by the 1st Vice-President. A new 1st Vice-President shall be chosen by the Board and then voted on by the membership.

Article V: DUTIES OF OFFICERS

Section 1. President. The President shall be the principal officer responsible for supervising the affairs of the Society and the official spokesperson for the Society. The President shall preside at all membership and board meetings, shall appoint the chairs of all committees with approval of the board, shall sign all contracts and documents approved by the Society, shall be an ex officio member of all committees except a special committee for nominations, shall present a yearly report at the first membership meeting of the calendar year, and may ask a Board member to fill in for an absent officer.

Section 2. First Vice-President. The First Vice-President shall assist the President and shall assume all duties of the President in the event of a vacancy, or in the absence of, or at the request of the President. The First Vice-President shall plan, arrange and coordinate programs of interest for membership meetings.

Section 3. Second Vice-President. The Second Vice-President shall assist the President and the First Vice-President. The Second Vice-President shall assume the office of President in the event of a vacancy if the First Vice-President is unable to fulfill this duty, may receive monies in the absence of the Treasurer, and such other duties as may be assigned by the Board. The Second Vice-President, responsible for Society hospitality, shall assure the comfort of members and guests at meetings and arrange for refreshments.

Section 4. Secretary. The Secretary shall record the proceedings at each membership and Board meeting, shall present and correct meeting minutes at or before the next Board or membership meeting, shall file approved minutes so they can be reviewed, and such other duties as may be assigned by the Board.

Section 5. Treasurer. The Treasurer shall take custody of the funds paid to or donated to the Society, shall deposit them in a bank or in an investment firm approved
by the Board, and shall make disbursements as directed by the Board. The Treasurer shall sign checks for authorized disbursements by the Society, shall present a financial report and budget status report at each Board meeting and summary report at each membership meeting, shall make all financial records available for audit six weeks before the September membership meeting, and such other financial duties as may be assigned by the Board. Should the Treasurer resign from office, an audit shall be conducted as provided elsewhere in these Bylaws.

Section 6. Parliamentarian. The outgoing President shall hold this office and act as an advisor. If unable to fulfill the duties of the office, a new Parliamentarian shall be elected. The Parliamentarian shall follow Robert’s Rules of Order, Newly Revised. The Parliamentarian may receive monies in the absence of the Treasurer, and such other duties as may be offered by the Board.

Article VI: MEETINGS

Section 1. The membership meeting shall be held regularly at a time and place determined by the Board of Directors and a sustained program shall be pursued.

Section 2. Fifteen voting members of the Society shall constitute a membership meeting quorum.

Article VII: BOARD OF DIRECTORS

Section 1. The Board of Directors shall be composed of the officers and chairs of the Publicity, Collection Development, Finance, and Membership committees; and shall be presided over by the President. Meetings shall be held at the request of the President or two other Officers. Officers on the Board may resign at any time. In the event any office becomes vacant, the Board shall nominate a successor. Any member of the Board who is absent without excuse from three consecutive Board meetings shall be deemed to have resigned, and the Office or Chair shall be filled as provided elsewhere in these Bylaws.

Section 2. The Board of Directors shall constitute the Society’s authority in deciding any matters of policy not otherwise decreed. The Board shall approve an annual budget as provided elsewhere in these Bylaws. Any action of the Board may be modified by the membership with a two-thirds vote of a quorum.

Section 3. Members on the Board of Directors may be removed, for cause, by a majority of the Board at any meeting of the Board.

Section 4. A Board quorum is a simple majority with three officers present.
Section 5. Any action that may be taken at a meeting of the Board of Directors may be taken online or telephone conference among a quorum of the Board in which all persons participating can hear and converse with each other.

Section 6. The Board shall approve, review, and amend a standing rules document as a supplement to the Bylaws. The Standing Rules are used as a guide to officers, chairs, and members for the day to day conduct of Society business. Standing Rules shall comply with the Bylaws, and shall be adopted or amended by the Board by majority vote.

Article VIII: COMMITTEES

Section 1. Standing Committees. Standing Committees are permanent committees charged with performing necessary functions of the Society in a particular area. Standing Committee Chairs shall report directly to the President or an officer on the Board of Directors. Certain Standing Committee Chairs are members of the Board as provided elsewhere in these Bylaws. The Standing Committees of the Society and their duties are, as follows:

a. Publicity. The Publicity Chair shall be responsible for all publicity and public relations for the Society, and shall be the editor of the newsletter. The Chair may choose a committee.

b. Collection Development. The Collection Development Chair shall select, accept, or reject media donations, and purchase genealogy reference media to be donated to the Arlington Public Library. A report of acquisitions and donations shall be given to the Board from time to time and a summary report shall be made at membership meetings. The Chair may choose a committee.

c. Web Page. The Web Page Chair shall be responsible for the Society Web Page. The Chair may choose a committee.

d. Finance. The Finance Committee shall function as a financial planning committee to assist in preparing an annual budget and advise the Board. The Finance Committee shall include the Treasurer and one other Society member in good standing.

e. Membership. The Membership Committee shall establish a program to encourage new members to join the Society; and create an atmosphere of welcome for both members and guests at the membership meetings. The Chair shall turn over dues from renewals and new memberships to the Treasurer or another Officer as provided elsewhere in these Bylaws. The Chair shall report membership renewals and new members at membership and Board meetings. The Chair may choose a committee.

Section 2. Special Committees. Special Committees established at membership meetings or by the Board may be created to perform a specific function for a limited period of time.
Section 3. Committee members shall be Society members in good standing.

Article IX: **DISTRIBUTION OF ASSETS ON DISSOLUTION**
Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of the current Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Article X: **FINANCIAL MANAGEMENT**
Section 1. The Society’s fiscal year is the calendar year.

Section 2. The Board shall approve an annual budget, and then present the budget to the membership for a vote of approval.

Article XI: **AUDIT**
Section 1. The Board of Directors shall appoint two members who are not part of the Board to act as a Special Committee.

Section 2. The financial records shall be audited prior to the September installation of officers.

Section 3. Signed copies of this audit report shall be given to the President and Treasurer.

Section 4. Should the Treasurer resign from office, Society financial records shall be audited within 15 days.

Article XII: **PARLIAMENTARY AUTHORITY**
Section 1. The rules contained in the current edition of Robert’s Rules of Order Newly Revised, shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Society may adopt.

Section 2. Any conflicts between members shall be brought to the attention of the President and acted upon by the Board. Any problem which cannot be satisfactorily settled in this manner should be brought before the membership for final disposition.
Article XIII: **PRIVATE INTEREST AND CONFLICT OF INTEREST**

Section 1. No member of the Society shall take any action or carry on any activity of the Society that would be inconsistent with the requirements for tax exemption within the State of Texas or the Government of the United States.

Section 2. The Society shall be organized and operated exclusively for exempt purposes by serving public rather than private interests; and shall avoid providing unjust benefit to another party from Society revenue.

Section 3. Officers and Committee Chairs who have a financial, personal, or official interest in any matter before the Board shall report the Conflict of Interest to the Board.

Article XIV: **AMENDMENT OF BYLAWS**

Section 1. Amendments to the Bylaws can be presented by a motion at Board meetings or membership meetings. Proposed Bylaw amendments are then referred to a special committee.

Section 2. Proposed amendments to the Bylaws shall be presented to the membership for a vote of approval at the next scheduled meeting. The amendments will be passed by two-thirds vote of the members present, provided a quorum is present.

These Bylaws supersede the Society Constitution, all Bylaws, Amendments and Revisions to date.
Revised, 12 January, 2016, Original on file
Revised, 9 May, 2017, Article III, Section 3: Dues, paragraph b., Original on file