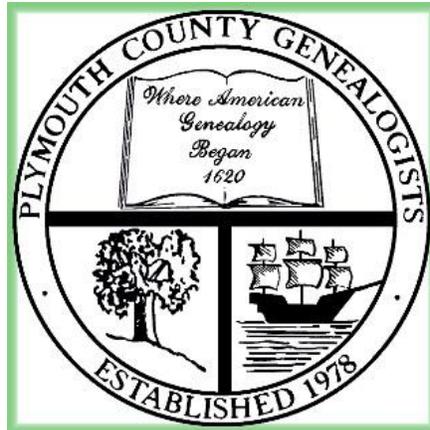

Plymouth County Genealogists, Inc.



(PCGI)

BY-LAWS

Adopted Nov. 22, 1993

(Revised April 1999, March 2008, December 2010)

Amended (as approved) October 6, 2012

Rev. 2012-10m

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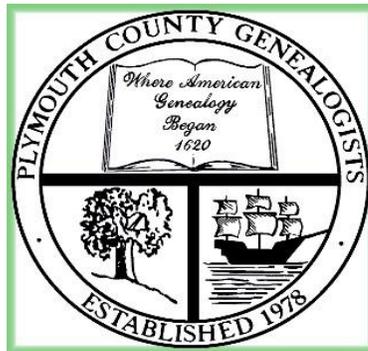
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Article 1: Name and Seal

- A. The name of this organization shall be the Plymouth County Genealogists, Inc. (hereafter also known as "PCGI" and/or the "Corporation").
- B. The Corporation shall have a seal for illustrational and corporate purposes. It shall also apply to any or all types of communication, printed or electronic, unless otherwise changed by the membership. The seal is described as having on the outside border the Corporation name with its incorporation ("Established 1978"). It shall contain a representation of a tree (for our genealogy), a sailing vessel (for the ship Mayflower) and an open book (for genealogical research, written with the words "Where American Genealogy Began 1620").



Article 2: Purpose

- A. To provide a place and form of assembly for all interested in genealogy, particularly in Plymouth County, Massachusetts, for discussion and instruction in procedures for research.
- B. To promote interest in genealogy, town and family histories and all other activities associated with genealogical research and historical events affecting all families in Plymouth County, Massachusetts and elsewhere.
- C. To do all and everything necessary, suitable and proper for the accomplishment of any purpose or the attainment of any of these genealogical objectives.

- D. To do all in the furtherance of any power herein set forth, either alone or in joining with other individuals, corporations, firms, or associations.
- E. To do every act or acts, thing or things, incidental or appurtenant to or connected with or growing out of the aforesaid purpose.
- F. To do so provided that all of the above be not inconsistent with these By-Laws under which this Corporation is organized.

Article 3: Board of Directors

- A. The Board of Directors (the "Board") shall consist of seven (7) members, along with two (2) Alternate Board members. Three (3) Board members and two (2) Alternate Board members will be voted by the membership annually in December at the meeting called for elections by the members with a majority vote required. Three at Large Board members will be voted by the membership along with two (2) Alternate Board members. Four members of the Board shall be included when voted as Officers of the Corporation, (known as the Plymouth County Genealogists, Inc.), namely in the capacity of President, Vice-President, Secretary and Treasurer. [Also see terms in Article 4 (A & B) and voting in Article 6F, as follow below.]
- B. Each of the following Officers will be a member of the Board. The officers of the Corporation (known as the Plymouth County Genealogists, Inc.) shall consist of a President, a Vice-President, a Recording Secretary (Clerk) and Treasurer. Each will have been elected at the Annual Meeting of the membership (as set in December of the year) for the following calendar year (per Article 8C), as amended. Also see duties in Article 4 and voting in Article 6, as follows below.
- C. The Board of Directors shall have two (2) Alternate Members (non-voting capacity) to be elected by the membership at the Annual Meeting. An Alternate may vote at a Board Meeting if designated by the majority to replace any absent Board member for that meeting.
- D. If a Board Member fails to be present for three consecutive meetings, without good cause, then that member shall be

considered to have vacated his or her membership in the Board. The member shall not be eligible for election to the Board for the following year.

- E. Vacancies occurring during the fiscal year, whether by death, incapacity or prolonged absence, after the Annual Meeting, may be filled for the unexpired term by a selection designated by a majority of the Board, if acceptable to the designated member. The Board shall consider selection of the alternate(s), along with others of the membership.
- F. A Chairperson, elected by a majority of the Board, following the Annual Meeting, shall chair the Board of Directors. If no Chairperson is present, then the Vice-President shall chair the meeting. Two-thirds of the present Board members, following the Annual Meeting, may elect a chairperson to fill a vacancy.
- G. The Board shall establish purposes, policies and standards for the Corporation (PCGI) and oversee the various operations of the Corporation.
- H. The officers of the Corporation shall follow the directions of the Board of Directors in daily, weekly and monthly functions as required for the purposes of the Corporation.
- I. The President of the Corporation shall report directly to the Board of Directors and shall attend Board meetings. The President may not vote on matters discussed by the Board except in an event to break a tie.

Article 4: Officers, Duties and Term of Office

A. Officers of the Corporation [President, Vice-President, Secretary and Treasurer] are elected for a two year term (except as follows below only for 2012). The Board of Directors members and the Alternate Board members shall continue to be elected annually for a one (1) year term by the membership. There will be no term limit applied to holding any office. Each of the four Officers will be elected at the Annual Meeting of the membership (as set in December of the calendar year) for **a term of two calendar years.***

* The exception will only be for **two** offices [**President and Treasurer**] initially for a one year term as voted in 2012) and two Officers (the **Vice-President and the Treasurer**) for two years immediately as amended in Article 4. Then all officers will be elected for a term of two years consecutively.

B. Elections shall be held at the Annual Meeting set in December for those members nominated and agreeing to the nomination who are qualified members for an office being voted.

1. Election of Officers. The terms of the office of the four (4) Officers of PCGI shall be in a staggered term for two Officers for a period of two (2) years, as revised, with the initial condition for two of the elected Officers as provided in the following parts of this section.

2. With an election in December 2012, for a term in 2013 only, two offices (**President** and **Treasurer**) shall have members serve for the one year of January 2013 through the end of December 2013. Thereafter, beginning with the election in December 2013, those two offices will have an election for a term of two years (initially January 2014 through December 2015). An election will be held in the December 2013 meeting and continuing every two years thereafter for those Officers.

3. The two other offices (**Vice-President** and **Secretary**) will have an election in December 2012, for a term of two years (January 2013 through December 2014). Then those offices will be elected in December 2014 for a term for two years and continuing every two years thereafter.

4. Officers shall serve two (2) year terms (after the election [indicated above] for those two Officers (**President** and **Treasurer**) setting a new timeframe). Then PCGI will have two Officers elected at an annual meeting in odd-numbered and even-numbered years beginning in December 2013 (**President** and **Treasurer**) and December 2014 (**Vice-President** and **Secretary**) and every two years thereafter for those offices. There will be no term limit applied to holding these offices.

5. Each Officer and Board of Director or Alternate member shall hold that elected position until the end of the December meeting, based on the terms. At that time, his/her term will have expired. His/her successor will be qualified (as a dues paying member) and elected by the

membership to fill the Office and/or Board for the term following as specified by the elected position.

C. The President shall represent the Corporation at all public functions. The President shall preside over all meetings of the Corporation and perform other duties. In his or her absence, the Vice-President shall preside in place of the President.

D. The Vice-President, in addition to acting on behalf of the President during his or her absence, shall also aid and assist the President in the operation of the Corporation. The Vice-President shall be responsible for special or other assignments that the President or the Board may delegate to him or her from time to time.

E. The Recording Secretary of the Corporation (also known as the Secretary) shall have the duties as follows:

(1) The Recording Secretary shall maintain records of all meetings of the Board of Directors and the membership's monthly meetings or other meetings of the Corporation.

(2) The Secretary shall record and transmit whatever notices or communications may be required.

(3) The Secretary shall provide the correspondence for the Corporation in all matters under the direction of the President or the Board.

F. The Treasurer of the Corporation shall have as the duties as follows:

(1) The Treasurer shall maintain either written or printed and/or electronic financial ledgers or records of the Corporation.

(2) The Treasurer shall collect and take charge of annual dues and any other donations or gifts given to and belonging to the Corporation.

(3) The Treasurer shall pay all of the Corporation's expenses, bills and fees as approved by the Board.

(4) The Treasurer shall establish and keep a checking and/or savings account in the name of the Corporation.

(5) The Treasurer and President shall be co-signers of the checks as required. Both signatures will be on file with the bank.

(6) The Treasurer will provide printed membership cards to those who have paid their yearly dues.

Article 5: Membership

- A. Membership in the Plymouth County Genealogists, Inc. shall require the payment of annual dues for each calendar year (Refer to Article 8) as subject to change.
- B. Membership provides mailing of a newsletter ten (10) times per year (unless decided otherwise) by physical or emailed means and access to the holdings of the Library.
- C. Membership shall be designated in the manner of one of the following types: Individual, Family, Foreign or Institutional.
 - 1) An **Individual** membership family shall include one individual in a household.
 - 2) A **Family** membership shall include one individual plus an *additional member from the same household. If there are more than two from the same household, the Board may designate a special membership class for that purpose.*
 - 3) A **Foreign** membership, for those members outside of the country (USA), shall be assessed a rate for an individual (currently \$22.50) and an amount for a family of two members in the same household (currently \$25.00), unless voted otherwise by the membership.
 - 4) An **Institutional** membership may be designated for the same or a different rate (like individual or family rates), as provided for by the Board.

Article 6: Meetings

- A. The Board of Directors shall meet from time to time as required or as requested by the Chairperson or President of the Corporation. Notice of such meetings may be any communication (telephone, email, newsletter or any other form of written method) as long as written notice is provided as soon as possible to all Board members in some agreed manner.
- B. Members may communicate between and among one another by mail, email, fax or telephone and any other manner. Business

- communicated will be presented at the next Board meeting. No vote may be held except at a called PCGI meeting.
- C. A majority of the Board shall be required to act in behalf of the Corporation; a majority of those present at a meeting shall prevail in all matters requiring a vote. No proxy voting shall be allowed or be permitted.
 - D. The Plymouth County Genealogists, Inc. shall meet at least once a month (except as agreed not to meet in July and August). As deemed advisable and voted by the membership and the Board of Directors, a meeting might be held another time when so approved.
 - E. Special meetings for specific seminars, workshops, field trips and/or other related issues might be called by the Board of Directors or at the request of the majority of the membership present at the regular meeting.
 - F. The Annual Meeting of the Corporation, for the election of Board of Directors and Officers, shall be held in the month of December at either the East Bridgewater Public Library (hereafter as the "Library") or at any other agreed location in Plymouth County, Massachusetts (as determined by the Board of Directors).
 - G. Notice of the time and place of the Annual Meeting shall be published by the membership Newsletter (mailed or emailed) or by a regular mailing and/or by publication in a major newspaper printed or available in Plymouth County. The notice shall be published at least fourteen (14) days before said meeting for a vote.
 - H. All matters pertaining to the purpose of the Corporation may be taken up for consideration at the Annual Meeting by the membership.

Article 7: Rules of Order

- A. The President of the Corporation shall preside over all meetings of the membership, unless absent, and then the Vice-President shall assume the duty.

- B. "Roberts Rules of Order, Revised" (current edition) shall be accepted as a standard for guidance for the business of the meetings.
- C. All business shall be conducted as briefly as possible to allow members a maximum of time to receive and exchange genealogical knowledge and information among themselves, or with other guests or listen and interact with a featured speaker.

Article 8: Dues and Financial Support

- A. The Board, whether before the Annual Meeting or any other designated meeting, shall set the annual dues. Dues are subject to change as necessary for the continued operation of the Corporation but will be kept as reasonable as possible for the membership to cover the purposes of the Corporation.
- B. The majority of the membership shall approve annual dues assessed by the Board of Directors in order to be in effect. The vote shall be at a meeting designated for that purpose (or when given sufficient notice of the voting at least 14 days before the special or regular scheduled meeting).
- C. The fiscal year of the PCGI (the Corporation) shall commence on September 1st and will expire on August 31st.
- D. As set for the fiscal year 2011-12, the annual dues are \$20.00 for an individual member and \$22.50 for a family of two members in a household. Members outside of the continental United States shall be assessed \$22.50 for an individual membership and \$25.00 for a family of two members in the same household.
- E. Any new person (or persons) joining the PCGI during or after the June meeting and before the September meeting (first meeting of the fiscal year) shall have their dues apply to the following fiscal year (through June of the following calendar year). If there is an increase in the dues for that following year, the total dues may not increase from the earlier payment unless

- voted otherwise by the Board or the membership due to extraordinary financial circumstances.
- F. Annual dues shall be paid at the first fiscal year meeting of the Corporation (in September) and shall apply to the end of the fiscal year. If dues are not paid by November (as allowed by the Board) for the fiscal year, that member will lose privileges of membership until dues are paid in full for the fiscal year.
 - G. A special monetary assessment may be issued separately or added to dues if the membership votes so at a special meeting for that purpose to cover extraordinary expenses. If dues are increased to cover extraordinary expenses, when approved during the year, then the total may apply the following year as well unless voted differently.
 - H. Plymouth County Genealogists Inc. (as the "Corporation") shall accept all gifts, donations or monies from fund-raising or other causes or events to be used for the purpose of the Corporation as set out by these By-Laws.
 - I. No officer or Board member of the Corporation shall derive pecuniary profits from the Corporation or its activities, directly or indirectly, subject to lawful punishment.

Article 9: By-Law Amendments

- A. The By-Laws of the Corporation may be amended from time to time by written form from any member and discussed by the Board. By-Law changes shall be voted upon and approved by the members of the Corporation at a Special Meeting called by the Board of Directors. Said meeting shall be set by a notice having been published at least fourteen (14) days in advance. For this purpose, notice may be by ordinary mail, including the Newsletter, in any form, or by a major published newspaper in Plymouth County available to the majority of the membership. Members will have access to a sample set of the changes before the vote.

- B. A quorum of a majority of the membership shall be present to discuss matters relating to changes. A two-thirds vote of the members present at the meeting approving a By-Law change shall be sufficient to amend the affected By-Law(s).
- C. The By-Laws, when amended, shall be published in the Newsletter for the membership or sent in a separate mailing no later than six months after ratification.
- D. If the State or any other designated entity requires notification of the By-Law change(s) and/or changes in the Board of Directors, then those items shall be communicated by the Secretary.
- E. The By-Laws will be kept on file with the other publications of the Corporation. The Corporation shall have at least one printed copy of the By-Laws on file in the Library or other accessible repository as property of the Corporation. At least one copy of outdated versions shall be kept on file with the other documents of the Corporation.

Article 10: Distribution of Assets In the Event of Dissolution

- A. In the event of dissolution or winding down (other than a merger) of the Corporation of the Plymouth County Genealogists Inc., all assets will be donated to the East Bridgewater Public Library (the "Library") unless otherwise voted by the membership of the Corporation. In the case of a vote to split or donate the assets outside of the Library, those assets will only be donated to any legally approved civic, non-profit, educational, charitable, historic or benevolent organization or society, especially one of similar function and purpose.
- B. The Board will provide the membership in a timely manner all details of any proposal to change the Corporation by any merger with another similar entity or organization for a vote of approval, as provided above for the Annual Meeting.

Article 11 – Rights and Liabilities of Members:

- A. No member of the Corporation shall derive pecuniary profits from the Corporation or its activities, directly or indirectly. The members of this Corporation shall have no right, title or interest whatsoever in income, property or its assets. No asset may be distributed to any member on the dissolution or winding down of this Corporation. All members of the Corporation shall not be personally liable for the debts, liabilities or obligations of the Corporation, and shall not be subject to any assessments, except for any annual dues owed.

Plymouth County Genealogists, Inc.



(PCGI)

By-Laws

NOTICE

**THIS PAGE IS NOT A PART OF THE BY-LAWS,
FOR INFORMATION ONLY**

(subject to change)

2012 – PCGI N O T E S

Address (effective Sept. 2012):

Plymouth County Genealogists, Inc.
P.O. Box 167
East Bridgewater, MA 02333-0167

Website: <http://www.plymouthcountygenealogists.org/>

PCGI email: plymcountygen@gmail.com

Plymouth County Genealogists, Inc. is on FaceBook

"The Genealogical Inquirer" is our newsletter (Jan. - June, Sept. - Dec.) with a list of Officers and other representative members on the last page.

✉ The newsletter is mailed or sent as a PDF by email to our members.

Meetings: On the first Saturday of each month at 1:00 p.m. (except July and August, and unless otherwise specified in the newsletter or on the website above), in the East Bridgewater Public Library's Community Room (lower level) at 32 Union St., along Route 18, East Bridgewater, MA 02333. It is elevator accessible through the Library.

✿ **Plymouth County Genealogists, Inc.** ✿

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