

**CONSTITUTION AND BY-LAWS
SAN RAMON VALLEY GENEALOGICAL SOCIETY**

ARTICLE I NAME

The name of this organization is San Ramon Valley Genealogical Society, hereafter known as the Society.

ARTICLE II OBJECTIVES

The objectives of this Society shall be:

1. To promote an interest in genealogy;
2. To encourage and instruct members in genealogical research through careful documentation and maintaining quality genealogical standards;
3. To locate, preserve and index public and private genealogical records, and to make such records available to members and the general public;
4. To assist and support any genealogical library in California, which is open to the public;
5. To publish genealogical and historical information in a regular newsletter and any other publication as directed by the membership;
6. To conduct our society as a nonprofit tax exempt corporation in accordance with the Federal Internal Revenue Code 501 (C) (3) (literary and educational) and the State of California Revenue and Taxation Code 237020. No part of this document shall be interpreted by any member to be grounds for violation of the above tax codes.

ARTICLE III MEMBERSHIP AND DUES

Section A. Membership. Any applicant interested in furthering the objectives of this Society shall be eligible for membership upon submission of completed application form and payment of dues.

Section B. Dues. Annual dues shall be payable June 1, and delinquent on August 1. A delinquent member shall be dropped from the membership rolls and no longer receive Society publications.

Section C. Classes of Membership and Dues. Annual dues and classes of membership shall be established by the Board of Directors.

Section D. Honorary Life Membership. This may be conferred upon any member who has given exceptional service. The recommendation shall be signed by one member and approved by the Board of Directors. A three-fourths vote (5) shall elect. After the presentation, the action shall be noted in the Board Minutes at the next Board meeting. A Life Member shall retain the privileges of a regular Society member.

Section E. The membership and fiscal year of the Society shall run from June 1 through May 31.

ARTICLE IV MEETINGS

Section A. Regular Meetings. Each year there will be a minimum of eight (8) monthly general membership meetings.

Section B. Special Meetings. Special meetings of the Society may be called by the President, or the Board of Directors, or by the written request of ten members. A written notice stating the purpose of the meeting shall be given at least ten days prior to said meeting. No business other than that stated shall be conducted.

Section C. Annual Meeting. The regular meeting in May shall be known as the Annual Meeting.

Section D. Quorum. For the purposes of conducting business, twenty percent of the members shall constitute a quorum.

ARTICLE V OFFICERS

Section A. The Officers of the Society shall be President, First Vice President, Second Vice President, Third Vice President, Recording Secretary, Corresponding Secretary, and Treasurer.

Section B. Term of Office. The Officers shall be elected for a two-year term, and no officer may serve more than two consecutive terms in anyone office. All Officers shall take office at the close of the Annual Meeting.

Section C. Each Office is entitled to one vote. When offices are shared, the Office has one vote.

Section D. The President shall appoint a Parliamentarian to serve the Society.

ARTICLE VI BOARD OF DIRECTORS

Section A. The Board of Directors shall consist of the elected officers of the Society.

Section B. No person shall be elected or appointed or shall continue to serve as an officer unless that person is a member in good standing.

Section C. Any vacancy occurring on the Board of Directors, with the exception of the President, may be filled until the next Annual Meeting, by a majority vote (4) of the remaining members of the Board of Directors.

Section D. There shall be a minimum of six regular meetings of the Board of Directors annually.

Section E. A majority of the Board Members shall constitute a quorum (4).

Section F. The Board of Directors shall:

1. Transact the business of the Society between general membership meetings.

2. Direct committees
3. Approve general membership meeting programs.
4. Authorize contracts, documents and disbursements.

ARTICLE VII DUTIES OF OFFICERS

Section A. The President shall:

1. Preside at all meetings of the general membership and the Board of Directors.
2. Appoint all chairmen of standing committees with the approval of the Board of Directors.
3. Sign, with the Recording Secretary, all authorized contracts and documents.
4. Sign, as an alternate to the Treasurer, checks for authorized disbursements on behalf of the Society.
5. Be an ex officio member of all committees, except the Nominating Committee.
6. Furnish the incoming officers and committee chairpersons with copies of all papers and books necessary for the proper performance of their respective duties.

Section B. The First Vice President shall:

1. Assume the duties of the President in the absence of, at the request of, or the resignation of the President.
2. Assume the duties of the President for the remaining term of office in the event of a vacancy in the office of President.

Section C. The Second Vice President shall:

1. In the absence of the President and the First Vice President, or at their request, assume the duties of the President.
2. Be Director of the Program Committee.
3. Present a yearly report at the Annual Meeting.

Section D. The Third Vice President shall:

1. In the absence of the President, First Vice President and Second Vice President, or at their request, assume the duties of the President.
2. Be Director of Membership Services.
3. Present a yearly report at the Annual Meeting.

Section E. The Recording Secretary shall:

1. Be the Recording Secretary of the Society and Custodian of its records except such as are specifically assigned to others.
2. Keep and have available at all times a record of the proceedings of the Society.
3. Keep and have available for reference at all meetings, one book in which the Society's Constitution and By-Laws, and Standing Rules are kept current.

4. Maintain a current inventory of all legal documents, records and equipment belonging to the Society.
5. Sign, with the President, all contracts and documents authorized by the Society.

Section F. The Corresponding Secretary shall:

1. Notify officers, committees, delegates, and general membership of any changes in scheduled meetings, and of special meetings, as necessary.
2. In the absence of the Recording Secretary, take minutes at the Board or Regular Meeting.
3. Assist in any Society mailings as requested by the officers and committee chairmen.
4. Conduct the correspondence of the Society.
5. Maintain a file of Society correspondence.
6. Be responsible for getting the Society's mail and distributing it to the proper departments within the Society.

Section G. The Treasurer shall:

1. Be custodian of all funds and financial records of the Society.
2. Sign checks for authorized disbursements.
3. Make all financial records available for audit within six weeks after the Annual Meeting.
4. Be Director of Finance and Budget.
5. Have available a detailed statement of cash disbursements and receipts at each meeting of the Board of Directors and at General Membership Meetings.
6. File yearly tax returns.
7. Present at the Annual Meeting a financial report covering the entire previous year.

Section H. The Parliamentarian shall:

1. Give advice to the Presiding Officer and, when requested, to any other member.
2. Review By-Laws and Standing Rules annually.
3. Present any proposed changes to the By-Laws and Standing Rules to the Board of Directors for further action.

ARTICLE VIII STANDING AND SPECIAL COMMITTEES

Section A. Standing Committees. The Standing Committees of the Society shall be the Nominating Committee and Auditor, and such others as may be appointed at the discretion of the Board of Directors.

1. The Nominating Committee shall:
 - a. Consist of at least three members, one of whom should be a Board member, appointed by the President with the approval of the Board of Directors.
 - b. Nominate candidates for offices to be filled at the Annual Meeting. Candidates for offices must be active members in the Society.

- c. Report the list of consenting candidates to the Board of Directors at the April Board meeting and to the general membership at the regular April meeting. Additional nominations from the floor shall be permitted.
- 2. The Auditor shall:
 - a. Audit the books of the Society as stated in the Standing Rules and submit the report with the Treasurer's Report.
- 3. Other Standing Committees. Other Standing Committees, such as the editor of the Society newsletter and Publicity Chairperson, may be appointed, as appropriate, by the President with approval of the Board of Directors. Duties, names and term of appointment of committee members, shall be recorded in the Standing Rules of the Society.

Section B. Special Committees. Special Committees of the Society shall be appointed at the request of, and approval by, the Board of Directors.

ARTICLE IX NOMINATIONS AND ELECTIONS

Section A. Elections:

- 1. Elections shall be held at the Annual Meeting.
- 2. Nominations.
 - a. The Nominating Committee shall report a list of at least one nominee for each office being vacated to the Board of Directors at their April Board Meeting and present the list to the general membership at the regular April meeting.
 - b. Nominations may be made by the general membership from the floor at the April Meeting, provided each nominee is present and gives verbal consent or has given written consent to serve if elected.
- 3. Voting.
 - a. Eligibility: All members in good standing (those members whose dues are currently paid in full) may vote in Society elections.
 - b. Voting shall be by voice, provided there is only one candidate for each office. If more than one candidate is running for anyone office, the voting shall be by written ballot. Majority vote elects.

ARTICLE X DISSOLUTION OF SOCIETY

Section A. In the event of the dissolution of the Society, all salable assets shall be converted to cash. The monies of the Society be used to purchase genealogical materials for the Genealogical Division of a public library. Dissolution shall be in accordance with IRS 501 (C) (3)

ARTICLE XI PARLIAMENTARY AUTHORITY

Section A. The rules contained in the current addition of Robert's Rules of Order, Newly Revised shall govern the Society in all cases in which they are applicable

ARTICLE XII AMENDMENTS

Section A. These By-Laws may be amended at regular meetings by two-thirds vote of those members in attendance, using the following procedures:

1. Proposals may be submitted in writing by any member to the Board of Directors at least two months prior to the regular membership meeting at which the voting will take place.
2. All such proposed amendments together with the recommendations of the Board of Directors shall be presented to the-membership at least one month prior to the regular membership meeting and printed in the newsletter just prior to the meeting.

These By-Laws were adopted by the general membership of the San Ramon Valley Genealogical Society on April 16, 1985.

Amended May 16, 1989

Amended May 15, 1990

Amended May 18, 1999

Amended May 16, 2000

Amended April 15, 2003

Amended May 19,2009

Amended May 20, 2014

Amended May 17, 2016

Amended May 16, 2017