

BYLAWS of the
MIDDLE TENNESSEE GENEALOGICAL SOCIETY, INC.
as approved by the membership _____

ARTICLE I.

Name.

The name of this non-profit Society, organized June 1, 1987, [chartered March 10, 1988] shall be Middle Tennessee Genealogical Society, Inc. This is a 501 (c) (3) organization, as that term is defined in this section of the Internal Revenue Code of 1985.

ARTICLE II.

Objectives.

The objectives of this Society shall be to create and stimulate interest in the study of genealogy and family history; to collect, preserve and make available genealogical information pertaining to Middle Tennessee; to provide assistance in genealogical pursuits through all means available or developed by this Society.

ARTICLE III.

Membership and Dues.

SECTION 1. Any person interested in the study and pursuit and preservation of genealogy and family history shall be eligible for membership. Membership shall be granted upon submission of application and payment of dues.

SECTION 2. Dues shall be payable on or before the first day of June each year in an amount set annually by the Board of Directors of the Society.

SECTION 3. No member shall be deemed a member in good standing whose dues shall be in arrears for more than thirty (30) days. Delinquent members shall be notified and advised that they will be dropped from membership unless dues are paid within thirty (30) days.

SECTION 4. The Webmaster shall be responsible for filling orders for back issues of the MTGS Journal, and DVDs.

SECTION 5. The Mail and Membership Chairman shall notify members of delinquency of dues after the Mail & Membership Chairman has provided the list of delinquent members.

ARTICLE IV.

Officers.

SECTION 1. The Officers of this Society shall be a President, Vice President, a Recording Secretary, and a Treasurer.

SECTION 2. Not less than three months before the regular membership meeting in May, the President shall appoint a Nominating Committee of five (5) persons, one of whom shall be named as chairperson, to be approved by the Board of Directors. It shall be the duty of this committee to nominate candidates for the offices to be filled at the regular membership meeting in May. The Nominating Committee shall report at the Board meeting preceding the May regular membership meeting. Before the election at the regular membership meeting in May, additional nominations shall be called for from the floor. Each candidate shall have consented to the nomination.

SECTION 3. The Officers shall be elected by ballot to serve a term of two years or until their successors are elected and assume office. Their term of office shall begin June 1 following the annual meeting in May. In the event there is only one candidate for any office, voting on that office may be by voice vote.

SECTION 4. No Officer shall hold more than one office at a time or be eligible to serve more than two consecutive terms in the same office, except the Treasurer, who can serve for five consecutive terms.

SECTION 5.

A. A vacancy in the office of President shall be filled by the Vice President who shall succeed to the office of President for the remainder of the term.

B. If a vacancy should occur during the year in any office or directorship other than Presidency, the vacancy shall be filled through appointment by the Board of Directors.

SECTION 6.

A. The President shall: (1) Preside at all meetings of the society and Board of Directors. (2) Appoint all standing Committee Chairpersons and such other committees as authorized by the Society or Board of Directors, to serve during the term of the President. (3) Be an ex-officio member on all committees except the Nominating Committee. (4) Appoint a member to serve as Parliamentarian. (5) Perform other duties as pertain to the office of President.

B. The Vice President shall: (1) Be an active aid to the President. (2) In the event of the absence or inability of the President to perform his/her duties, the Vice President shall perform the duties of and have the authority and privileges of the President. (3) The Vice President shall serve as the Chair of the Program Committee.

C. The Recording Secretary shall: (1) Take minutes of the meetings of the Society and the Board of Directors and provide a copy of the same to all members and the Board within two weeks; (2) keep a permanent, continuous record of all activities of the Society; (3) make a report of the written record at each meeting. (4) Perform other duties as pertain to this office.

D. The Treasurer shall: (1) Receive and deposit all funds of the Society in a suitable depository bank. (2) Receive all monies and disburse funds for proper and reasonable expenses of the Society. (3) Submit a written report at each regular Board and membership meeting giving a full account of all financial transactions. (4) Maintain a permanent record of all receipts, annual renewals of corporate charter, tax returns, etc. (5) Submit all financial records for audit upon vacating the office. In addition, the Board of Directors may require a special audit, to be performed by a committee selected by the Board. (6) It shall be the Treasurer's responsibility to file any federal, state or local tax forms required, as well as any other federal, state, or local forms required.

E. The Immediate Past-President shall: (1) Serve as a voting member of the Board of Directors for one year following the term of office as President.

SECTION 7. In the event an Officer or Director fails to attend at least one-half (1/2) of the stated meetings without valid reason or just cause, the office held by such person(s) shall be declared vacant and the unexpired term to be filled by the Board of Directors.

ARTICLE V.

Board of Directors.

SECTION 1. Four Directors of the Society shall be elected at annual meetings of the Society and shall serve for a term of two (2) years. At the first election, one-half (1/2) of the members of the Board of Directors were elected to serve for one year and one half (1/2) for two years. Thereafter, two Directors shall be elected annually. Any elected Director who shall have served two consecutive terms of two years each shall be ineligible for re-election as a Director for a period of one year immediately following the expiration

of such second full term.

SECTION 2. The Officers and Directors of this Society shall constitute a Board of Directors which is accountable to the membership. The Board of Directors shall meet bi-monthly on the third Saturday beginning in January prior to the regular membership meeting, at a place and time determined by the Board. The Board of Directors shall have general supervision of the affairs of the Society between its business meetings, make recommendations to the membership and perform such other duties as are specified in these Bylaws.

SECTION 3. The Board of Directors shall develop an annual a budget covering the fiscal year, for approval by the Society at the regular membership meeting in July, and shall have authority to expend funds in accordance with the budget. In addition, they may transfer funds from one item of the budget to another and may expend additional monies not to exceed 20% of the current budget, without prior approval of the Society.

SECTION 4. It shall be the responsibility of the Board of Directors to develop a policy for answering requests directed to the Society.

SECTION 5. A majority of the Board of Directors shall constitute a quorum.

SECTION 6. The Board of Directors shall appoint a Journal Editor whose responsibility is to serve as Editor of the Society quarterly publication. The Journal Editor shall serve as an ex-officio member of the Board of Directors.

SECTION 7. The Board of Directors shall appoint a Mail and Membership Master whose duties shall be: (1) To maintain an accurate list of members, along with such information as mailing addresses, e-mail addresses, telephone numbers, expiration dates of membership, and other pertinent information; (2) To notify mailing service of any additions or deletions from the mailing list, making sure that the mailing service has a current and correct membership list along with correct addresses; and (3) To maintain a post office box and periodically collect mail addressed to the Middle Tennessee Genealogical Society from that box and process such mail or forward it to the appropriate officer, director or member of the Society. The Mail and Membership Master shall serve as an ex-officio member of the Board of Directors.

SECTION 8. The Board of Directors shall appoint a Web Master whose duties shall be: (1) To maintain the MTGS web site with current meetings and events; (2) maintain an accurate list of member's e-mail addresses as provided by the Mail and Membership Master; (3) notify members by e-mail of delinquency of dues and provide notices to be mailed to those without e-mail; (4) e-mail the Society's newsletter, the MTGS MESSENGER, to all current members and supply copies of same to be mailed to those without e-mail; (5) the Web Master shall serve as an ex-officio member of the Board of Directors.

SECTION 9. The Board of Directors shall appoint a Social Media Administrator whose duties shall be: (1) To maintain a social media presence on platforms as directed by the Board, providing information about current meetings and events; (2) the Social Media Administrator shall serve as an ex-officio member of the Board of Directors.

SECTION 10. The Board of Directors shall appoint a newsletter editor of the bi-monthly newsletter, the MTGS MESSENGER, whose duties shall be: (1) To write the newsletter with the bi-monthly program, forthcoming workshops, special interest groups and projects, the annual November seminar, and notices of activities of other genealogical groups within our 40 counties that MTGS serves and other items of interest to the membership; (2) The Newsletter Editor shall serve as an ex-officio member of the Board of Directors.

SECTION 11. The Board of Directors shall appoint a Publicity Chairman whose duties are to send all notices of meetings, workshops, seminars and other meetings to the Chairman's contact list of newspapers, historical/genealogical organizations and other venues. This Publicity Chairman shall serve as an ex-officio member of the Board of Directors;

SECTION 12. The Board of Directors shall appoint a Workshop Coordinator whose duties are to coordinate and execute genealogical workshops and classes to be offered at different venues and times but

would not include the annual November seminar. The Workshop Coordinator shall serve as an ex-officio member of the Board of Directors.

SECTION 13. The Board of Directors shall appoint a Chair of the Annual November Seminar Committee to plan and implement the annual November seminar. The Chair of the Annual November Seminar shall serve as an ex-officio member of the Board of Directors.

SECTION 14. The Board of Directors shall appoint a Registrar & Forms Creator, whose job it shall be to determine eligibility for membership, and create any and all necessary Forms for use by the Society. This position shall not carry with it membership on the Board of Directors.

SECTION 15. All Board members, whether ex officio or not, shall be eligible to vote at all meetings of the Board of Directors. In the event one person should hold more than one position on the Board of Directors, that person shall only be permitted one vote.

ARTICLE VI

Membership Meetings.

SECTION 1. The regular membership meetings of the Society shall be held bi-monthly on the third Saturday beginning in January.

SECTION 2. The fiscal year shall begin on the first day of June and end on the last day of May. The regular membership meeting in May shall be known as the annual meeting and shall be for the purpose of election of Officers, receiving reports of Officers and committees, announcing the winner of the annual "Writer's Award" for the best article in the immediate past volume of the MTGS Journal who receives a Writer's Award certificate and \$100 from MTGS and any other business that may arise.

SECTION 3. Special meetings may be called by the President or by the Board of Directors or upon the written request of ten (10) members. The purpose of the meeting shall be stated in the call and no other business shall be considered at that special meeting. Except in cases of emergency, at least thirty (30) days' notice shall be given.

SECTION 4. Fifteen (15) members shall constitute a quorum at any regular or special membership meeting.

SECTION 5. All dues paying members, whose dues are current, shall be eligible to vote at all general membership meetings.

ARTICLE VII

Committees.

SECTION 1. Standing Committees shall be: Program; Annual Seminar Committee; Collections and Archives; Public Relations and Membership; Publications and such other committees as may be authorized by the Society or the Board of Directors.

SECTION 2. Duties of Standing Committees.

A. **The Program Committee** shall: (1) Arrange a program for presentation at each of the regular membership meetings of the Society. (2) Any seminars sponsored by the Society shall come under the direction of this committee.

B. **The Annual Seminar Committee:** (1) be responsible for planning and implementation of the annual November seminar. (2) present a proposed program of speakers and topics for approval at the January Board meeting.

C. **The Collections and Archives Committee** shall: (1) Receive and process any genealogical

information received by the Society in a form directed by the Board of Directors so as to preserve and make such information accessible to the public.

D. The Public Relations and Membership Committee shall: (1) Actively seek new members for the Society. (2) Publicize information pertaining to the Society as directed by the Board of Directors.

E. The Publications Committee shall: (1) Prepare materials, other than the quarterly journal, for publication as approved by the Board of Directors. (2) Assist the Editor of the quarterly journal as needed. (3) Provide input to the board relating to publication matters.

ARTICLE VIII.

Parliamentary Authority.

Robert's Rules of Order Newly Revised shall be the parliamentary authority for all matters of procedure for this association not specifically covered by its bylaws and standing rules.

ARTICLE IX.

Amendment of Bylaws.

These bylaws may be amended at any regular membership meeting by a two-thirds (2/3) vote of members present provided that the amendment has been submitted in writing at the previous meeting or has been mailed or e-mailed to the entire membership at least thirty (30) days prior to the meeting at which they shall be considered.

ARTICLE X.

Dissolution of the Society.

To effect dissolution of this Society, these by-laws must be rescinded by a two-thirds (2/3) vote of the members present after thirty (30) days' notice has been mailed to each member. In the event of dissolution, all assets and holdings of the Society shall be converted into an acceptable form and presented to the Tennessee State Library and Archives.

ARTICLE XI.

SECTION 1. No Society member shall accept remuneration for any research or general information request directed to the Society.

SECTION 2. This Society shall be operated as a not-for-profit organization and no part of the assets or net earnings shall inure to the benefit of any private individual.

SECTION 3. The Society and Society Officers shall, to the best of their knowledge, follow all guidelines and laws regarding privacy of the society members and their personal data. Any list of members' names, addresses, telephone and/or cell phone numbers, fax numbers, e-mail addresses, website information or any other communication address shall absolutely not be sold for financial gain to benefit the Society and/or the seller.

The foregoing By-Laws were approved by action of the Board of Directors on the _____ day of _____, 2021.

Carolyn Lallemand, President

Melanie F. Carter, Secretary