

ROGUE VALLEY GENEALOGICAL SOCIETY

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MISSION STATEMENT

The mission statement of Rogue Valley Genealogical Society, Inc. is to establish, maintain, and make accessible to the public a library of materials of genealogical and historical interest; secure information of a genealogical nature from public and private records by way of historical research as well as indexing and abstracting and to provide for the preservation and publication of results ; to preserve and protect the collection for future generations; and to inform and educate the community by promoting lifelong learning and access to technology regarding genealogical research and the value of genealogy and family history.

BY LAWS OF THE ROGUE VALLEY GENEALOGICAL SOCIETY, INC.

ARTICLE I - NAME

1. The name of this Corporation shall be the **Rogue Valley Genealogical Society, Inc.**, hereinafter called “the **Society.**”
2. The registered office of this Corporation shall be in Jackson County, State of Oregon.

ARTICLE II – MISSION STATEMENT

The mission of RVGS is to establish, maintain and make accessible to the public a library of materials of genealogical and historical interest; secure information of a genealogical nature from public and private records by way of historical research as well as indexing and abstracting and to provide for the preservation and publication of results; to preserve and protect the collection for future generations; and to inform and educate the community by promoting life-long learning and access to technology regarding genealogical research and the value of genealogy and family history.

ARTICLE III - OBJECTIVES

1. The objectives of the **Society** shall be:
 - a. to acquire by gift, purchase or other means, genealogical materials including books, maps, films, fiche, electronic media, documents, records and artifacts of genealogical and historical interest, and to preserve and protect these for future use;
 - b. to acquire funds from membership dues, donations, and fees, and to acquire by gift, purchase or other means, personal and real property in order to support the Society's purposes;
 - c. to cooperate and/or affiliate with other nonprofit entities/organizations with like purposes.
2. The **Society** is organized as a nonprofit organization exclusively for education and research within the meaning of Section 501(c)(3) of the Internal Revenue Code and the laws of the State of Oregon. These objectives do not exclude other activities within the intent of Section 501(c)(3) of the Internal Revenue Code and the laws of the State of Oregon.

ARTICLE III - POLICIES

1. The **Society** shall be nonprofit, nonpolitical and nonsectarian.
2. The properties and assets of the Society are irrevocably dedicated to educational & research.
3. No part of the net earnings, properties, assets or activities of the Society shall accrue to the benefit of any private person or individual, or of any member, Officer or Director of the Society.
 - a. Society property, time, supplies, or equipment shall not be used for anything other than Board of Officers and Directors (Board) sanctioned Society business and/or activities.
 - b. Ownership of any Board sanctioned project and any associated royalties and/or copyrights rests solely in the Society.
4. No individual may use a position in the Society for personal gain or to benefit another at the expense of the Society, its mission, its reputation, and the community it serves.
5. Elected Officers, Committee Directors and Volunteers;
 - a. understand and support the mission of the Society.
 - b. base working relationships on equity and mutual respect.
 - c. adhere to professional standards of conduct when representing the Society.
 - d. promote the good of the Society rather than individual financial gain, or personal interest.

6. The **Society** shall always act to preserve the physical and intellectual integrity of its library collection which is:
 - a. open and available for research by the public during business hours.
 - b. accessioned in permanent Society files following standard cataloging procedures.
 - c. maintained through replacement and disposal consistent with Society purposes and goals.
 - d. insured and protected by security and fire alarm systems.

7. In the event of dissolution of the Society:
 - a. Dissolution of the Society is determined by the vote of the membership. The membership shall be kept notified of the proceedings until final disposition of assets.
 - b. The incumbent elected officers at the time of dissolution shall remain seated until the dissolution is completed, or name an agent to act on the Society's behalf to complete the dissolution.
 - c. Copies of itemized asset lists, compiled by direction of the officers, shall be made available to each member of the Board, and another copy will stay with the assets.

 - d. The Board shall dispose of all the liabilities of the Society.
Revised: September, 2007
 - e. The Board, within one (1) year of dissolution, shall donate the assets of the Society, including all acquisitions, to an organization within Jackson County whose objectives are the same as the Society's as stated in Article II, a,b,c; if said organization qualify at the time as an exempt organization under Section 501(c)(3) of the Internal Revenue Code. If after the first year following dissolution, the officers are unable to find an organization organized under Section 501(c)(3) of the Internal Revenue Code within Jackson County, then the officers shall seek out an organization within Oregon that will accept the Society's assets.
Revised September 2007

ARTICLE IV - MEMBERSHIP AND DUES

1. Any person who supports the purposes of the Society may become an active member by making application and paying the prescribed dues.

2. Any Organization, Library, Historical or Genealogical Society may become an institutional member of the Society, either by exchanging bulletins with the Society or by making application and paying the prescribed dues.

3. **Honorary Life Members** may be elected by the Board to honor those members who have demonstrated devotion to the Society, and who have contributed time and effort towards the objectives of the Society. No active member of the Board is eligible for this designation. Honorary Life memberships are for a lifetime and have the privileges of active membership.

4. **Life and Life Benefactor Membership.**

PURPOSE: A Life or Life Benefactor membership shall be a one-time payment to RVGS

sufficient to support annual membership for the duration of the member's life and to provide long-term financial stability to the organization through the Endowment Fund, as well as increasing the number and variety of member benefits.

CONDITIONS: Life and Life Benefactor memberships shall be available to an individual of any age; the fee is not refundable and may not be transferred.

FEE: The Life Membership fee is \$500, \$300 will be deposited to a restricted life membership account and \$200 will be added to the Endowment Fund (tax deductible by the donor). The Life Benefactor Membership fee is \$5,000, \$300 will be deposited to a restricted life membership account and \$4,700 will be added to the Endowment Fund (tax deductible by the donor).

Revised 17 November 2009

ADMINISTRATION: A restricted life membership account will be administered by the Treasurer. At the beginning of each fiscal year \$30 for each Life and Life Benefactor member will be transferred from the restricted life membership fund to the general Dues Fund to support membership. If a Life or Life Benefactor member dies before his/her restricted life membership funds have been depleted, the balance will be transferred to the Endowment Fund. If the Life or Life Benefactor member is alive after his/her restricted life membership funds have been depleted, no additional funds will be transferrable by the Treasurer to the general Dues Fund and no additional membership fee collected from the Life or Life Benefactor member.

RECOGNITION: In addition to the benefits of annual membership, Life and Life Benefactor members will receive special recognition in the BUD/Digger. The name of a Life Benefactor shall be added to a Life Benefactor member plaque displayed in the Library. Life Benefactor membership will also include voting rights as a Life Trustee on the Board of Directors if in attendance at any Board meeting.

Revised 17 November 2009

5. Annual dues shall be determined by vote of the membership and are due and payable each subsequent year in their month of joining.

ARTICLE V –BOARD OF OFFICERS AND DIRECTORS

1. The governing body of the Society shall be the **Board of Officers and Directors** (hereinafter referred to as the Board) which shall consist of the five (5) elected officers, plus the Immediate

Past President, and appointed Directors. In the event the Immediate Past President is unable to serve, the Board shall select another eligible Past President who is willing to serve.

2. The voting members of the Board shall be the elected officers ; **President, Vice-President, Secretary, Treasurer, Trustee** plus the **Past President** and the appointed directors of **Library, Education, Electronic Publications, Finance, Membership, Public Relations, Maintenance,** and any other directors as approved.
3. The Board shall set Society and Library policies, and shall control and manage the affairs and funds of the Society.
4. The Board shall meet prior to each regular or Special Meeting of the Society.
5. The Board shall request preparation of an annual budget for the next fiscal year and submit it to the membership for approval by the last general meeting of the fiscal year.
6. Prior to September 1, the Board shall appoint an Internal Finance Review Committee.
7. An officer or director position shall be declared vacant when the officer or director has been absent for three (3) consecutive meetings of the Board without adequate reason. In each case, adequate reason shall be determined by consensus of the Board at their regular meeting.
8. A vacancy in any elective or appointive position shall be filled by the President with the approval of the Board.
9. No person will hold more than one elective or appointive office.
10. Both elective and appointive positions will be sworn in by the same oath at the first General Meeting following appointment.
11. All elective and appointive positions shall be for a one (1) year term. Re-nomination and re-election are required to serve additional elective terms. Appointive positions may be reappointed and confirmed for additional one (1) terms with no limit on the number of terms.
12. The term of office is January 1 through December 31.
13. Committee Chairs may appoint members except as noted in these bylaws.

ARTICLE VI - DUTIES OF OFFICERS

1. The **President** shall:
 - preside at all Society regular and special meetings and Board meetings;
 - appoint, with the approval of the Board Officers, all directors, committee chairs, editors,

historian, and cashier, except as noted in these bylaws.

- be an ex-officio member of all committees except the Nominating Committee and Finance Review Committee.
- carry out the instructions of the Board and be the official spokesperson of the Society.
- be a signer of checks of the Society

2. The **Vice-President** shall:

- assist the President in the performance of the duties. In the absence or upon the inability of the President to perform the duties, the Vice-President shall assume the duties pertaining to the office of the President.
- be responsible for maintaining an annual inventory of all Society assets, other than the catalogued library collection.
- be a signer of checks.

3. The **Secretary** shall:

- be responsible for keeping minutes of all Society regular and special meetings and Board meetings, and for conducting the general correspondence of the Society upon the direction of the President.
- maintain a permanent file of all minutes, reports, motions of record, and correspondence.

4. The **Treasurer** shall:

- maintain financial records of the Society;
- make disbursements as directed by the Board
- supervise the collection and deposit of all dues, fees and debts owing to the Society
- invest and account for funds contributed for capital reserves, special uses and projects, including a fund for storage of assets in the event of dissolution, etc
- provide a written financial report at each meeting of the Board and each general membership meeting and provide access to the books for audit by the Finance Review Committee.
- be a signer of checks of the Society.
- maintain a file of all financial records.
- Accept and receive legacies and endowment gifts made to the Society, crediting them to the established Endowment Fund. Endowment gifts may include memorial gifts, gifts which designate the Endowment Fund as the recipient, and/or gifts for which no designation is made by donor. Additions may also be made to the Endowment Fund from operating funds or special projects by action of the Board. Once funds are added to the Endowment Fund, no principle shall be withdrawn except in the case of extreme financial emergency. The interest

may be used as determined by the Board.

5. The **Trustee** shall:

- serve as a member of the Finance Review Committee
- maintain records of Library Usage and keep a copy of the accession book off premises.

ARTICLE VII - STANDING COMMITTEES/ DIRECTORS AND DUTIES

1. Directors of Standing Committees may be appointed by the President with Board approval including Library, Education, Electronic Publication, Finance, Maintenance, Membership, Public Relations and any other committee directors as approved. Committee directors may be reappointed and confirmed for additional one (1) year terms with no limit on the number of terms.
2. Each committee chair will appoint the committee members, except as noted in these by-laws.
3. The **Library Director** shall oversee the daily operation of the Library, train new librarians, maintain librarian's work schedule, communicate new procedures and technology updates to librarians, and maintain the Librarian's manual.
4. The **Education Committee** will conduct genealogy classes, plan and arrange programs for all regular meetings of the Society. The Vice-President shall be a member of this committee.
5. The **Electronic Publications Committee** will research material for electronic publication, maintain the Society website(s), and add new material as appropriate. The webmaster will be a member of this committee.
6. The **Finance Committee** will be responsible for resource development for the Society, including, but not limited to, soliciting for grants, major contributors, and for planning and implementing fund raising events. The Treasurer will be a member of this committee.
7. The **Membership Committee** will keep a current list of all members and will provide reports to the Board. A printed copy of all reports shall be maintained in the files. The Committee will recruit new members and maintain a welcome packet for new members. The Committee will send renewal reminder notices to members who have not renewed annual dues.
8. The **Public Relations Committee** will plan and implement projects to enhance the community's awareness of the Society, will submit for publication in those local newspapers designated by the Board, the time and place of monthly general membership meetings.

9. The **Maintenance Committee** will periodically inspect the building and grounds and notify the Board of major repairs when needed. The committee will perform minor repairs and upkeep and supervise the cleaning committee.

ARTICLE VIII - OTHER COMMITTEES

1. The **Finance Review Committee** shall examine the accounts of the Treasurer annually and report findings and recommendations to the Board. The Trustee will be a nonmember coordinator of this committee.
2. The **Budget Committee** will prepare an annual budget for submission and approval by the Board and the general membership. The Treasurer will be a member of this committee.
3. The **Nominating Committee** shall select from the membership at least one (1) candidate for each elective office. See Article XVII - Nominations and Elections.
4. The **Society Quarterly Bulletin and Member Newsletter Committees** will gather and publish information and materials pursuant to the provisions of Article XIV- MEMBERSHIP PUBLICATIONS. The chairs will be the editors and the President shall be responsible for the duties of these committees.

ARTICLE IX - LIBRARY MANAGEMENT

1. The Society shall maintain an education & research library under the supervision of the Board.
2. The library collection shall be catalogued and inventoried annually, and shall be accessible to both members and non-members for educational and genealogical research purposes.
3. The Board shall provide for the management of the library and may either hire a library manager, appoint a volunteer manager and/or co-managers to oversee the daily operation of the library and the preservation of the collection.

ARTICLE X - HISTORIAN

1. The **Historian** shall collect and organize materials on the activities and events of the Society, prepare a scrapbook, and present it to the Society Board at the end of the calendar year.
2. The President will monitor and supervise the Historian's activities.

ARTICLE XI - PARLIAMENTARIAN

1. The Parliamentarian shall furnish instructions in parliamentary procedure and render decisions at the request of the President.
2. The Parliamentarian will attend all business meetings and maintain an up-to-date record book of all by-laws, revisions, amendments, and Standing Rules.
3. The Immediate Past President shall serve as Parliamentarian.

ARTICLE XII - MEETINGS

ORS 192.620, The Oregon form of government requires an informed public aware of the deliberations and decisions of governing bodies and the information upon which such decisions were made. It is the intent of **ORS 192.610 to 192.690** that decisions of governing bodies be arrived at openly.

1. The Society membership shall meet each month of the year, except for the months of July and August, unless a quorum of the membership votes otherwise.
2. A quorum for any regular or special meeting of the Society shall consist of ten percent (10%) of the active membership and not less than three (3) members of the Board. For this purpose, active members are members eligible to vote; that is, all honorary members plus all individual members whose dues are paid to date. All persons attending the meeting shall sign the attendance register, indicating whether they are members or guests.
3. In accordance with **ORS 192.630**, All meetings of the Society shall be open to the public and **ORS 192.640**, public notice of meetings shall be published in the meeting notices of local newspapers, and Society publications.
4. Regular Board meetings shall be held at the Society Library, the second Monday of every month at 9:30 a.m. unless a change is authorized by the Board.
5. The time and location of Society meetings shall be determined by the Board and prior notification provided the membership as stated in **ORS 192.640**. Any changes shall be announced, posted and published at least one month prior to any membership meeting.
6. Special meetings may be called by the President, the Board, or by request of members.
 - A written request signed by ten (10) active members and stating the purpose of the meeting shall be presented to the Board.
 - Notification of special meetings to the members shall be in writing and conform to **ORS 192.640**.

ARTICLE XIII - NOMINATIONS AND ELECTIONS

1. The Nominating Committee shall consist of three (3) members recommended by the President and approved by the Board no later than the September Board meeting. Members of the Board are excluded from participation on this committee.
2. The Nominating Committee will elect one (1) of its members as chair.
3. The Committee will select at least one (1) willing nominee for each office and report recommendations to the President and to the membership at the October meeting.
4. All elected positions will be for a one (1) year term. Officers may serve more than one (1) term if re-nominated and re-elected.
5. Following the report of the Committee, nominations from the floor will be accepted at the October and November meetings.
6. Officers will be elected at the regular November meeting by eligible members present.
7. Election will be by written ballot. However, if there is only one (1) candidate for any office, the President may request the Secretary to cast a unanimous ballot.
8. Proxy voting is not allowed.

ARTICLE XIV - MEMBERSHIP PUBLICATIONS

1. The Society will publish a Quarterly Bulletin, *The Rogue Digger*, at least four (4) times per year. The Bulletin will be devoted primarily to informative articles containing historical and genealogical data and research, resource materials, and queries. This Bulletin will be distributed to all active member households, and institutional members.
2. The Society will publish a Member Newsletter, *Between Us Diggers*, at least four (4) times per year. The main purpose of the newsletter is to keep members & other interested persons fully informed of the Society's activities. The Newsletter will be distributed to active member households, and to other interested individuals and organizations at the discretion of the Board..

ARTICLE XV - SPECIAL INTEREST GROUPS

1. Members with mutual interests may request from the Board, authorization to form a Special Interest

Group. Such groups may meet at the Society's Library, subject to availability, may publicize its meetings within the Society, and may establish its own membership policies.

2. Special Interest Groups may not use funds of the Society for their operation.
3. The activities of authorized Special Interest Groups must conform to those of non-profit groups within the meaning of Section 501(c)(3) of the Internal Revenue Code and the laws of the State of Oregon.

ARTICLE XVI - FISCAL YEAR

1. The Fiscal Year shall be from July 1 through June 30.

ARTICLE XVII - GOVERNING RULES

1. The Articles of Incorporation and By-laws shall constitute the governing rules of the Society.
2. The conduct of meetings and any other matters not covered in paragraph #1. above, shall be governed by the current editions of Robert's Rules of Order and the Oregon Revised Statutes.

ARTICLE XVIII - AMENDMENTS

1. These By-laws may be amended by a two-thirds (2/3) vote of the active members present at a regular meeting of the Society.
2. All proposed amendments(s) to the By-laws must be submitted in writing to the Secretary and shall provide the wording of the entire paragraph(s) in which the change is requested. After receiving the proposed amendment(s), the Secretary shall submit copies of the proposed amendment(s) to the Board for action at its next meeting.
3. The Board shall present proposed amendment(s) at a regular membership meeting and post the proposed changes at the Society Library for two (2) consecutive months.
4. After completion of the required notice, voting on the proposed amendment(s) shall be at the next regular meeting of the Society.

As required by these documents, this revision was posted in the Society Library and presented to the general membership for two consecutive months; September, 2007 and October, 2007. After the required notice period, these documents were approved at the general meeting held November, 2007.

Signed **CHARLEEN BROWN** Date **SEPTEMBER 18, 2007-**

Society Board President

Revised: 7 September 2010