

Polish Heritage Education Society Inc.

BY-LAWS

ARTICLE I – NAME

The name of this organization shall be the Polish Heritage Education Society.

ARTICLE II – PURPOSE

This corporation is organized and operated exclusively for educational purposes which include the following:

1. Educating the public on the history of Poland and the influence of Americans of Polish descent on American history and society.
2. Educating the public on Polish arts and culture in America, both past and present.
3. Providing college scholarships to persons of Polish descent to any degree.

ARTICLE III – MEMBERSHIP

1. ACTIVE – Anyone who is interested in taking part in the activities of the Society becomes a member upon payment of the annual dues and shall be eligible to vote and hold office.
2. LIFE – Anyone who pays the life membership dues to the Society's Treasurer shall be a life member of the Society with all the privileges of active membership.

ARTICLE IV – OFFICERS

The Society shall be managed by an Executive Board. The Board will be comprised of Officers and Directors.

Officers of this Society shall be: President, First Vice President, Second Vice President, Treasurer, Recording Secretary, and Corresponding Secretary.

1. Eligibility – Only members in good standing shall be eligible to hold office or be a Director. Good standing requires dues to be current.
2. Term of Office – Term of office shall be for two years.
3. Duties of Officers
 - a.) President – The President shall preside at all meetings of the Society and the Executive Board. The President shall call all meetings of the Society and the Executive Board and perform such other duties as necessary to the office of President.

- b.) First Vice President – The First Vice President shall act in the absence or the inability of the President to serve and perform.
- c.) Second Vice President – The Second Vice President shall act in the absence or inability of the First Vice President to serve and perform such duties.
- d.) Treasurer – The Treasurer shall receive and distribute all funds of the Society and deposit them in a financial institution as determined by the Executive Board. He or she shall sign all checks and vouchers when necessary; and if the Treasurer’s signature is unavailable, the signature of the President shall be adequate. He or she shall prepare a financial statement for each meeting of the Executive Board and of the general membership. He or she shall provide the records for the annual audit. He or she shall be responsible for filing all tax reports. The office of Treasurer shall be bonded.
- e.) Recording Secretary – The Recording Secretary shall keep accurate minutes of each board and general meeting of the Society which shall be read at the next regular meeting. He or she shall be custodian of all records and papers of the Society except records of the Treasurer. A copy of the minutes shall be submitted to the President before the following board or general meeting.
- f.) Correspondence Secretary – The Correspondence Secretary will assist the Recording Secretary in his/her duties. The Correspondence Secretary will also keep track of the Society’s membership. This person will be responsible for keeping current all of the contact information for the membership including addresses, phone numbers and emails. The person in this position will review and approve all correspondence which is to be sent out on behalf of the organization.

ARTICLE V – EXECUTIVE BOARD

1. The management of this Society shall be vested in an Executive Board consisting of eleven (11) members who shall have general supervision of the affairs of this Society between general meetings.
 - a.) It shall make recommendations to the general membership for action by the Society.
 - b.) It shall provide for the annual audit of the books and records of the Treasurer.
2. The Executive Board shall consist of the following:
 - a.) The five elected officers stated in Article IV, and
 - b.) Five General Directors
3. The Directors on the Executive Board elected shall serve a term of two years.
4. Transition of Administration: There shall be a meeting of the Executive Board, which shall be held in June, following installation. It should include the outgoing and incoming officers to make the transition of administration.
5. The Executive Board shall hold regular monthly meetings at the time and place designated by the board at the beginning of its term.

- a.) Attendance at meetings of the Executive Board shall be obligatory for all board members.
- b.) Unexcused absences from three (3) consecutive meetings of the board shall constitute a resignation, and a vacancy thus created shall be filled by the President with the approval of the Executive Board for the unexpired term.

ARTICLE VI – VACANCIES AND REMOVALS

- 1. Any Officer or Director may be removed for cause by a two-thirds (2/3) majority of the Executive Board.
- 2. Vacancies shall be filled by the President with approval of the Executive Board for the unexpired term of any office becoming vacant.

ARTICLE VII – ELECTIONS

- 1. The annual election shall take place in May of each year and shall be open to paid-up members in good standing.
- 2. Notice of time and place of the annual meeting and slate of candidates shall be submitted by Recording Secretary in the newsletter which directly precedes the annual meeting.
- 3. A majority vote will control elections.
- 4. The Executive Board shall appoint a chairman and two (2) members as the Nominating Committee in January.
- 5. The Nominating Committee shall prepare a ballot for voting at the annual election meeting.
- 6. Installation of Officers shall take place at the June board meeting.
- 7. All ballots are to be destroyed as soon as the election proceedings have been completed.

ARTICLE VIII – MEETINGS

- 1. Meetings of the general membership shall be held two times per year as scheduled by the President.
- 2. A quorum for conducting business at any meetings of the general membership shall be not less than eleven (11) members eligible to vote.
- 3. Executive Board meetings shall be held once a month for decisions on the Society's affairs.
- 4. Special meetings of the Polish Heritage Education Society may be called at the discretion of the President.

ARTICLE IX – ANNUAL DUES

1. A candidate for membership shall agree by application to abide by the By-Laws of the Society and shall submit one (1) year's dues with such application.
2. Annual dues shall be payable in the month of January of each year.
3. If dues are not paid by February 28, membership will terminate.

ARTICLE X – FISCAL YEAR

The fiscal year of the Society will be from January 1 to December 31.

ARTICLE XI – AMENDMENTS

These By-Laws can be amended as follows:

1. The proposed amendment shall be submitted, read, and discussed at a meeting of the Executive Board.
2. A 30-day notice of the proposed amendment shall be given to the general membership and shall be passed by a 2/3 vote of those present and voting at a general meeting.

ARTICLE XII – PARLIAMENTARY AUTHORITY

1. Roberts Rules of Order, Revised, shall be the parliamentary authority for all matters of procedure not specifically covered by the By-Laws of the Polish Heritage Educational Society.

ARTICLE XIII – DISSOLUTION

1. The Society shall function as a non-profit organization. No part of the net earnings of this organization shall benefit any individual member. The Polish Heritage Education Society may be dissolved by a two-thirds vote of the membership.
2. Upon dissolution of the corporation, the Board shall appoint a liquidation agent to supervise and control the liquidation of all assets, pay all bills, settle all accounts and turnover the net proceeds to a 501(c)(3) qualified and existing entity.

These By-Laws of the Polish Heritage Education Society, Inc. were approved on January 7, 2019 by the general membership at a meeting held on January 7, 2019.

Date

, Secretary