

BY-LAWS AND CONSTITUTION
of
NORTH DAKOTA STATE GENEALOGICAL SOCIETY, INC.

ADOPTED SEPT. 27, 2002

ARTICLE 1 – NAME

The name and address of the organization shall be the NORTH DAKOTA STATE GENEALOGICAL SOCIETY, INC., Box 485, Bismarck, ND 58502-0485. Also known as N.D.S.G.S. or NDSGS.

ARTICLE II – OBJECTIVES

The objectives of the society shall be as follows:

Section 1: to promote and encourage active interest in genealogy and history at the local, state, national and international level.

Section 2: to retrieve and preserve historical and genealogical records.

Section 3: to foster education and training in genealogical and historical research.

Section 4: to improve the availability and access to public records.

Section 5: to serve as a resource, advocate, and coordinator for local genealogical and historical societies as well as other organizations interested in the purposes and objectives of the NDSGS.

ARTICLE III - MEMBERSHIP

The NDSGS shall have three (3) classes of membership with the amount of membership dues for each class established or adjusted by the NDSGS Board of Directors at any regular meeting or any special meeting called for that purpose:

Section 1: Regular Membership

open to organizations and governmental agencies interested in genealogical, biographical or historical research.

Section 2: Individual and Family Group Membership

open to individuals and family groups interested in genealogical, biographical or historical research.

Section 3: Supporting Membership

open to all persons, family groups, organizations or governmental agencies interested in the purposes and objectives of this organization. Supporting members cannot serve as officers of the NDSGS, nor its Board of Directors and have no voting privileges, but have the privilege of attending all NDSGS meeting.

ARTICLE IV - BOARD OF DIRECTORS

A Board of Directors, including the officers of the society, shall be the governing body of the NDSGS.

Section 1: The Board of Directors shall consist of no less than seven (7) nor more than twenty one (21) members. Regular memberships shall hold no less than four (4) nor more than eighteen (18) seats on the Board of Directors.

Section 2: Each organization and governmental agency having a paid up regular membership is entitled to elect or appoint one of its paid up members to serve on the NDSGS Board of Directors for a two year term. Such person may serve consecutive terms.

Section 3: Three persons from the membership class consisting of paid up individual or family group members may be elected to the NDSGS Board of Directors for a term of two years only, at any annual or special meeting of the class.

Section 4: NDSGS board members may appoint an alternate or proxy to SERVE in his or her place on the board during board meetings, and exercise voting rights.

Section 5: Each member of the Board of Directors may cast a vote for or against any motion or matter placed before the NDSGS board. Tie votes mean that the matter has been lost.

Section 6: The NDSGS Board of Directors shall meet in formal session at least once each calendar year. All meetings, including special meetings shall be at the call of the society president.

Section 7: To elect the officers of the society, all must be members of the Board of Directors and representing a paid up and eligible class of membership.

Section 8: To the extent that its resources permit the board on behalf of the society may assist its members in fulfilling the objectives of their organizations but shall not intervene or interfere in the internal affairs and management of its member organizations.

Section 9: A quorum for any regular or special meeting of the NDSGS Board of Directors shall be the presence of five (5) members, two (2) of which shall be elected officers.

ARTICLE V - OFFICERS

The officers of THE society shall be a President, President-elect, Secretary, and Treasurer. Terms of office shall be two years with a right to succession for two more years. By a vote of the membership, officers may serve an additional two years in the same position. The basic duties of the officers of the NDSGS shall be as follows:

Section 1: PRESIDENT

- A. to preside at all meetings of the Board of Directors, executive COMMITTEES, and general membership and to call all meetings.
- B. to create committees and to appoint chairpersons thereof as well as committee members.
- C. to cosign, with the treasurer, all society checks.

Section 2: PRESIDENT ELECT

- A. to preside in the absence of the president
- B. to assist the president in the performance of official duties.
- C. to perform such other duties as assigned by the NDSGS Board of Directors.

Section 3: SECRETARY

- A. to keep and maintain a careful and authentic record of all proceedings of all regular and special meeting of the Board of Directors, executive committees and membership meetings.
- B. to maintain a list of members attending each meeting and to attach such list to the minutes of that meeting.
- C. To maintain a post office box and to distribute all mail to appropriate officers and committee chairpersons. This duty may be assigned to another with the approval of the Board of Directors.
- D. to prepare and issue all correspondence as directed by the Board of Directors, executive committee members and officers of this society.

Section 4: TREASURER

- A. to maintain a checking account and a savings account, as required, in the name of the society in institutions approved by the NDSGS board.
- B. to collect and record all monies and dues received by the society and prepare a written statement of receipts and expenditures for each regular and special meeting.
- C. to maintain a current list of all paid up members
- D. to pay all bills authorized by the board or executive committee.
- E. to follow standard bookkeeping procedures.

ARTICLE VI - EXECUTIVE COMMITTEE

An executive committee of the NDSGS shall be comprised of the President, President-elect, Secretary, and Treasurer. The executive shall perform those duties assigned or delegated to it by the Board of Directors. Time and place of all executive committee meetings shall be determined by the committee, which also has the option of transacting business via conference telephone calls or internet e-mail. All actions of the committee are subject to review and approval by the Board of Directors at subsequent meeting of the Board.

ARTICLE VII - MEETINGS

All annual meetings of all classes of members, voting and non-voting, may be called by the Board of Directors. Individual members of the NDSGS regular members, individual and family group members, and supporting members may attend such annual meetings. Primary agendas of such annual meetings to be a review of the society's activities to date and the solicitation of new ideas or avenues for the Board of Directors to pursue if it so desires.

ARTICLE VIII – FINANCE

The fiscal year of the NDSGS shall be from January 1st to December 31st. An annual budget shall be prepared under the direction of the executive committee. An annual audit of the treasurer's books and society assets shall be made under the direction of the executive committee.

ARTICLE IX – AMENDMENTS

The By-Laws and Constitution of the NDSGS may be amended by a 2/3 vote of the Board of Directors present at a special meeting called for that purpose.

APPROVED this _____ day of _____ 19____.

President

President-elect

Secretary

Treasurer