

ROGUE VALLEY GENEALOGICAL SOCIETY
3405 S. Pacific Highway, Medford, OR 97501
Phone (541) 512 - 2340

BYLAWS 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.**” The **Society** owns and operates the **Jackson County Genealogy Library.**
2. The registered office of this Corporation shall be in Jackson County, State of Oregon.

ARTICLE II – MISSION ~~STATEMENT~~ AND PURPOSE

1. The mission of the Society is ~~To~~ inspire interest in genealogy, and inform and educate the public, and maintain a growing, sustainable library with a strong online presence.

~~ARTICLE III – OBJECTIVES~~

- ~~1. The objectives of the Society shall be:~~

- ~~a. to secure information of a genealogical nature from public and private records by way of historical research as well as indexing and abstracting;~~
- ~~b. to provide for the preservation and publication of results;~~
- ~~c. to preserve and protect the collection for future generations;~~
- ~~d. 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;~~
- ~~e. 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;~~
- ~~f. to cooperate and/or affiliate with other nonprofit entities/organizations with like purposes.~~
- ~~g. To educate the public on genealogical research through educational programs and classes.~~

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 ~~IV~~ III – POLICIES

1. The Society shall be nonprofit, nonpolitical, and nonsectarian.
2. The Society shall not discriminate in any of its policies or practices.
3. The properties and assets of the Society are irrevocably dedicated to education and research.
4. 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, ~~O~~fficer or ~~D~~irector of the Society.
5. Society property, time, supplies, and/or equipment shall not be used for anything other than Board of ~~Officers and~~ Directors (Board) sanctioned Society business and/or activities.

6. Ownership of any Board sanctioned project and any associated royalties and/or Copyrights rests solely ~~in with~~ the Society.
7. 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 or~~ the community it serves.
8. ~~Elected Officers and Directors~~ Board members:
 - a. understand and support the mission of the Society.
 - b. sign the Conflict of Interest ~~document~~policy annually.
 - c. adhere to all Society policies.
 - e.d. base working relationships on equity and mutual respect.
 - d.e. adhere to professional standards of conduct when representing the Society.
 - e.f. promote the good of the Society rather than individual financial gain or personal interest.
9. 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 and insurance.
10. ~~In the event of a~~ Dissolution of the Society:
 - a. Dissolution of the Society is determined by ~~the a~~ 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 is named to act on the Society's behalf to complete the dissolution.
 - c. Copies of itemized asset lists, compiled ~~by~~ at the 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 mission are~~ is similar to the same as the Society's as stated in Article II, ~~a, b, c;~~ if and said organization ~~qualifies~~ 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.

ARTICLE IV – ENDOWMENT FUND

1. The Society shall have an endowment fund for the purpose of future Society sustainability.
2. The treasurer shall accept and receive legacies and endowment gifts made to the Society, crediting them to the established Endowment Fund. Endowment gifts shall include memorial gifts and other gifts which designate the Endowment Fund as the recipient. Gifts for which no designation has been made by the donor, may be credited to the Endowment Fund at the discretion of the Board. Additions may also be made to the Endowment Fund from operating funds or special projects by action of the Board.
3. Once funds are added to the Endowment Fund, no principle shall be withdrawn except in the case of extreme financial emergency.
- 4.4. The interest from the Endowment Fund may be withdrawn and utilized at the discretion of the Board.

ARTICLE V - 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 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 exceptional 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.~~
- 4.3. **Life and Life Benefactor Membership**
 - **Purpose:** A Life or Life Benefactor membership shall be a one-time payment to RVGS to provide long-term financial stability to the organization through the Endowment Fund or other fund(s) as stipulated by the donor. (NOTE: be sure Standing Rules align with this.)
 - **Conditions:** Life and Life Benefactor memberships shall be available to an individual of any age; the fee payment is not non-refundable and may not be transferred non-transferable.
- 5.4. Annual dues and Life Memberships shall be set by the Board and determined approved by a vote of the membership, ~~and are due and payable each subsequent year in their month of joining.~~

ARTICLE VI –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 and plus the Immediate Past President, and the Directors appointed by the President and approved by the elected officers. All Board members must be Society members.
2. In the event the ~~Immediate~~ immediate Past President is unable to serve, the Board shall select another eligible Past President who is willing to serve.
3. ~~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, ePublications, Finance, Membership, Public Relations, Maintenance, Projects, Volunteer Coordinator and any other directors as appointed by the President and approved by the elected officers.~~
4. ~~Electronic~~ A vote of the Board voting is not permitted outside of a Board Meeting, but a consensus of the ~~b~~Board may be sought; ~~electronically~~ with an official vote to follow at the next regular or special Board Meeting.
5. ~~A quorum is a majority of the members of the Board.~~

- ~~6.5.~~ The Board shall set Society and Library policies, and shall control and manage the affairs and funds of the Society.
- ~~7.6.~~ The Board shall meet prior to each regular or Special Meeting of the Society membership.
- ~~8.7.~~ 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.
- ~~9.8.~~ ~~Prior to September 1,~~ The Board shall annually appoint an internal Financial Review Committee, composed of non-Board members.
- ~~10.9.~~ 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, and/or has consistently neglected the duties of the position. ~~In e~~Each case, ~~adequate reason~~ shall be determined by consensus of the Board ~~at their regular meeting.~~
- ~~11.10.~~ In the event an officer, ~~excluding the President who is covered by the Vice President,~~ is temporarily unable to serve in their elected position or resigns prior to the end of the term, the President, with the approval of the Board, may appoint an interim officer to fill the position.
- ~~12.11.~~ ~~A vacancy in any elected or appointed position shall be filled by the President with the approval of the Board.~~
- ~~13.12.~~ No person will hold more than one elected ~~or appointed~~ office.
- ~~14.13.~~ Appointed Directors will be sworn in by the same oath as elected officers at the first General Meeting following appointment.
- ~~15.14.~~ All elected and appointed positions shall be for a one (1) year term. Re-nomination and re-election are required to serve additional elected terms. Appointed positions may be reappointed and confirmed for additional ~~one-year (1)~~ terms with no limit on the number of terms.
- ~~16.15.~~ The term of office for all positions is January 1 through December 31.

ARTICLE VII - 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, ~~and other directors and committees~~ except as noted in these ~~b~~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 all~~ 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 of the Society.
 - be responsible for leadership in ~~L~~long-~~R~~range ~~P~~lanning and goals.
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:
 - work closely with the Society's Finance Director, cashier, bookkeeper, and accountant.
 - 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.~~ special purposes.
 - provide a written financial report at each meeting of the Board and each general membership meeting.
 - and provide access to the financial books and serve as a resource for audit by the Financial Review Committee.
 - serve on the Budget 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 shall 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. (Move to new article. "The Society shall have an endowment fund." Then above text.)~~
5. The **Trustee** shall:
- serve as the coordinator of the Financial Review Committee.
 - maintain records of daily Library Usage.
 - keep a copy of the accessions book off premises.
 - maintain the Society Organizational ~~Society~~ Manual.
6. The Past President shall:
- serve as Parliamentarian.
 - attend all business meetings

ARTICLE VIII- ~~STANDING COMMITTEES/~~ DIRECTORS DUTIES

1. Directors ~~of Standing Committees may shall~~ be appointed by the President with Board approval including but not limited to Library, Education, ~~ePublication~~, Finance, ~~Maintenance~~, Membership, ~~Projects~~, Public Relations ~~and any other committees or directors as approved.~~ Directors ~~and Committee Chairs~~ may be reappointed and confirmed for additional one-~~(1)~~-year terms with no limit on the number of terms.
- ~~2. Each Director and Committee Chair will appoint members to serve on their committee, except as noted in these bylaws. Detailed Director job descriptions will be maintained in the Society Organizational Manual.~~
- ~~3.2~~ The **Library Director** shall oversee the daily operation of the Jackson County Genealogy Library, train new librarians, maintain librarians' work schedule, communicate new procedures and technology updates to librarians, and maintain the Librarian's ~~m~~Manual.
- ~~4.3~~ The **Education Director** will chair the education committee and coordinate all educational activities ~~recruit instructors for genealogy classes, plan and arrange programs for all regular meetings~~ of the Society.
- ~~5.4~~ The ~~ePublications Director~~ will organize material for electronic publication, maintain the Society website(s), and add new material as appropriate. The webmaster will be a member of this committee.
- ~~6.5~~ The **Finance Director** will prepare the annual budget with the Budget Committee, serve as a resource to the Financial Review Committee, review contracts and insurance policy, and will be responsible for financial resource development for the **Society**, including, but not limited to, soliciting for grants, major contributors, and planning and implementing fundraising events.
- ~~7.6~~ The **Membership Director** 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 and~~ send renewal reminder notices to members

who have not renewed annual dues.

- ~~8.7. The **Public Relations Director** will plan and implement projects to enhance the community's awareness of the **Society**, will submit for publication in media outlets the time and place of monthly general membership meetings, will publicize Society activities and events.~~
- ~~9.8. The **Maintenance Director** will periodically inspect the building and grounds and notify the Board of major repairs when needed. The committee will perform minor repairs and upkeep.~~
- ~~10.9. The **Project Director** will evaluate proposed projects for relevance and content appropriate to our mission and Jackson County collections, prioritize projects, assign projects to volunteers and keep records of these assignments.~~
- ~~11. The **Volunteer Coordinator Director** will recruit volunteers with the skill levels to support the various projects of the **Society** and the Jackson County Genealogy Library.~~

ARTICLE IX – COORDINATORS & EDITORS

Coordinators are appointed by the President with approval of the Board and shall serve one-year terms with no limit on the number of terms. Duties are detailed and stored in the Society Organizational Manual. All coordinators shall submit written reports as necessary. Coordinators and editors may include but are not limited to the following positions:

1. **Project Coordinator**
2. **Technology Coordinator**
3. **Volunteer Coordinator**
4. **Maintenance Coordinator**
5. **Publications Editors**

ARTICLE IX - OTHER STANDING COMMITTEES

1. The **Financial Review Committee** shall examine the accounts of the Treasurer annually and report findings and recommendations to the Board. ~~The Trustee will be the 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 and Finance Director will be members of this committee.~~
3. The **Nominating Committee** shall select from the membership at least one (1) candidate for each elective office. See Article ~~XIV~~ VII - Nominations and Elections.
4. The **Book Committee** shall be responsible for the library collection including coordinating the annual inventory, reviewing all donated materials, purchasing appropriate materials, and weeding the existing collection.
- ~~3.5. The **Quilt Committee** preserves the Society's quilt collection, and provides educational programs that focus on the relevance of quilts to family history and genealogy.~~
- ~~4. **Data Management Committee** will be responsible for technology equipment in the library to include ordering, installation, inventory, maintaining and keeping in good repair all computers, copiers and keep database backups stored in our library safe. Committee is responsible for the technology budget development each year and keeping the Board apprised of progress of approved planning and expenditures.~~

ARTICLE XI - LIBRARY MANAGEMENT

1. The Society ~~shall de~~conducts business as Jackson County Genealogy Library and maintains an education & research library under the supervision of the Board.
2. The Jackson County Genealogy Library collection shall be catalogued, 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 Jackson County Genealogy Library and may either hire a library manager, or appoint a volunteer director manager and/or co-managers to oversee the daily

operation of the library and the preservation of the collection.

4.

ARTICLE XI – HISTORIAN Move to Standing Rules??

- ~~1. The Historian shall collect and organize materials on the activities and events of the Society, prepare a scrapbook, and make it available for the membership and the Society Board.~~
- ~~2. The President will monitor and supervise the Historian's activities.~~

ARTICLE XII – PARLIAMENTARIAN Note: Moved to duties of Past President

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

ARTICLE XIII – 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. Does not apply to RVGS.~~

- ~~1. The Society membership shall meet each month of the no less than once a year, ~~except for the months of July and August, unless a majority of eligible voters~~ Board members present votes otherwise. Note: Address in Standing Rules~~
1. The time and location of Society meetings shall be determined by the Board and prior notification provided to 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.
2. A quorum for any regular or special meeting of the Society shall consist of 15 active members in attendance including not less than three (3) ~~elected~~ 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~~ All meetings of the Society shall be open to the ~~public membership, and ORS 192.640, public notice~~ Notice of meetings shall be ~~submitted for publication in the meeting notices of local newspapers published in and~~ Society publications.
- ~~4. Regular Board meetings shall be held monthly at the Society Library, on the second Monday of every month at 9:30~~
- ~~5.4 a.m. unless a change is authorized by the Board. A quorum of Board members is required to conduct business. A quorum is a majority of the ~~voting~~ members of the Board.~~
- ~~6.5.~~ Special meetings may be called by the President, the Board, or by request of members.
 - Members requesting a special meeting shall submit Aa written request to the Board 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 at least one month prior to any special meeting, posted and published at least one month prior to the meeting, writing and conform to ORS 192.640.

ARTICLE ~~XIV~~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. The Nominating Committee will elect one (1) of its members as chair.
2. The Nominating 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.
3. ~~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. Redundant~~
4. Following the report of the Committee, nominations from the floor will be accepted at the October and November Society meetings.
5. Officers will be elected ~~at the regular November no later than the December Society meeting. by eligible members present.~~
6. Election will be by written ballot. However, if there is only one (1) candidate for any each office, the President may request the Secretary to cast a verbal unanimous ballot.
7. Proxy voting is not allowed.

ARTICLE XIV- MEMBERSHIP PUBLICATIONS

1. The Society will publish an online ~~quarterly~~ bulletin, *The Rogue Digger*, ~~at least four (4) times per year when material is available~~. The *Rogue Digger* will be devoted primarily to informative articles containing genealogical research, historical data, and/or resource materials.
2. The Society will publish a ~~online member monthly electronic~~ newsletter, the *eNews* ~~monthly~~. The main purpose of the newsletter is to keep members & other interested persons fully informed of Society and Library activities.

ARTICLE XVI - ~~SPECIAL~~-INTEREST GROUPS

1. Members with mutual interests may request from the Board, authorization to form an Special Interest Group. Such groups may meet at the Society's Library, subject to availability, and 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 XVII - FISCAL YEAR

1. ~~—~~The Fiscal Year shall be from January 1 through December 31. ~~(Adopted November 15, 2011)~~

ARTICLE XVIII - GOVERNING RULES

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

ARTICLE ~~XIX~~XVIII – AMENDMENTS

1. These ~~By laws~~Bylaws may be amended or revised by a two-thirds (2/3) vote of the active

members at any meeting of the Society at which a quorum is present.

2. All proposed amendment(s) to or a revision of these ~~By-laws~~Bylaws must be submitted in writing to the Board and shall provide the wording of the entire paragraph(s) in which the change is requested.
3. After the Board ~~receives and~~ approves the proposed amendment(s) or revision, the Board Secretary or designee shall submit copies of the approved revision or amendment(s) to the Membership at its next regular meeting and post the proposed changes at the Society Library for 1 (one) month. Members shall have 1 (one) month to submit in writing any objections, which will require further action by the Board of Directors.
4. After completion of the required notice, provided no written member objections have been presented, voting on the proposed revision or amendment(s) shall be at the next regular meeting of the Society.
5. The date of the most recent revision of these ~~By-laws~~Bylaws will appear at the bottom of each page.

As required by these documents, this revision was posted in the Society Library and presented to the general membership for the required period; ~~Sept. 15, 2015 to Oct. 20, 2015~~ _____ and receiving no written objections; these documents were approved at the general meeting held ~~Oct. 20, 2015~~ _____.

DATE _____

Signed: _____ Date: _____
Society Board President