

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

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.**” 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

To inspire interest in genealogy, inform 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.
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 – POLICIES

1. The **Society** shall be nonprofit, nonpolitical and nonsectarian.
2. The properties and assets of the **Society** are irrevocably dedicated to education and 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.
4. **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.
5. Ownership of any Board sanctioned project and any associated royalties and/or Copyrights rests solely in the **Society**.
6. 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.
7. Elected Officers and Committee Directors;
 - a. understand and support the mission of the **Society**.
 - b. sign the Conflict of Interest document annually.
 - c. base working relationships on equity and mutual respect.
 - d. adhere to professional standards of conduct when representing the **Society**.
 - e. promote the good of the **Society** rather than individual financial gain or personal interest.
8. 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.
9. 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.

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 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 or other Funds as stipulated by the donor 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 a minimum of \$500. Three hundred dollars, \$300 (or 10 times the current annual dues amount) will be deposited to a restricted life membership dues account and the balance will be added to the Endowment Fund or other Funds as stipulated by the donor. The Life Benefactor Membership fee is a minimum of \$5,000. Three hundred dollars \$300 (or 10 times the current annual dues amount) will be deposited to a restricted life membership dues account and the balance will be added to the Endowment Fund or other Funds as stipulated by the donor.
 - **ADMINISTRATION:** The restricted life membership dues account will be administered by the Treasurer. At the beginning of each fiscal year \$30 (or the amount of the current dues for each Life and Life Benefactor member) will be transferred from the restricted life membership dues account 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 transferable 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 **Society** publications. The name of a Life Benefactor shall be added to a Life Benefactor member plaque displayed in the Library.
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 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, plus the Immediate Past President, and the Directors appointed by the President and approved by the elected officers.
2. In the event the 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 voting is not permitted but a consensus of the 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. [Roberts Rules of Order Page341]
6. The Board shall set **Society** and Library policies, and shall control and manage the affairs and funds of the **Society**.
7. The Board shall meet prior to each regular or Special Meeting of the **Society**.
8. 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. Prior to September 1, the Board shall appoint an internal Financial Review Committee, composed of non-Board members.
10. 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
11. In the event an officer, excluding the President who is covered by the Vice-President, is temporarily unable to serve in their elected position, the President with the approval of the Board, may appoint an interim officer to fill the position.
12. A vacancy in any elected or appointed position shall be filled by the President with the approval of the Board.
13. No person will hold more than one elected or appointed office.
14. Appointed Directors will be sworn in by the same oath as elected officers at the first General Meeting following appointment.
15. 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 (1) terms with no limit on the number of terms.
16. The term of office 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, cashier, and other directors and committees 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.
 - be responsible for leadership in Long Range Planning 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:
 - 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 Financial 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 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.
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 Organizational **Society** Manual.

ARTICLE VIII- STANDING COMMITTEES/ DIRECTORS DUTIES

1. Directors of Standing Committees may 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 by-laws.
3. 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 manual.
4. The **Education Director** will recruit instructors for genealogy classes, plan and arrange programs for all regular meetings of the **Society**.
5. 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. The **Finance Director** will be responsible for resource development for the **Society**, including, but not limited to, soliciting for grants, major contributors, and planning and implementing fundraising events.
7. 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 send renewal reminder notices to members who have not renewed annual dues.
8. 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.
9. 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. 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 - OTHER 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 XVII - Nominations and Elections.
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 X - LIBRARY MANAGEMENT

1. The **Society** shall do business as Jackson County Genealogy Library and maintain 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, appoint a volunteer manager and/or co-managers to oversee the daily operation of the library and the preservation of the collection.

ARTICLE XI - HISTORIAN

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

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 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.

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 **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. in accordance with Roberts Rules of order page 340
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 submitted for publication 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. A quorum is a majority of the members of 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 XIV- 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 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.
4. Following the report of the Committee, nominations from the floor will be accepted at the October and November meetings.
5. Officers will be elected at the regular November meeting by eligible members present.
6. 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.
7. Proxy voting is not allowed.

ARTICLE XV- MEMBERSHIP PUBLICATIONS

1. The **Society** will publish an online quarterly bulletin, *The Rogue Digger*, at least four (4) times per year. The *Rogue Digger* will be devoted primarily to informative articles containing genealogical research, historical data, and/or resource materials.
2. The **Society** will publish an online member 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 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 XVII - FISCAL YEAR

- 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 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.

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ARTICLE XIX - AMENDMENTS

1. These By-laws 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 amendments(s) to or a revision of these By-laws 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 corrections or 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 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; April 15, 2014 to June 10, 2014 and receiving no written objections, these documents were approved at the general meeting held June 10, 2014

Signed  Date June 17, 2014

Society Board President

Revision date: June 17, 2014