

# Jewish Genealogical Society of Tampa Bay

## BY-LAWS

### ARTICLE I: NAME

The name of this organization shall be the **Jewish Genealogical Society of Tampa Bay**, hereinafter called the "**Society**" or "**JGSTB**."

### ARTICLE II: GENDER

Whereas, in any article, section or subsection of these Bylaws words or phrases are used denoting the masculine gender, they shall be deemed to include also the feminine gender.

### ARTICLE III. NON-PROFIT CHARACTER

The Society, shall be operated as a non-profit corporation no part of the net earnings of which shall inure to the benefit of any private individual, except those who may at some future date be employed to serve the Society.

### ARTICLE IV: OBJECTIVES

The objectives of the Society shall be:

1. To collect, preserve, and disseminate knowledge and information with reference to genealogy.
2. To encourage interested persons to pursue and preserve genealogical data.
3. To provide opportunities for the sharing of Jewish genealogical information.
4. To aim toward the publication of worthy material in the field of genealogy.

### ARTICLE V. MEMBERSHIP AND DUES

1. Membership shall be open to anyone interested in promoting the purposes of this Society.
2. Dues payment is required for membership in good standing
3. A schedule of charges for membership dues shall be established by the Board of Directors.
4. Members must pay their dues within 2 months of the start of the fiscal year or they will be dropped from the membership roster.
5. Membership in good standing is required to hold elective or appointive office on the Board of Directors.
6. Members in Good Standing (those with paid up dues) will have voting privileges, will receive the Society Newsletter, and will have full use the Society's library.

### ARTICLE VI: OFFICERS AND BOARD OF DIRECTORS

Section 1. The elected officers shall consist of the President, 1st Vice-President, 2nd Vice-President, Secretary, and Treasurer.

Section 2. The Board of Directors shall consist of the elected officers, the immediate past President, and Chairpersons of Standing Committees. The President may, at his discretion, appoint up to 3 additional Board members from the membership, subject to approval by the Board of Directors

Section 3. The Board of Directors shall make policy decisions for the Society in keeping with its Bylaws and not conflicting with any decisions reached by the membership at a properly called meeting of the Society.

Section 4. The Board of Directors shall meet as frequently as needed to carry on the business of the Society, but at least once per quarter. A meeting of the Board of Directors may be called by the President or requested by any other three members of the Board. The Secretary shall notify all Board members of the time and place of meetings called by these Board members at least two weeks in advance.

Section 5. The Board of Directors shall determine the dates and nature of all meetings and events of the Society with due consideration being given to any expressed wishes of the membership.

Section 6. A quorum of the Board of Directors shall consist of three members. In the absence of a quorum, the Board of Directors may propose suggestions for an ensuing meeting, but no actions may be taken until a quorum is present. In the event of need for urgent action, the Board of Directors may be contacted by telephone for a decision, in which case four approvals shall be necessary.

Section 7. In the event of the resignation or incomplete term of a member of the Board of Directors, the President will appoint a replacement to serve the remainder of the term.

## ARTICLE VII: ELECTIONS

### Section 1. Nominating Committee

- a. No later than ninety (90) days prior to the Annual Meeting, the President shall establish a Nominating Committee consisting of three persons.
- b. The immediate Past President shall serve as Chairman of the Nominating Committee. If the immediate Past President is unable to serve, the position shall be filled by the next preceding past President.
- c. One member of the Nominating Committee shall be appointed by the President.
- d. One member of the Nominating Committee shall be elected from the membership-at-large by a majority vote of the members present.

Section 2. The slate of officers created by the Nominating Committee shall be published and distributed to all members in good standing at least 30 days prior to the Meeting at which elections will take place. Additional nominations may be made from the floor at the election meeting providing such nominees are present and are willing to serve.

Section 3. Election of Board members shall take place at the Annual Meeting. Terms of officers and members of the Board of Directors shall be for one year, such term being from January 1 to December 31. Elections shall be determined by a simple majority of members in attendance who have paid their annual dues at least 30 days prior to the meeting.

Section 4. Vacancies occurring in any elective office, except for that of the President, shall be filled by temporary appointment by the President within thirty (30) days of occurrence of the vacancy, to be followed by an interim election within thirty (30) days after the appointment. The President shall immediately notify the nominating Committee Chairman when a vacancy occurs. In the event the office of the President becomes vacant, the First Vice President shall assume the office of President.

## ARTICLE VIII: DUTIES OF OFFICERS

Section 1. The President shall be the principal executive officer with the responsibility for general supervision of the affairs of the Society. The President shall preside at all meetings of the Society and of the Board of Directors. With approval of the Board of Directors, the President shall appoint all committees and shall serve ex-officio on all committees except the Nominating Committee.

The President shall represent the Society at other genealogical society meetings to the extent possible within time and fiscal constraints. The President may appoint a representative if he or she is unable to attend.

The President may call for special Board meetings as necessary. Notice for such meeting may be made by mail or by e-mail or by telephone. Decisions at Board meetings or membership meetings shall be by majority vote of those present. In the event of a tie, the President shall cast the deciding vote.

Section 2. The 1st Vice-President shall substitute in the absence of the President and shall carry out whatever responsibilities may be assigned by the President or Board of Directors. The 1st Vice-President shall chair the Program Committee unless otherwise designated by the President.

Section 3. The 2nd Vice-President shall substitute in the absence of the President and 1st Vice- President and shall carry out whatever responsibilities may be assigned by the President or Board of Directors. The 2nd Vice-President shall also act as the Society Librarian and chair of the Library Committee unless otherwise designated by the President.

Section 4. The Secretary shall keep a record of the proceedings of the meeting of the Society and of the Board of Directors and carry out any necessary correspondence on behalf of the Society.

Section 5. The Treasurer shall carry out the following duties and responsibilities:

- a. The Treasurer shall receive, preserve and maintain custody of the funds of the Society; deposit them in insured financial institutions or invest them pursuant to policy established by the Board of Directors, and pay all bills and reimbursements in a timely manner.
- b. Checks may be signed by either the Treasurer or the President.
- c. The Treasurer shall report at each meeting of the Board of Directors and at the Annual Membership Meeting on funds collected and disbursed and on fund balances for the period.
- d. The Treasurer will chair the Budget and Finance Committee which shall present an annual budget for approval by the Board and ratification by the membership at the Annual Meeting.
- e. The Treasurer will prepare and present the financial records of the organization for an audit to be conducted at the end of each term of office by an auditor who shall be appointed by the President.

## ARTICLE IX: STANDING COMMITTEES

### WAYS AND MEANS:

It shall be the duty of the Ways and Means Committee to formulate and manage any and all fund-raising activities authorized by the Board of Directors.

### MEMBERSHIP:

It shall be the duty of the Membership Committee to:

1. Assist in the procurement of new members.
2. Assist in retention of members.
2. Collect membership dues.
3. Maintain current membership roster.

### PROGRAM:

It shall be the duty of the Program Committee to provide programs and speakers in keeping with the objectives of the Society.

### PUBLICATIONS:

This committee shall be responsible for publishing the Society newsletter. The Editor will be the chair of this committee.

### **SOCIETY WEB PAGE:**

This committee will be responsible for maintaining a web page for the purpose of keeping the membership and potential members informed of Society plans and activities, to provide an archive of library holdings, past programs and past newsletters, and for other appropriate purposes. The Webmaster will chair this committee.

### **BUDGET AND FINANCE:**

1. The Budget and Finance Committee will submit an annual budget for the ensuing year at the Annual Meeting. Such budget shall be approved by a simple majority of those eligible to vote.
2. Major expenditures (in excess of \$100) not provided for in the annual budget must be approved by the Board of Directors.

### **LIBRARY**

It shall be the duty of the Library Committee to:

1. Maintain library in good order.
2. Keep accurate record of borrowers.
3. Keep accurate record of books, newsletters, tapes, research materials, microfiche, microfilm, etc.
4. Suggest books and materials for purchase to Board of Directors.
5. Library purchases shall be made by a Committee of three, composed of the librarian and two other members of the society chosen by the librarian. The committee will report purchases to the board in a timely manner.

### **HOSPITALITY**

It shall be the duty of the Hospitality Committee to:

1. Welcome new members of the Society.
2. Provide refreshments at meetings.
3. Set-up and clean up after meetings.
4. Have members sign in.

### **PUBLICITY:**

It shall be the duty of the Publicity Committee to:

1. Create notices of programming for local newspapers.
2. Notify other designated news distributors of programming.
3. Notify relevant organizations and institutions of programs.

## **ARTICLE X: AD HOC COMMITTEES**

From time to time, the President or the Board of Directors may create such committees as deemed necessary and delegate to them such powers and duties as deemed appropriate, except enumerated powers specifically established by the bylaws to the Board of Directors and the Officers of the Society.

## **ARTICLE XI: MEMBERSHIP MEETINGS**

Section 1. The Society shall meet at least eight times each year at dates and times set by the Board of Directors. The date of the annual business meeting will also be decided by the Board of Directors, with notice given to the membership at least two weeks in advance.

Section 2. For the transaction of any business requiring the approval of the membership at large, a quorum shall consist of 1/4 of the members who have paid their annual dues.

Section 3. A Parliamentarian, appointed by the President, shall be present at the Annual Meeting for the purpose of upholding the bylaws.

ARTICLE XII: ROBERT'S RULES OF ORDER

The latest available edition of Robert's Rules of Order shall govern all meetings of the Society. Where the Bylaws are in disagreement with Roberts Rule's of Order the bylaws will prevail.

ARTICLE XIII: PROXY VOTES

Proxy votes and absentee ballots shall be illegal and unacceptable at any meeting of the Society or the Board of Directors. Telephone or e-mail voting by the Board of Directors may be permitted when timeliness is critical as determined by the President.

ARTICLE XIV: FEES AND DUES

Section 1. The amount of annual dues to be paid by each member shall be established by the Board of Directors. The annual dues are payable to the Society at the beginning of the fiscal year which shall be from January 1 to December 31.

Section 2. Other charges and fees for products and services rendered by the Society shall be established by vote of the Board of Directors.

ARTICLE XV: FISCAL YEAR

The fiscal year of the Society shall begin January 1 and end December 31.

ARTICLE XVI: DISSOLUTION

Upon the dissolution of the Society, the Board of Directors shall, after payment of all liabilities, dispose of all the assets of the corporation exclusively for the purposes and in such manner or to such an organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at that time qualify for exemption under Section 501 (c)(3), of the Internal Revenue Code of 1954 as amended.

ARTICLE XVII: AMENDMENT TO BYLAWS

Amendments to these Bylaws must be proposed in writing. They may be offered to the Secretary of the Society by any member of the Society in good standing, provided they are endorsed by at least three additional signatures of members in good standing, or they may be proposed by any Officer or member of the Board of Directors of the Society. The Secretary will circulate such proposals to the membership if they are first approved by the Board of Directors by a two-thirds vote. Upon approval by the Board of Directors, the amendment will be subject to ratification by two-thirds of the membership in attendance at the ensuing Annual Meeting or at a special meeting of the Society provided the quorum requirement is met at the meeting and that the amendment shall have been circulated in the call of the meeting.

ARTICLE XVIII EFFECIVE DATES

These bylaws, as well as any amendments to these bylaws, shall become effective on the first day of the first month following their adoption by the Society.

Voted upon and ratified on this eleventh day of December 2005, and effective January 1, 2006.

Signed: Mark Barron President (date) DEC 12, 2005  
Signed: Fula Zdujky Secretary (date) DEC 12, 2005