



Bylaws of the Indiana Genealogical Society, Inc.

Article I Name

The name of this organization shall be the Indiana Genealogical Society, Inc., hereinafter referred to as the Society.

Article II Purpose

The purpose of this organization shall be to promote genealogical and historical research and education through:

- A. Fostering an interest in all the peoples who contributed in any way to the establishment and perpetuation of the state of Indiana.
- B. Searching for the reasons and forces behind the migration of early settlers into Indiana.
- C. Preserving and safeguarding manuscripts, books, cemeteries, memorabilia, and appropriate forms of electronic data relating to the early settlers into Indiana.
- D. Securing and holding copyrights, master copies and plates of books, periodicals, appropriate forms of electronics data, tracts, and pamphlets of genealogical and historical interest to the people of Indiana.
- E. Publishing, printing, buying, selling and circulating literature regarding the purposes, records, acquisitions, publications, proceedings and discoveries of the Society.
- F. Aiding others in the publication and dissemination of materials pertaining to Indiana, including biography, and family and local history.
- G. Receiving and holding gifts and bequests from any source for the benefit of the Society, disposing of such gifts and bequests not needed and using funds derived there from solely for the purposes of the Society.
- H. Doing all things incidental to the perpetuation of the purposes of the Society, and exercising the powers legally and properly requisite thereto.
- I. Organizing exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organization under section 501.c.3 of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article III Membership

Section 1: Individual and Household Membership

- A. The membership year runs twelve (12) months from the date of purchase and expires on the last day of the twelfth month.
- B. Dues for Individual Membership shall be according to the Standing Rules.
- C. Voting is limited to one vote per individual or household.

Section 2: Organization Membership

- A. The membership year runs twelve (12) months from the date of purchase and expires on the last day of the twelfth month.

B. Dues for the Organization Membership shall be according to the Standing Rules.

C. Organization Memberships shall have no vote.

Section 3: Charter Membership

All classes of membership paid before 1 January 1990 shall be considered Charter Members.

Section 4: Select Members

A. Fellows

a. A member who has made an outstanding contribution to the field of genealogy or to the Society may be honored by being named a Fellow of the Society.

b. This honor, conferred for life, shall be announced at an Annual Conference. Procedures for nominating and approving are listed in the Standing Rules.

B. Honorary Membership

a. Honorary Membership for one year may be conferred upon a prominent person. Procedures are listed in the Standing Rules.

b. This honor shall not include the right to vote or hold office.

Sections 5: Dues and Fees

Dues and fees for all classes of membership shall be established by the Board of Directors and listed in the Standing Rules.

Section 6: Fiscal Year

The definition of the fiscal year and the membership year shall be established by the Board of Directors and listed in the Standing Rules.

Article IV Meetings of the General Membership

Section 1: Annual Conference. There shall be a meeting of general membership designated as the Annual Conference of the Society, at a place and time to be determined by the Board of Directors.

Section 2: Special meetings. Special meetings of the general membership may be called by the President with the approval of the Board of Directors, or shall be called upon a petition signed by at least fifty (50) members, whose dues are current, filed with the Recording Secretary at least ninety (90) days prior to the date requested in the call.

Section 3: Quorum. The members in good standing, present, shall constitute a quorum for the transaction of business.

Section 4: A majority vote of those present and voting shall be necessary for action unless a greater vote is required by these Bylaws.

Article V Officers

Section 1: The elected Officers of the Society shall be a President, a Vice-President, a Recording Secretary, a Corresponding Secretary, and a Treasurer. All officers serve as volunteers.

Section 2: Qualifications: To be eligible to be an officer, a person shall be a member whose dues are current.

Section 3: The Officers shall be elected for a term of two (2) years to begin at the close of the business meeting of Annual Conference at which installed.

Section 4: Officers shall be elected as follows:

- The President, Vice-President, and Corresponding Secretary shall be elected in the even years.
- The Recording Secretary and the Treasurer shall be elected in the odd years.

Section 5: Duties of Officers are in the Standing Rules.

Article VI Board of Directors

- Section 1: The Board of Directors shall be the governing body of the Society and shall consist of the President, the Vice President, the Recording Secretary, the Corresponding Secretary, the Treasurer, the immediate Past President, and elected District Directors. All members must remain active and be in good standing with the Society.
- Section 2: Tenure of Board Membership
- A. The President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer shall serve on the Board for a two (2) year term of their respective offices.
 - B. The elected Directors shall serve for a term of three (3) years. Terms shall begin at the close of the annual meeting at which elected and installed.
- Section 3: Meetings of the Board of Directors
- A. The Board shall hold a minimum of four (4) regular meetings annually as determined by majority vote of the Board at the first regular board meeting following the Annual Conference.
 - B. The date and place of regular Board meetings shall be announced in the Society's publication.
 - C. Special meetings may be called by the President or upon the request of any five (5) members of the Board of Directors with at least ten (10) days notice to all members of the Board, giving the purpose of the meeting in the call.
 - D. Quorum. A majority of the members of the Board shall constitute a quorum for the transaction of business.
 - E. Voting. A majority vote of those present and voting shall be required for all action taken unless a great vote is required in these Bylaws.
 - F. Any member in good standing may attend meetings of the Board of Directors without voice or vote. Members wishing to be placed on the agenda must give their request no later than 72 hours prior to the meeting to the President who will then place the matter on the Board agenda for the next meeting.
- Section 4: Duties of the Board of Directors shall be to:
- A. Determine the policies of the Society.
 - B. Hold title to and manage all funds and property, both real and personal.
 - C. Be responsible for the development of adequate funding to meet present and future needs of the Society.
 - D. Establish and maintain a financial program designed to encourage gifts of cash and tangible assets to carry out the purposes of the Society.
 - E. Maintain a complete record of all proceedings and report its actions to the business meeting of the Annual Conference.
 - F. Determine districts within the state and designate them in the Standing Rules.
 - G. Fill vacancies in the position of elected Director for the unexpired terms. District Directors shall be appointed from the district they represent.

Article VII Executive Committee

- Section 1: The Executive Committee shall be the President, the Vice-President, the Recording Secretary, the Corresponding Secretary, and the Treasurer.
- Section 2: The Executive Committee shall be responsible for the administrative affairs of the Society between meetings of the Board of Directors.
- Section 3: All actions taken by the Executive Committee shall be submitted to the Board of Directors for approval at the next meeting of the Board
- Section 4: A majority of the Executive Committee shall constitute a quorum.

Section 5: The Executive Committee shall serve as the Human Resources Committee for any contracted positions. The Executive Committee shall determine remuneration for all contracted positions.

Article VIII Districts

Section 1: The Board of Directors shall divide the membership into districts. The designation of districts shall be listed in the Standing Rules.

Section 2: Each District shall have the right to organize and hold meetings as deemed necessary.

Section 3: Each District within the state shall elect a District Director who shall reside in that district and who shall serve as liaison between the elected officers of the Society, the Board of Directors, member societies, and at large. In the event that there is no person available to serve from a district, a person from an adjoining district may be elected to serve as the District Director.

Section 4: The At-Large District shall elect a director who will have no residency requirement and who shall serve as liaison between the elected officers of the Society, the Board of Directors, member societies and members at large.

Article IX Committees

Section 1: Committees of the Society shall be designated in the Standing Rules.

Section 2: The President shall be an ex-officio member of all committee except the Nomination and Election Committee.

Section 3: Additional members of all committees except the Nominating and Election Committee may be selected by the committee chairs.

Section 4: The Board shall elect by plurality vote, a Nomination and Election Committee of three (3) members of the Society. This committee shall elect its chair.

Article X Chapters

Section 1: Any local genealogical society within the state of Indiana or the United States may apply for and be granted status as a Chapter of the Indiana Genealogical Society provided that the local society meets certain conditions as established by the Indiana Genealogical Society.

Section 2: Conditions, procedures, and benefits of Chapter affiliation shall be detailed in the Standing Rules of the Indiana Genealogical Society.

Article XI Parliamentary Authority

Section 1: The rules in the current edition of Robert's Rules of Order, Newly Revised shall govern the proceedings in the Society in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, the Standing Rules, and any special rules of order the Society may adopt.

Section 2: The parliamentary authority shall be adopted by all associate bodies of the Society.

Article XII Amendments

- Section 1: Amendments to these Bylaws may be proposed in writing by the Board of Directors or by petition of at least twenty-five (25) members in good standing. Proposed amendments shall include the exact wording and rationale for the proposal. The proposal shall be submitted in writing to the Corresponding Secretary at least one hundred twenty (120) days prior to the Annual Conference. The proposal shall be reviewed by the Board of Directors. The Corresponding Secretary shall send a copy of the proposed amendments to every member of the Society at least ninety (90) days prior to the Annual Conference.
- Section 2: Proposed amendments shall be voted upon by every member ballot as provided in the Standing Rules, a two-thirds (2/3) vote of ballots received shall be required for adoption. An adopted amendment shall take effect at the close of the Annual Conference unless otherwise stipulated in the proposal.
- Section 3: Standing Rules are the means of further defining the detailed operation of the Society. Changes may be proposed at any regular meeting of the Board of Directors by any member of the Board or by petition of at least ten (10) members in good standing.
- Section 4: Proposed changes to the Standing Rules shall be voted upon at the next regular meeting of the Board of Directors. Approval shall require a majority vote of those present and voting.
- Section 5: Adopted amendments to the Bylaws and changes in the Standing Rules shall be published in the next available issue of the Society's IGS Newsletter publication.
- Section 6: No Standing Rule shall be in conflict with these Bylaws.

Article XIII Indemnification

The Society as a non-profit corporation hereby agrees to indemnify and save harmless the directors, officers, employees, agents, and servants from any and all liabilities that said persons may incur as a result of the carrying out of their duties and obligations to the Society, except for willful and malicious injuries to persons or property.

Article XIV Non-Profit Status

The Society shall operate solely for educational purposes as provided in Section 501(c)(3) of the Internal Revenue Code and shall limit its activities as required by an organization exempt under this section of the Code.

Article XV Dissolution

In the event of the dissolution of this Society, all funds and tangible assets or revenue from the sale of such assets, shall be distributed at the direction of the Board of Directors to an Indiana organization or organizations exempt under Section 501(c)(3) of the Internal Revenue Code.

Amended October 31, 2015
Amended April 18, 2020