

# FSGS Bylaws

The following bylaws became effective - February 9, 2023.

## Florida State Genealogical Society, Inc. Bylaws

### ARTICLE 1 – NAME

“FSGS” shall be synonymous with “the Society” in these Bylaws.

### ARTICLE II – PURPOSE

The mission of the Florida State Genealogical Society is to inspire and promote awareness and appreciation of genealogy, family history, and Florida heritage.

#### **Section 1. Vision**

FSGS shall provide leadership and resources for:

- A. Education of current and future genealogists and family historians.
- B. Identification, collection, preservation and dissemination of Florida historical records.

#### **Section 2. Guiding Principles**

- A. Historical records must be collected and preserved.
- B. Resources and knowledge must be shared.
- C. Education is the key to sound genealogical research.
- D. Collaboration within the genealogical community is essential.
- E. Strong leadership and volunteering are essential to success.
- F.

### ARTICLE III – MEMBERSHIP

#### **Section 1. Membership**

Any individual or genealogical or historical organization interested in the objectives of FSGS may become a member upon submission of an application for membership and payment of dues.

#### **Section 2. Classes of Membership**

- A. Individual. They have voting privileges and may serve in any elective or appointed position of FSGS.
- B. Organizational. Organizations or individual members of that organization shall not be eligible to serve as members of the Board of Directors (BOD) nor have the right to vote. Individual members of an organization are not considered FSGS members and are not eligible for the same rights and privileges, unless they have paid for an FSGS annual membership.
- C. Florida Society. All nonprofit genealogical societies of Florida shall be granted an unpaid Florida Society membership. Nonprofit historical societies of Florida may also be granted an unpaid FSGS membership. Such members are not eligible to vote or serve as members of the BOD. They shall receive selected electronic communications. Individual members of a society are not considered FSGS members and are not eligible for the same rights and privileges, unless they have paid for an FSGS annual membership.
- D. Honorary. An honorary member shall be elected unanimously by the BOD for recognition of service to the Society or achievements in genealogical research. Dues are waived, and the

member shall be entitled to all the rights and privileges of individual membership. Honorary membership shall be perpetual unless revoked by similar action.

### **Section 3. Fiscal Year**

The fiscal year shall be January 1 through December 31 inclusive. The membership year for a member shall commence on the day that their application and dues are received. This date becomes their annual anniversary date.

### **Section 4. Dues**

1. The BOD shall determine the annual dues for members. The members shall be notified of any change in dues at least ninety days prior to the close of the fiscal year.
2. Annual dues are payable on or before the member's anniversary date of each year. If dues renewals are not received within 30 days after the member's anniversary date, the member shall be removed from the membership rolls.

### **Section 5. Communication**

The approved means of communicating with the membership are by presentation at a meeting; via the United States Postal Service; or by electronic communication.

## **ARTICLE IV – BOARD OF DIRECTORS**

### **Section 1. Elected officers of the Society shall be:**

- A. President
- B. Vice President
- C. Secretary
- D. Treasurer

### **Section 2. Elected Directors-at-large of the Society shall be:**

- E. Director-at-large
- F. Director-at-large
- G. Director-at-large

### **Section 3. Authority and Duties**

The officers and directors shall constitute the Board of Directors (BOD). The BOD shall serve as the policy-making body of FSGS and shall manage the business and financial affairs of FSGS.

### **Section 4. Term of Service**

The BOD shall be elected for a term of two years, until their successor is elected in the odd-numbered years. No officer shall serve for more than two consecutive terms (four years) in the same office. The Treasurer may serve more than two consecutive terms. In the case of exceptional circumstances, the BOD may extend an officer's term.

### **Section 5. Vacancy**

A vacancy in an office shall be filled by a majority vote of the BOD. The vacancy of the President shall be filled by the Vice President until the next election.

### **Section 6. Board of Director Meetings**

1. There shall be at least four scheduled meetings of the BOD each year.
2. A scheduled meeting shall be called by the President by notifying all directors at least one week in advance.
3. Additional meetings may be called by the President or by written request of at least five BOD members with no less than thirty days' notice.
4. The BOD may conduct the business of FSGS by any approved means of communication.
5. Upon the President's own motion, the President may call a special Board of Directors meeting with at least 72 hours notice. In the notice the President must state the date, time, purpose of meeting and all business to be conducted. At the special meeting, the first order of business to be conducted is to establish a quorum. The second order of business is to approve the meeting and to approve the agenda.

#### **Section 7. Quorum**

A majority of the BOD shall constitute a quorum for transacting business at any meeting.

#### **Section 8. Eligibility**

A person shall be eligible to hold office after being an FSGS member for one year. Under exceptional circumstances, this requirement may be waived by majority vote of the BOD.

#### **Section 9. Records**

The officers shall turn over all records and correspondence pertaining to their offices to their successors within fifteen days after their terms of office expire, or they resign, or are removed for cause.

### **ARTICLE V - NOMINATIONS AND ELECTIONS**

#### **Section 1. Nominating Committee**

The President, subject to confirmation by the BOD, shall appoint a Nominating Committee composed of at least three members at least three months prior to each election. One member of the Nominating Committee shall be a member of the BOD. The President shall not serve on the Nominating Committee.

- A. The Nominating Committee will present a slate of one or more candidates for each office.
- B. The Nominating Committee shall ensure that all nominees are eligible for election.
- C. The Nominating Committee shall announce the nominees to the membership at least thirty days prior to the election.

#### **Section 2. Elections**

- A. Additional nominations may be made by any member at the time nominations are announced. No nominations shall be made without the written or electronic consent of the nominee submitted to the Chair of the Nominating Committee.
- B. Elections shall be held no later than 15 December of the election year.
- C. A majority of votes cast by a minimum of ten percent of the membership shall determine the elected officers.
- D. Election results shall be posted in the next newsletter.
- E. The elected officers shall serve for two years beginning on the first day of January following the election.

### **ARTICLE VI – COMMITTEES**

#### **Section 1. Standing Committee Chairs**

- A. The President shall appoint, subject to confirmation by the BOD, the following standing committee chairs as needed:
- 1) Education
  - 2) Florida Pioneer Descendant Program
  - 3) Journal Editor
  - 4) Newsletter Editor
  - 5) Publications
  - 6) Records Preservation & Access
- B. Standing committee chairs serve from the date of appointment until the end of the term of the appointing President. Chairs may be re-appointed for successive terms. Committee chairs will form their own committees.

### **Section 2. Special Committees**

- A. The President creates, subject to confirmation by the BOD, special committees for a specific purpose. The duration of a special committee is until the purpose of the committee is accomplished or until a specified date.
- B. The President shall appoint, subject to confirmation by the BOD, chairs for the special committees. Committee chairs will form their own committees.
- C. An Auditing Committee shall be appointed biennially to:
1. Perform a biannual audit of the Treasurer's books.
  2. Present a written report of the audit to the BOD within sixty days after the close of the designated fiscal year.
  3. Audit the Treasurer's books upon a change of Treasurer.

### **Section 3. Advisory Positions**

- A. The President may appoint as needed, subject to confirmation by the BOD, the following positions:
1. Legal Advisor
  2. Parliamentarian
  3. Regional directors representing specific geographic areas of Florida.
- B. The term of office of an advisory position shall be for the same term as the President.

### **Section 4. President as Ex Officio Member**

The President shall serve as ex officio member of all committees except the Nominating and the Auditing Committee.

## **ARTICLE VII - PARLIAMENTARY AUTHORITY**

### **Section 1. Conduct of the Proceedings of the Society**

The primary directives for conducting the business of the Society are the Bylaws, as approved by a majority vote of the membership. Robert's Rules of Order may be used in an advisory capacity.

### **Section 2. Standing Rules**

Standing rules are administrative directives that facilitate the functioning of the BOD by establishing specifics for conduct, such as the time, date, and frequency of committee meetings; duties and responsibilities of officers and committees; and the use of petty cash. These rules function under the

umbrella of the Society's Bylaws. They are created, and can be changed, by the approval of the BOD.

## **ARTICLE VIII –MEETINGS**

### **Section 1. Calling a Meeting**

Special meetings of FSGS may be called by the President with the approval and majority vote of the BOD, or by written request of fifty or more members of FSGS.

### **Section 2. Advance Notice**

Special meetings shall be called at least two weeks in advance of the date for the special meeting.

### **Section 3. Purpose of a Meeting**

Only the business for which a special meeting is called shall be transacted at the meeting.

## **ARTICLE IX - FLORIDA PIONEER CERTIFICATION**

FSGS shall maintain a program to recognize descendants and researchers of early Florida pioneers and settlers.

- A. A pioneer is defined as a person who settled in Florida (present boundaries) before the state was admitted to the Union, 3 March 1845.
- B. Settlers & Builders of Florida are defined as persons who settled in Florida between 3 March 1845 and 31 December 1900.
- C. All applications for certification must include documentary proof which establishes a solid chain of evidence that he or she has a pioneer ancestor. The Florida Pioneer Descendant Program shall solely determine the sufficiency of the application and proof submitted.
- D. The applications, documents, and proofs submitted shall remain the property of FSGS. FSGS shall be able to assign its rights, in whole or in part.

## **ARTICLE X – AWARDS & SCHOLARSHIPS**

The President, subject to confirmation by the BOD, may create awards and scholarships as may be appropriate in the interest of the Society.

## **ARTICLE XI - AMENDMENTS**

### **Section 1. Bylaws Committee**

1. The President shall appoint, subject to the confirmation of the BOD, a Bylaws Committee to revise and update the Bylaws when deemed necessary.
2. The amendments recommended by the Bylaws Committee shall be presented to the BOD for their approval.

### **Section 2. Proposal of Amendments by the Membership**

A proposal for amendment of the Bylaws may be submitted at any time by a member by sending a copy of the suggested amendment to each member of the BOD.

### **Section 3. Approval of Amendments to the Bylaws**

- A. All proposed amendments must be approved by the BOD before submission to the membership for approval.

- B. The proposed amendments shall be announced to FSGS members at least thirty days prior to the vote.
- C. Members will be given two weeks to cast their votes.

**Section 4. Ratification**

A majority of votes cast by a minimum of ten percent of the membership shall constitute approval. An amendment shall become effective immediately upon its approval.

**ARTICLE XII - DISSOLUTION**

In the event of dissolution of FSGS, the BOD shall dispose of the assets of FSGS in accordance with the not-for-profit corporate statutes of the State of Florida, as amended, and the current version of Section 501(c) (3) of the Internal Revenue Code or the corresponding section of any future tax code. Notification will be sent to the membership explaining the disposition. No assets shall be for the benefit of individual members.

Amended 29 June 1982  
Amended 10 November 1983  
Amended 8 November 1984  
Amended 10 May 1985  
Amended 20 February 1999  
Amended 15 November 2002  
Amended 10 November 2014  
Amended 1 January 2016  
Amended 9 February 2023