

THE HAGERSTOWN CIVIL WAR ROUND TABLE, INC.

CONSTITUTION AND BY-LAWS

ARTICLE I

Name and Purpose

Section 1. The name of this organization shall be THE HAGERSTOWN CIVIL WAR ROUND TABLE, INC.

Section 2. The purpose of this organization shall be to promote and to further stimulate interest in all aspects of the Civil War period.

ARTICLE II

Officers and Duties

Section 1. The organization shall have the following officers, chosen by the Board of Directors from among its elected members: President, Vice-President, Treasurer, and Secretary.

Section 2. **PRESIDENT:** The President shall be chosen for a term of one year or until his/her successor has been chosen. It shall be his/her duty to preside at all meetings of the organization and the Board of Directors. He/she shall, with the approval of the Board of Directors, appoint the chairperson and the members of all committees.

Section 3. **VICE-PRESIDENT:** The Vice-President shall be chosen for a term of one year or until his/her successor has been chosen. He/she shall undertake special tasks assigned by the President and, in the absence of the President, shall perform the duties of the President. He/she shall review the approved constitution and by-laws annually; identify potential improvements; solicit and accept suggested changes from any member of the organization; and consolidate them for formal consideration and action per Article IX.

Section 4. **TREASURER:** The Treasurer shall be chosen for a term of one year or until his/her successor has been chosen. He/she shall keep a record of all financial balances, transactions, receipts, and disbursements, collect all dues and assessments, and make payment therefrom of all expenses approved by the Board of Directors. He/she shall report current balances, plus recent disbursements and unpaid obligations of \$100.00 or more, at each Board meeting; forecast organization expenditures and income; and suggest adjustments in membership dues and assessments for action by the Board. He/she shall prepare and present annual financial reports to the organization.

Section 5. **SECRETARY:** The Secretary shall be chosen for a term of one year or until his/her successor has been chosen. He/she shall keep complete and correct minutes of the Board of Directors and of the organization. He/she shall ensure members are notified of all meetings and activities of the organization. He/she shall maintain the constitution and by-laws, including a record of past amendments, plus all external correspondence and internal records other than those kept by the Treasurer.

ARTICLE III

Board of Directors

Section 1. The Board of Directors shall consist of six directors elected from the active membership of the organization. The duration of full terms on the Board shall be two years, said terms staggered so that three begin coincident with the start of each fiscal year. A director shall serve until the term to which he/she has been elected concludes and a successor is duly elected. In the event a director resigns or is otherwise unable to complete the term to which elected, the resulting vacancy shall be filled as soon as practicable, but in no case later than at the next Annual Election, per Article VII.

Section 2. The Board of Directors shall meet at the call of the President or upon a call of the majority of the directorate. A majority of its members shall constitute a quorum for the transaction of business. It shall arrange all meetings of the organization, approve all financial transactions, act upon all proposals for membership, and perform all other acts necessary for the preservation, prestige, and well-being of the organization.

Section 3. The Board of Directors shall not dispose of any property of the organization without approval by a majority vote of the membership. The Board of Directors shall not contract debts in excess of three hundred dollars (\$300.00) without approval by a majority vote of the membership.

ARTICLE IV

Special Committees

Section 1. Special committees appointed by the President shall function until the cessation of his/her term in office or until relieved by him/her. Members of the special committees may be appointed from among the membership of the Board of Directors.

ARTICLE V

Fiscal Year

Section 1. The fiscal year shall run from July 1 through June 30.

ARTICLE VI

Membership and Dues

Section 1. Membership in this organization shall consist of all members whose dues are paid for the current fiscal year at the time of the adoption of this constitution and by-laws.

Section 2. A majority vote of the Board of Directors shall be required for the approval of an application for membership.

Section 3. Annual dues shall be set by the Board of Directors and shall be payable in advance at the first meeting of the organization in September in each fiscal year.

Section 4. Annual dues for students shall be one-half that of non-students.

Section 5. Dues accompanying new membership applications received during the fourth quarter of any fiscal year shall be credited against the next fiscal year.

Section 6. A member shall be expelled from membership for the following reasons:

Non-payment of dues

Conduct detrimental to the prestige and general welfare of the organization, as determined by the Board of Directors.

Section 7. The minimum age for new members shall be fourteen (14) years.

Section 8. Honorary life membership in the organization may be conferred upon such persons rendering exceptional service to the organization upon their approval by a majority vote of the Board of Directors. Honorary life members shall pay no dues but shall otherwise enjoy the full benefits and privileges of active membership.

Section 9. Associate membership in the organization may be conferred upon such persons who have formerly been active members and who, because of reasons beyond their control, can no longer maintain active membership. Associate membership may be conferred by a majority vote of the Board of Directors. Associate members shall not be obligated to pay annual dues.

.ARTICLE VII

Nominations and Elections

Section 1. The Annual Election of directors shall be held during the last regularly scheduled membership meeting of the fiscal year. The Board of Directors at its discretion may schedule and hold a Special Election during any regularly scheduled membership meeting to fill a partial term, defined as the remainder of a term for which a vacancy exists, provided said election is announced at least two weeks in advance.

Section 2. Prior to the meeting at which the Annual Election is to occur, the current Board of Directors will select candidates for nomination. At that meeting, the Board of Directors shall present their nominees for the full terms set to begin coincident with the upcoming fiscal year. Additional candidates for a full term may be nominated from the floor or in writing, provided their consent to serve has been obtained in advance; those duly seconded shall be included on the ballot. The nominees receiving the greatest numbers of votes in the election shall be declared new full-term members of the Board of Directors. Similar procedures shall be followed for a Special Election, whether held during the same meeting as the Annual Election or during another regularly scheduled membership meeting.

Section 3. Only active members shall be eligible to nominate candidates from the floor or in writing, to second them, and to vote in the Annual Election and any Special Election.

Section 4. The Board of Directors must choose the officers of the organization within thirty (30) days following the Annual Election.

ARTICLE VIII

Policies and Procedures

Section 1. The Board of Directors shall determine all policies and procedures of the organization.

Section 2. Robert's Rules of Order shall govern all meetings of the organization or the Board of Directors though it be the intention that meetings be as informal as proper decorum permits.

ARTICLE IX

Amendments

Section 1. This constitution and by-laws may be amended or substituted for in entirety by two-thirds majority vote of all active members present at any meeting, provided that written notice of the proposed changes has been furnished to the membership at least two weeks in advance of the meeting at which the changes are to be acted upon.

As Amended at the February 25, 2016, Round Table