



**Bylaws of the
Tennessee Valley Civil War Round Table**

Huntsville, Alabama 35814

Revised April 2014

TABLE OF CONTENTS

- Article 1. Name of the Organization**
- Article 2. Purpose, or mission, of the TVCWRT**
- Article 3. Meetings**
- Article 4. Dues**
- Article 5. Membership**
- Article 6. Quorum, Majority, Proxy**
- Article 7. Government**
- Article 8. Committees and Special Volunteers**
- Article 9. Duties of Officers**
- Article 10. Finances**
- Article 11. Amendments to the Bylaws**

Bylaws of the Tennessee Valley Civil War Round Table

Article 1. Name of the Organization

The name of this organization shall be the Tennessee Valley Civil War Round Table, herein referred to as the TVCWRT.

Article 2. Purpose, or mission, of the TVCWRT

The TVCWRT was founded as a not-for-profit organization to provide a forum for non-partisan study, education, and discussions concerning the American Civil War, and to support the preservation of Civil War battlefields, and related activities. The TVCWRT was certified by the US Department of the Treasury/Internal Revenue Service on April 13, 2011, as a tax-exempt organization under section 501(c)(3) of the Internal Revenue Code.

Article 3. Meetings

The regular meeting of the Round Table shall be monthly (except December) at a practical time and place, designated by the TVCWRT Officers, and announced in the Round Table newsletter and by e-mail.

Article 4. Dues

Dues shall be collected once yearly. The amount of dues shall be recommended and justified by the TVCWRT Board of Directors, then established by simple majority decision of the members present at a regularly scheduled meeting.

Article 5. Membership

Membership is open to anyone who is interested in the American Civil War and pays dues to the TVCWRT. The Board of Directors can expel members for the following reasons:

- A. Non-payment of dues.
- B. Conduct detrimental to the prestige and the general welfare of the organization and determined by a majority vote of the Board of Directors.

Article 6. Quorum, Majority, Proxy

Three or more TVCWRT members present at a regularly scheduled meeting shall constitute a quorum. The result or outcome of any election or voted-upon issue shall be determined by simple majority among TVCWRT members as indicated by voice or show of hands. An outcome of voting that cannot be determined by voice or show of hands shall not pass. There shall be no proxy voting.

Article 7. Government

Elected Officers – The offices of President, Vice-President, Secretary, and Treasurer may be filled by any dues-paying TVCWRT member. They shall serve without pay. These officers shall be elected by a majority vote among TVCWRT members. Any elected officer may occupy one or more of these office positions as well as any non-elected functional office position. Elected officers shall serve with term limits of two years. An unlimited number of consecutive terms shall be allowed. Elected officers shall be voting members of the Board of Directors with one vote per person, not per position filled.

Appointed Officers - Appointed officers shall serve in the capacity of heads of the primary functions necessary to fulfill the purpose, or mission, of the TVCWRT. Such non-elected officers may or may not include, nor are limited to, the following functions: 1) Membership; 2) Programs; 3) Historic Preservation; 4) Communications; 5) Publicity; 6) Newsletter; 7) Newsletter Editor; 8) Web Manager; 9) Sergeant-at-Arms; 10) other functional officer positions deemed necessary by the President and the Board of Directors. They shall serve without pay.

All functional appointments of officers are discretionary and shall be made by the President, or designated presiding elected officer, with the majority approval by the Board of Directors. Appointed officers may occupy more than one of the appointed (non-elected) office positions without limits on length of term. Officers so appointed shall become voting members of the Board of Directors with one vote per person, not per position filled. The officers serving the functions or positions filled prior to this document shall retain all previous titles and positions until their position is vacated.

Board of Directors – A Board of Directors (the Board) shall serve as the general governing body for the TVCWRT. Matters brought before the Board shall be settled by majority approval of the Board members present under rules similar to, as appropriate, to Article 6. The Board shall report to the President. The Board shall make reports to the members upon request of the President. The Board shall make approvals of appointments of new Board members. The Board shall make approvals of proposed budgets. Expenditures that exceed the budget shall require approval by the Board. The Board shall meet as needed when called for by the President or as agreed upon at a prior Board meeting. They shall serve without pay.

Article 8. Committees and Special Volunteers – Elected and appointed functional officers established under these bylaws, with approval of the president, may call upon other TVCWRT officers, members and non-members to serve as volunteers to aid in fulfilling obligations. These may take the form of committees or single specialists. Such volunteers are considered ad hoc and may be considered temporary or permanent as the needs dictate. Volunteers serving under this article shall not have voting privileges on the TVCWRT board of directors, nor shall non-member volunteers gain voting privileges as regular members.

Article 9. Duties of Officers

President – shall include, but not be limited to, presiding at the regular meetings and Board meetings, and shall generally coordinate and supervise the affairs of the TVCWRT.

Vice-President – In the absence of the President, the Vice-President shall perform the duties of the President and any special duties assigned by the President.

Secretary - Minutes of meetings shall be responsible for collecting all TVCWRT newsletters, meeting notes, correspondence, and treasury reports for each year into a binder or other suitable media and archiving them in the Heritage Room of the Huntsville Madison County Library.

Treasurer – shall keep and maintain an accurate accounting of all monies that come into the TVCWRT treasury, and those funds paid out by the TVCWRT. The Treasurer shall also be prepared to report any aspects of the TVCWRT requested at the regular monthly meetings. The Treasurer shall provide a written annual budget at the 1st regular meeting of each calendar year, and shall submit a written report on the financial status of the TVCWRT on a quarterly basis.

Membership Officer – Maintains membership rolls, collects membership dues, and transfers any monies collected to the Treasurer.

Program Officer – Plans, prepares, organizes, schedules, and coordinates TVCWRT speakers, programs, and special events. Maintains a TVCWRT activities calendar, assists program speakers with preparation, coordinates with and serves as the TVCWRT representative to speakers and/or their sponsoring agencies. Special events may include field trips, outings, or other group activities, and partnering with outside organizations for large activities or lectures that go beyond the normal capabilities of the TVCWRT.

Preservation Officer – Shall be responsible for recommending and administering expenditures for the preservation of Civil War battlefields and other Civil War-era historical sites, museums, libraries, monuments, major artifacts, or related activities of public interest.

Communications Officer – Coordinates external TVCWRT communications, including, but not limited to, publicity for programs and other TVCWRT events in various media (flyers, newspapers, radio and television public service announcements, etc. as appropriate.)

Newsletter Editor – Publishes a newsletter on a monthly basis, except December. Also communicates special events pertaining to TVCWRT as appropriate. Works with the Membership Officer to maintain a current membership list.

Web Manager - Designs, manages, and populates the website and other online social networking services with pertinent TVCWRT information including links to other related websites.

Sergeant-at-arms – Maintains order and acts as the liaison between the TVCWRT and the designated meeting places. Also arranges for meeting room set-up, including audio-visual equipment requirements for the speakers, monitors the room temperature, helps greet arriving members, and counts attendance at each meeting.

Article 10. Finances – The primary source of revenue is membership dues, donations for preservation, and fundraising activities.

TVCWRT revenues are primarily used to cover the expense of speakers and speakers' needs and for preservation of designated Civil War related sites, museums, artifacts, etc. In addition, TVCWRT revenues shall cover routine office supplies, postage box fees, postage, posters, publicity, etc. The Board will approve expenditures. Any questions or objections pertaining to expenditures shall be entertained at a regularly scheduled TVCWRT meeting.

In the event of the dissolution of the TVCWRT, all assets, monetary or real, and belonging to the TVCWRT, shall be donated to a non-profit organization dedicated to the preservation and protection of American Civil War sites and history, which has been duly designated by a majority of the remaining members.

Article 11. Amendments to the Bylaws.

Any amendments to these Bylaws shall be ratified by a majority of members present at a regularly scheduled meeting.