

BYLAWS
OF
THE FRIENDS OF THE NATIONAL ARCHIVES
SOUTHEAST REGION, INC.

ARTICLE I.
Name

The name of this association shall be The Friends of the National Archives - Southeast Region.

ARTICLE II.
Purpose

The purpose of this association shall be to serve as a support group to the National Archives - Southeast Region by providing expertise, resources, and assistance of all kinds to further the use of its holdings and public programs.

ARTICLE III.
Membership

SECTION 1. Categories of Membership. There shall be two categories of membership in this association: Active and Honorary.

- A. ACTIVE MEMBERS.** An active member shall support The Friends regularly by their presence and their presents, and shall have the privilege of voting and holding office.
- (1) Eligibility. Active membership in The Friends shall be voluntary, and may be extended to anyone who is in agreement with its purpose.
 - (2) Application and Acceptance. Application for membership may be made in person or by mail by filling out the membership form and by paying for the current year in advance. Membership is granted upon acceptance of an applicant's dues.
 - (3) Expiration. Active membership shall expire on the last day of April of any year for which a member has not paid dues.
 - (4) Removal and Reinstatement.
 - a. An active member may be removed from membership for activities which reflect adversely on The Friends. Removal shall be by two-thirds vote of those attending a general meeting. Removed members shall not be entitled to refund of dues nor eligible to renew membership except by reinstatement.
 - b. An active member who has been removed may be reinstated by payment of dues and an affirmative vote by two thirds of the members present at a general meeting.
 - (5) Resignation. A member may resign from the association at any time, but without refund of dues.
 - (6) Classes of Active Membership.

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as amended January 22, 2005

- a. The classes of active membership shall be Individual, Dual, and Patron (individual and dual). The dual category comprehends two persons at the same address and receiving one mailing from the association.
 - b. Patron level members shall be recognized at appropriate times for their special support of the Friends.
 - c. Organizations shall not be eligible for membership. Any organization asking to receive mailings sent to the membership shall be placed on the membership mailing list, subject to approval of the Board. The Executive Board may establish an annual fee for organizations placed on the list.
- B. HONORARY MEMBERS. Honorary membership may be conferred upon an individual chosen for such an honor and voted on by a majority of the membership at any general meeting. Honorary members are entitled to the same privileges as active members, but are exempt from payment of dues. The removal and reinstatement provisions for active members shall apply to honorary members.

ARTICLE IV.
Dues and Contributions

SECTION 1. Dues. Annual dues shall be set by the Executive Board for each class of active membership: Individual, Dual, Patron Individual, and Patron Dual.

SECTION 2. Contributions. Contributions may be made to The Friends at any time for the purpose of furthering the quality of materials and resources available for patron use at the National Archives – Southeast Region. All items to be deposited at the Archives must be approved by it in advance.

ARTICLE V.
Officers and their Election

SECTION 1. Officers. The officers of this association shall be a president, a vice president, a secretary, and a treasurer. These officers shall perform the duties prescribed by these bylaws.

SECTION 2. Eligibility. Active members in good standing are eligible to fill any office.

SECTION 3. Nominations and Elections.

- A. NOMINATIONS. The Executive committee shall nominate one candidate for each office and shall submit a slate of nominees to the membership at the annual meeting. Following this report, nominations may be made from the floor, provided the consent of the nominee has been previously obtained.
- B. ELECTIONS. Elections shall be held at the annual meeting by secret ballot. A majority of all votes cast shall constitute an election. When there is only one candidate for an office, election may be by voice vote.

SECTION 4. Term of Office. The term of office shall be for one year or until a successor is elected.

SECTION 5. Vacancies. The Executive Board may fill a vacancy in an elected office that may occur between regular elections. In addition, the president may reassign the duties of a vacated office to another officer or officers.

SECTION 6. Removal from office. Cause of removal from membership shall also be cause of removal from office. Further, an officer who does not comply with assigned responsibilities may be relieved from office by majority vote of the executive board. Failure to attend three consecutive meetings may be considered adequate reason for relief from office.

SECTION 7. Officers' Records. All officers shall deliver to their successors in office or to the President all records, files, and property of The Friends within 30 days after their retirement, resignation, or removal from office, unless otherwise directed by the President or the Executive Board.

ARTICLE VI. Duties of Officers

SECTION 1. President. The duties of the President shall be as follow:

- A. To preside at all meetings of The Friends and the Executive Board;
- B. To appoint either all members of the standing and special committees or the chairpersons of standing and special committees. In the event a special committee must be established during the absence of the President, the presiding officer has the power to do so;
- C. To represent this association at all times or to designate someone as representative in his or her absence or inability to do so;
- D. To call special meetings.

SECTION 2. Vice-President. The duties of the Vice-President shall be as follow:

- A. To perform the duties of the President in his or her absence;
- B. To serve on the Executive Board;
- C. To perform such other duties as may be assigned by the President.

SECTION 3. Secretary. The duties of the Secretary shall be as follow:

- A. To keep the minutes of the meetings of the Friends and the Executive Board;
- B. To conduct the correspondence of The Friends;
- C. To serve on the Executive Board;
- D. To mail or distribute the newsletter and meeting notices to The Friends members;
- E. To perform such other duties as may be assigned by the President.

SECTION 4. Treasurer. The duties of the Treasurer shall be as follow:

- A. To be custodian of all funds of The Friends;
- B. To collect all funds and to deposit same in a bank approved by the Executive Board;
- C. To disburse all funds as directed by the Executive Board, and only by check;
- D. To send notices of unpaid dues to Friends members;
- E. To serve on the Executive Board;
- F. To provide an annual financial report in cooperation with the Executive Board of all Friends funds and disbursements; and other reports as directed by the Executive Board or President;
- G. To keep an up-to-date list of all donations and donors;
- H. To maintain custody of current BYLAWS and all records pertaining to federal and state tax-related documents;
- I. To prepare an up-to-date membership list of paid members in good standing and present such list to the President and to the Secretary.

ARTICLE VII.

Executive Board

SECTION 1. Membership. The Executive Board shall be made up of:

- A. The elected officers of The Friends, the immediate past president; and
- B. The Regional Administrator of the National Archives - Southeast Region, who shall be a nonvoting member of the Executive Board.

SECTION 2. Chairperson. The President of The Friends shall serve as chairperson.

SECTION 3. Duties. The duties of the Executive Board shall be as follow:

- A. To transact any business of The Friends between a general meeting;
- B. To meet regularly prior to the general meetings of The Friends and also upon special call of the President; two or more members of the executive board shall constitute a quorum;
- C. To select the time and place of the general meetings of The Friends;
- D. To approve programs of action as presented by the President;
- E. To nominate candidates to fill offices;
- F. To adopt an annual budget;
- G. To approve expenditures up to a maximum of \$1000.00; any expenditures exceeding this shall be approved by a majority vote of members in a general meeting;.
- H. To provide an annual financial report of Friends funds and disbursements in cooperation with the Treasurer;
- I. To leave in the treasury for its successor \$500.00 plus a sum equal to the unpaid bills or obligations for which the association is responsible.

SECTION 4. Direction. The Board shall be subject to the orders of The Friends; and none of its acts shall conflict with action taken by The Friends as a whole.

ARTICLE VIII. Meetings

SECTION 1. Annual Meeting. An annual meeting shall be held, usually on a Saturday in January, unless otherwise ordered by The Friends or the Executive Board. This meeting shall be for the purpose of electing officers, receiving annual reports of officers and committees, presenting awards, and for any other business that may arise.

SECTION 2. Special Meetings. Special meetings may be called by the President or by the Executive Board and shall be called upon the written request of seven members of The Friends. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least one month's notice shall be given.

SECTION 3. Quorum. A quorum shall consist of those who attend any annual or special meeting.

SECTION 4. Mail Ballots. In lieu of a meeting, a question to be decided by the Friends can be put to them by sending every active member, by postal or electronic mail as appropriate, the question to be decided and a ballot to be returned to the Friends, within a reasonable, specific time.

ARTICLE IX.

Amendment

These bylaws may be amended at any meeting of The Friends by a two-thirds vote, a quorum being present. Amendments shall go into effect immediately upon adoption.

ARTICLE X. Dissolution of The Friends

In the event of the dissolution of The Friends, notice of proposed dissolution shall be sent to all members of record. The highest ranking officer remaining shall so inform the Regional Administrator of the National Archives - Southeast Region, the Secretary of the State of Georgia, and the Internal Revenue Service. All moneys, records, and property of The Friends shall be turned over to the Regional Administrator of the Southeast Region for disposal at her/his discretion.

The foregoing is a true and correct copy of the Bylaws of The Friends of the National Archives - Southeast Region as last amended 22 January 2005.

--//s//-----*George F. Jacobs*-----January 23, 2005
President