

# Bylaws of Bland Heritage Foundation

**ARTICLE 1 Name:** The name of this organization is the BLAND HERITAGE FOUNDATION

## **ARTICLE 2 Purposes:**

- 2.1 To establish, maintain, support, and operate an organization of persons commonly interested in genealogical research, education, and history.
- 2.2 To provide the free exchange for research material and other useful and helpful information between members.
- 2.3 To provide increased attendance, maintain high standards, and continuity of the National Bland Family Reunion.
- 2.4 To encourage and promote, particularly to the younger family members, continuing research and reporting of Bland family genealogy and history, including past and current accomplishments of Bland family members.
- 2.5 To facilitate the collection of, and act as a repository for Bland family genealogy and history.
- 2.6 To facilitate ways and means to increase the fellowship between Bland family members.
- 2.7 To facilitate the continued maintenance of certain properties of high historic interest to the Bland family, as a whole, such as cemeteries, monuments, etc.

## **ARTICLE 3 Affiliation**

### **3.1 AFFILIATION CATEGORIES AND TERMS**

- A. A **MEMBER** shall be an individual who:
  1. has registered his/her interest in becoming a Member and
  2. has submitted an application/data form, which has been officially accepted, and
  3. is a descendant of a Bland, regardless of his/her current surname, either through birth, legal adoption, or their Bland ancestor's legal assumption of the Bland name, or an individual who is/has been legally married to a Bland.
  4. A Member shall enjoy such designation for as long as they remain eligible.
- B. An **ASSOCIATE** shall be an individual who:
  1. has registered his/her interest in becoming an Associate, and
  2. has submitted an application/data form, which has been officially accepted.
  3. An Associate shall enjoy such designation for long as their registration data remains active (as evidenced by a valid address), or is superseded by a change in their affiliation status, or until revoked by a majority quorum of a Board of Directors.
- C. **HONORARY MEMBER** shall be an individual who:
  1. is not eligible to be a Member, but has been recommended to the Board of Directors for such recognition as a result of substantial support to the Foundation, through their contribution of time, monies, and/or property, and
  2. has subsequently been elected to such by a majority quorum of the Board.
  3. An Honorary Member shall enjoy such designation until death or revocation by a majority of the entire Board of Directors.
- D. **MEMBER EMERITUS** shall be an individual who, having been a Member
  1. has been recommended to the Board for such recognition as a result of significant support to the Foundation, through their contribution of time, monies, and/or property, and
  2. has subsequently been elected by a majority of the entire Board as an indication of the Foundation's extreme gratitude.
  3. A Member Emeritus shall enjoy such designation until death or revocation by a majority of the entire Board of Directors.

### 3.2 RIGHTS AND PRIVILEGES OF AFFILIATION

- A. A **MEMBER** may hold any office and vote in any election that is not otherwise restricted.
- B. An **ASSOCIATE** may hold any office other than President, President-Elect or Immediate Past-President. An Associate may not vote in any election.
- C. An **HONORARY MEMBER** may not hold office or vote in any election.
- D. A **MEMBER EMERITUS** may hold office and may vote in any election that is not otherwise restricted.

### 3.3 {Reserved}

3.4 **GENERAL MEMBERSHIP MEETINGS** shall be held in conjunction with the Bland Heritage Foundation Conference/National Bland Family Reunion.

## ARTICLE 4 BOARD OF DIRECTORS

### 4.1 ELIGIBILITY TO SERVE

- A. Indication of willingness and availability to serve as a Director and,
- B. Attendance at the National Bland Reunion for two years.
- C. A Member at the time of nomination and election, and the maintenance of such affiliation during the tenure of office as a director.
- D. Only one spouse of a family may serve on the Board concurrently. (This provision is waived for each of their concurrent terms if their marriage occurred during those terms.)
- E. While not mandatory, Directors should have e-mail capability.

4.2 **NOMINATION** to serve as a Director shall be by the nomination of at least three Members, which nominations must be received by the Secretary not later than the specified close of nominations for such nomination.

4.3 **ELECTION OF DIRECTORS** shall be by written ballot of Members and Members-Emeritus.

4.4 **NUMBER OF DIRECTORS** shall not exceed a maximum of twelve (12). Each director shall be elected to a specific seat on the Board, which seat determines his/her term of office.

4.5 **TERMS FOR DIRECTOR SEATS** shall be three years, which term shall start at the conclusion of official activities on the Saturday night of the National Conference/Family Reunion. Such Terms shall be staggered in groups of four seats per group (*Appendix 1, BoD Seating Chart*). (NOTE: The Immediate Past-President's seat is a one-term seat *in addition* to the 12-Director seats and carries with it all the rights and privileges of a Director. In the event that the Immediate Past-President becomes ineligible to continue in office, the chair will not be filled by another for the term's balance.)

4.6 **TERM LIMITS** for Directors duly elected by the Membership shall be 3 years. Any Director who acquired his/her seat through a Board *appointment* shall not be subject to the term limit and is eligible for *election* on his/her own merits at the conclusion of the appointed term. A past Director, including the Immediate past-President, is eligible for *election* one (1) year following the end of his/her last *elected* term.

4.6 **REPLACEMENT OF A SITTING DIRECTOR** may be deemed appropriate by the Board in the event of a Director's resignation, death, or loss of eligibility through non-renewal of Membership or through non-attendance at two (2) consecutive annual Board meetings. In such cases, the Board may *appoint* an eligible Member to serve in the vacated seat.

4.7 **DUTIES** are to provide for the general direction of the Foundation in accordance with its purposes and those duties usually associated with boards of directors.

4.8 **MEETINGS:** Regular meetings of the Board shall be at least annually, preferably during the annual National Conference/Reunion and following the assumption of office of new directors and officers. Special meetings may be called at the direction of the President or a majority of a quorum of the Board, provided each Director is notified in a timely manner. Roberts Rules of Order shall prevail. Each Board member, including the Immediate Past-President, shall have one vote, whether by attendance or by proxy exercised by another Director.

**4.9 QUORUM REQUIREMENTS:** A minimum of 7 Directors (one of whom may be the Immediate Past-President) are required to be present physically or electronically, to conduct the business of the Foundation, except changes that require a specified number of votes of the entire Board.

## **ARTICLE 5 BOARD OFFICERS**

### **5.1 PRESIDENT**

#### **A. Eligibility**

1. A Member of the Board at the time of nomination and election, and the maintenance of such affiliation during the tenure of office, and
2. Previously elected as President-Elect for the previous term, unless that position was vacated prior to election. *(NOTE: In the event the President-Elect is unavailable to serve or declines the office of President, the Board shall elect an eligible Board member as President for the term under consideration.)*

#### **B. Duties**

1. Preside at all General Membership meetings and all Board of Directors meetings,
2. Be the official spokesperson of the Board in regard to matters of the Foundation.
3. Responsible to the Board for all operations of the Foundation including all official meetings and activities.
4. Represent the Foundation in public activities and ceremonies, and assume all responsibilities normally associated with the office of President.

**C. Term of office** shall be one year, starting at the beginning of the term as specified in 4.5.

### **5.2 IMMEDIATE PAST-PRESIDENT**

#### **A. Eligibility**

1. A Director who served as President in the last year of his/her term shall automatically be appointed by the Board to serve in this office, provided his/her eligibility is otherwise maintained.
2. In the event the eligible person is unavailable to serve or declines the office of Immediate Past-President, the seat shall not be filled for that term.

#### **B. Duties**

1. Serve in all responsibilities given to the President, should the President be unavailable for the immediate duties required, and
2. Serve in all responsibilities given to the President should the President be permanently unavailable or declines to serve the balance of his/her term, in which case, the Past-President shall be referred to as, Acting-President.

**C. Term of office** shall be one year, starting at the beginning of the term as specified in 4.5.

### **5.3 PRESIDENT-ELECT**

#### **A. Eligibility**

1. A Board member entering his/her second year of the 3-year term at the time of nomination and election, and
2. The maintenance of Member affiliation during the term of office.
3. In the event that President-Elect becomes ineligible, unavailable, or declines the office of President-Elect, the Board shall elect another eligible director to serve in the office of President-Elect.

#### **B. Duties**

1. Shall become acquainted with all aspects of the Foundation's operations, in anticipation of serving in the Office of President in the next term.
2. Serve in all responsibilities given to the President, should the Immediate Past-President be permanently unavailable or declines to serve in the duties of acting-President. In that event, the President-Elect shall be referred to as the Acting-President, which will in no way negate his/her attaining to the office of President in the next term.

**C. Term of office** shall be one year, starting at the beginning of the term as specified in 4.5.

### **5.4 {Reserved}**

## 5.5 STAFF OFFICERS

*(Note: These "Non-Board" officers are appointed or sustained by the Board to serve in specific areas of expertise, based on their unique personal qualifications. While the one serving in one of these offices may also be an elected or appointed Board member, their office functions and privileges are independent of their Board responsibilities.)*

### A. COMMON ATTRIBUTES OF ALL STAFF OFFICERS:

1. Eligibility
  - a. An indication of willingness and availability to serve in the office to which appointed.
  - b. A demonstrated qualification to fulfill the responsibilities of said office.
2. Terms to office
  - a. Each officer shall be appointed, or sustained, annually by a majority of a quorum of the Board, and shall be responsible to the Board, as a whole, for the proper exercise of their office responsibilities.
  - b. Each shall serve at the Board's pleasure through the last day of the Fiscal Year for which they were appointed or sustained.

### B. *{Reserved}*

### C. SECRETARY

1. Duties
  - a. Responsible to the Board for recording in a professional manner, the minutes of all Board and general membership meetings.
  - b. Furnish copies of such proceedings to Board members within thirty (30) days thereafter.
  - c. Distribute to all Members, the official call for nominations to the Board for each director seat coming available.
  - d. Prepare and maintain a Board of Directors Notebook for each Director with appropriate documents for their informed decisions.

### 2. *{Reserved}*

### D. TREASURER

1. Duties
  - a. Responsible to the Board for recording the financial activities of the Foundation and its activities.
  - b. Provide typical financial reports (Balance Sheet and Income/Expense Statements) to the Board members at any Board meeting, when given a thirty day notice, and to the President within a week's notice.
  - c. Be prepared for an independent audit at any Board meeting.
  - d. Act as recipient of all monies for the Foundation, depositing same in the name of the Foundation, in a depository specified by the Board.
  - e. Sign checks in payment of obligations known to him/her to be authorized.
  - f. Sign receipts for contributions and donations of monies, personal and real property, within 20 days of the receipt of same.
  - g. Submit to the annual Board of Directors meeting a financial Statement of the current and previous Fiscal Year.

### 2. *{Reserved}*

### E. DNA PROJECT COORDINATOR

1. Duties
  - a. *(to be further developed)*
  - b. *(to be further developed)*

### 2. *{Reserved}*

### G. GENEALOGIST

1. Duties
  - a. *(to be further developed)*
  - b. *(to be further developed)*

### 2. *{Reserved}*

### H. HISTORIAN

1. Duties
  - a. *(to be further developed)*
  - b. *(to be further developed)*

### 2. *{Reserved}*

**I. WEBMASTER**

1. Duties
  - a. Serve as Chairperson of the Website Committee for the period of term.
  - b. *(to be further developed)*
2. *{Reserved}*

**J. REUNION COORDINATOR**

1. Duties
  - a. Serve as Chairperson of the National Reunion Committee for the period of term.
  - b. *(to be further developed)*
2. *{Reserved}*

**ARTICLE 6 COMMITTEES**

**6.1 NATIONAL REUNION COMMITTEE**

- A. **Purpose:** *(to be further developed)*
- B. **Chairperson** shall be appointed or sustained annually by the Board of Directors, to whom the Chairperson will be responsible for conducting in an effective and ethical manner, the committee's activities, in accordance with the general directives of the Board.

**6.2 WEBSITE COMMITTEE**

- A. **Purpose:** *(to be further developed)*
- B. **Chairperson** shall be appointed or sustained annually by the Board of Director, to whom the Chairperson will be responsible for conducting in an effective and ethical manner, the committee's activities, in accordance with the general directives of the Board.

**ARTICLE 7 FISCAL POLICIES AND FUNDS**

**7.1 GENERAL POLICY.** The Board of Directors shall not appropriate to any Disbursement Fund, an amount that is greater than that which is available in the General Reserve Fund at the time of the proposed appropriation.

**7.2 FISCAL YEAR:** The Fiscal Year shall start 1 August.

**7.3 ESTABLISHED FUNDS**

- A. **GENERAL RESERVE FUND** – *A Holding Fund* — is established as the depository for all uncommitted and unrestricted income. That is, all income shall be applied to the General Reserve Fund, except income that has been specifically designated by the Board of Directors for an established fund. All appropriations from the General Reserve Fund must be approved by a majority of a quorum of the Board.
- B. **OPERATING FUND** – *A Disbursement Fund* — is established for funding those expenses commonly considered necessary in conducting the day-to-day operation of the Foundation. The Board shall, for each Fiscal Year, appropriate a fixed sum from the General Reserve Fund to the Operating Fund for the next fiscal year. Monies remaining in the Operating Fund at the conclusion of the Fiscal Year for which they were appropriated, shall revert to the General Reserve Fund.
- C. **BLAND HISTORICAL SITE MAINTENANCE FUND** – *A Disbursement Fund* — is established for funding maintenance to specific historical sites as determined and authorized by the Board of Directors. Expenditures in excess of \$300 shall be approved by a majority of the quorum of the Board.
- D. **NATIONAL REUNION FUND** — *A Revolving Fund*, (zero-based, self-replenishing) is established for funding all expenses involved in promoting and conducting the Bland National Reunion. The Reunion Coordinator shall be the responsible person to maintain, reconcile, report, and submit to the Treasurer within 30-days of the Reunion's close, the accurate income/expense detail for each Reunion. Profits shall be forwarded to the Treasurer to be deposited and such monies are to remain in the Fund for future Reunions. Income derived *during* the Reunion, but designated for specific purposes or for other established funds, shall likewise be forwarded to the Treasurer for application to the intended purpose or Fund(s), and shall not be applied to the Reunion Fund.

## **ARTICLE 8 Official Logo, Seal, and Motto**

8.1 The official logo of the Foundation shall be as pictured:



8.2 The official seal of the Foundation shall be as pictured: *(to be determined)*

8.3 The official motto of the Foundation shall be: "Sperate et virite fortes", *interpreted to mean*, "Trust and Steadfast Strength"

## **ARTICLE 9 AMENDMENTS**

- 9.1 **NOTIFICATION** for amending any part of these Bylaws shall be made to all Board members at least 30 days prior to the proposed meeting date on which the proposed amendments are to be acted upon, with a copy of each proposed amendment.
- 9.2 **RATIFICATION** of the proposed amendment(s) shall require a 66% vote of the entire Board.
- 9.3 **PUBLICATION AND DISSEMINATION** of amendments shall be provided by the Secretary not later than 30 days following the enactment of the amendments.

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