

By-Laws of the San Francisco Bay Area Jewish Genealogical Society

Article 1 Name

The name of this Society shall be San Francisco Bay Area Jewish Genealogical Society (SFBAJGS). It shall herein be referred to as the Society.

Article 2 Non-Profit Status

This Society shall operate as a non-profit organization, no part of the net earnings of which shall accrue to the benefit of any individual. The Society is organized exclusively for the charitable purpose within the meaning of section 501(c)(3) of the Internal Revenue Code.

Article 3 Objectives

The objectives of the Society are to:

1. disseminate information on Jewish records, sources, archives and libraries and their holdings, including sources of Jewish records where no civil records exist;
2. promote interest in, and where possible, provide information on Jewish history, customs, record-keeping and the like;
3. encourage the accumulation and preservation of manuscripts, documents, records, family histories and other genealogically related materials;
4. foster interest in genealogy and provide opportunity for the sharing of Jewish genealogical information and techniques;
5. provide information on the availability of Jewish genealogical sources in the San Francisco Bay area;
6. support development of genealogical library(ies) accessible to the membership.

Notwithstanding any other provision of these By-laws, the Society shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax as an organization described in section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future tax code).

Article 4 Officers

1. The elected officers of this Society shall be President, Vice-President, Secretary, Membership Director, and Treasurer.
2. Any vacancy in office shall be filled by presidential appointment subject to approval of the Board of Directors. The person so approved shall serve the remainder of the term of office. In the event of a vacancy in the office of President, the Vice President shall assume the office.
3. The term of office shall be two years. Officers may succeed themselves if elected.

Article 5 Duties of Officers

1. The President shall be the principal executive officer, responsible for the general supervision of the affairs of the Society, and shall preside at general and Board meetings, and appoint committee subject to approval of the Board of Directors.
2. The Vice President shall preside in the absence of the President and shall act as assistant to the President.
3. The Secretary shall take minutes at Board meetings, maintain a permanent file of minutes and copies of the Treasurer's reports, and maintain a file of Society documents.
4. The Membership Director shall maintain an accurate list of members, their addresses and other relevant information, and coordinate membership renewal efforts and outreach to prospective members
5. The Treasurer shall:
 - a. Have custody of all funds and keep a record thereof;

- b. Deposit funds and draw checks for less than one thousand dollars on his or her signature. Checks for amounts of one thousand dollars or more require the signature of the Treasurer and the President of Vice President. If the office of Treasurer is vacant or the Treasurer is absent for an extended period, another officer will be designated by the President to sign checks in the place of the Treasurer.
- c. Maintain primary custody of the Society's funds, which shall be deposited in an FDIC insured commercial account at a California-chartered financial institution. The Treasurer shall maintain accurate signature cards with the institution;
- d. Coordinate with the Membership Director to maintain a roster of members in good standing;
- e. Report quarterly to the Board concerning the financial affairs of the Society; prepare an annual financial report; present for the Board's approval a yearly proposed annual budget for the coming year at the last Board meeting of each year; pay all authorized expenses; maintain a permanent file of all financial records; and make such file available for audit as directed.

Article 6 Board of Directors

1. The Board of Directors shall consist of the Officers of this Society plus the Editor of the newsletter, *ZichronNote*, the Chairperson of each local group [as defined herein], At-Large Members, and all standing committee heads. Standing committees include cemetery, library, newsletter, and publicity.
2. The Board shall direct the activities of the Society, authorize expenses, and determine the appropriate use of membership dues and other income in a manner supporting the Objectives as stated in Article 3.
3. Vacancies of committee chairpersons shall be filled as for officers.
4. Any Society member in good standing may be appointed a Board Member At-Large by the President, subject to approval of the Board of Directors.
5. A Board of Directors meeting will be held at the call of the President not fewer than twice in each six-month period.
6. Roberts Rules of Order shall serve as a guide to the conduct of Board meetings.
7. Each Board member shall have one vote irrespective of number of positions held.
8. A simple majority of members of the Board of Directors shall constitute a quorum for Board meetings. Action may be taken by the Board if such quorum be present.
9. Votes by the Board require a simple majority of votes cast. However, removal of a Board member requires a two-thirds vote of the entire Board of Directors.

Article 7 Elections

1. At least three months prior to the biannual elections, the President shall appoint a Nominating Committee chairperson who shall staff the Committee with no fewer than two additional members representing the geographical distribution of the membership.
2. The Committee Chairperson [or representative] shall call for nominations from the floor at the September and October regular meetings [San Francisco and local groups]. The Committee may solicit nominations and will present to the membership, a slate of candidates for each Officer position to be elected. Each person nominated must have expressed his or her willingness to serve in the position for which he or she is nominated prior to inclusion in the slate.
3. Individual members may submit written nominations for office to the Nominating Committee any time between the initial call for nominations and October 31.
4. Only members in good standing shall be eligible to vote, nominate, or stand for office.
5. Vote shall be by written and/or electronic ballot distributed to all members no earlier than November 1 and must be returned no later than December 31 in an election year.
6. A candidate is elected upon receiving a simple majority of votes cast. The Nominating Committee or representative shall tabulate the election returns and provide the results to the Board for publication to the membership.

Article 8 Membership

1. Membership is open to anyone in agreement with the Objectives of this Society.
2. Prospective members may attend three meetings on a provisional basis after which dues become payable.
3. Any two members of a single household may be accepted on a single membership but shall receive only a single copy of each issue of the newsletter and have one vote.
4. Members in good standing are defined as those who have paid dues for the current membership year and support the Objectives of the Society. The Board reserves the right to refuse membership to anyone for cause.
5. A member who is one hundred and twenty days in arrears for payment of dues shall be dropped from the membership rolls.
6. Members in good standing:
 - a. may cast votes for Officers, dues increases [as defined in Article 10], amendments to these by-laws, and changes to the state of the organization such as merger or dissolution;
 - b. may attend regular Society meetings free of charge;
 - c. shall receive the newsletter and additional publications as may be published by the Society from time to time.

Article 9 Meetings

1. Regular Society meetings shall be held in San Francisco and in other locations at the discretion of the Board, as warranted by the geographical distribution of the membership.
2. A local group is defined as one that meets in a location other than San Francisco and is sanctioned by the Board as part of the Society. The President may accept a proposal from a member to form a local group subject to Board approval.

Article 10 Dues

1. Dues for each annual membership are payable by January 1 and no later than January 31.
2. Dues shall be set by the Board of Directors but any increase in excess of 15% per annum must be approved by not less than 2/3 of the membership votes cast. Vote shall be conducted by written and/or electronic ballot distributed to all members.
3. Members joining between July 1 and November 1 shall have their dues prorated by half. Members joining after November 1 will be considered to have joined in the next membership year and their dues will be so designated. Benefits of membership for November and December are granted at the discretion of the Board.

Article 11 Newsletter

1. The name of the newsletter shall be *ZichronNote*.
2. The Editor of *ZichronNote* shall be appointed by the President subject to approval of the Board of Directors.
3. The Editor shall determine the content of each issue, to be consistent with the Objectives of the Society, and has the right to reject submissions.
4. *ZichronNote* shall be published quarterly, as feasible, and distributed to members in good standing. The Board may also elect to provide copies to prospective members and organizations interested in Jewish genealogy.

Article 12 Dissolution

1. Decision to dissolve the Society must first be approved by the Board of Directors, then subject to approval of the general membership. The Society is dissolved upon approval by at least three-fourths votes cast. Vote shall be conducted by the Board of Directors in writing and/or by electronic ballot.

2. Upon the dissolution and winding up of this Society the Board of Directors shall, after payment of all outstanding debts and obligations of the Society, distribute the remaining assets to a non-profit fund, foundation, corporation, or organization with goals and objectives similar to those of the Society, organized and operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code and which has established its tax-exempt status under that section. No assets shall be distributed to any individual, including anyone who has ever been an Officer in the San Francisco Bay Area Jewish Genealogical Society.

Article 13 Amendments

1. Amendments to these by-laws whether proposed by the Board of Directors or by individuals are to be made in writing and to carry at least five signatures of members in good standing.
2. Proposed amendments shall, after consideration by the Board, be subject to ratification by a majority of the voting members.
3. Notice of the proposed amendment must be given prominently in the newsletter *Zichron*Note or by mail/electronic distribution to each member prior to the ratification vote.
4. Ratification of amendments may be conducted in writing and/or by electronic ballot distributed to all members.

Amended December 2003

Jeremy Frankel	Larry Burgheimer
Rosanne Leeson	Jerry Jacobson
Jim Koenig	Beth Galleto
Dana Kurtz	Marcia and Henry Kaplan

Approved by vote of the membership on the _____ day of _____, 20____.

Signature of the Secretary

Date