

# **The West Side Detroit Polish American Historical Society**

## **BY-LAWS**

### **Article I: MEMBERSHIP**

#### Section 1: New Member Application Process

The procedure for admittance of new members to the West Side Detroit Polish American Historical Society (“Society”) shall be as follows:

- a) The prospective member shall fill out and submit to the Executive Director/Secretary a Membership Application so that the applicant’s background and qualifications can be ascertained. The application must be accompanied by one year’s dues.
- b) The membership application shall be presented to the Executive Board, and a vote taken for the acceptance of the prospective member. A simple majority shall be required for acceptance.
- c) Prospective members not approved shall have their money refunded.

#### Section 2: Classes of Membership

There shall be two classes of membership:

- a) Individual; and
- b) Corporate.

#### Section 3: Delinquency of Dues

If a member becomes delinquent in the payment of dues for two years, he or she will be dropped from the membership.

#### Section 4: Reinstatement Process

If in the future a member who has been dropped from the roster for nonpayment of dues requests reinstatement in the Society, he or she must submit a letter or an application to the Executive Director/Secretary requesting his or her reinstatement. Upon receipt of such letter, his or her request shall be forwarded to the Executive Board for their consideration. If his or her request is approved, he or she must pay the one year’s dues that he or she is in arrears plus the current year’s dues prior to reinstatement.

#### Section 5: Pro Rata

The first year’s dues for new members shall be pro-rated according to the date of the application. If the new member applies between January and June, he or she shall pay the full amount. If the member applies between July and December, he or she shall pay one half the amount set forth in these By-Laws under ARTICLE II: DUES, Section 2. Thereafter, annual membership dues shall be payable as of January 1 of each year and shall be paid to the Treasurer.

#### Section 6: Honorary Membership

Individuals who have given noteworthy service to the objectives of the Society, or those who by virtue of their standing in the community are deemed worthy of special honor, may be nominated for Honorary Membership by any active member. The proposed Honorary Membership request shall then be presented to the Executive Board, together with evidence of the individual's background, qualifications, and outstanding contribution, for the Board's consideration. A vote shall then be taken for the acceptance of the proposed Honorary Member, with only a simple majority required for passage.

#### Section 7: Expulsion

Upon complaint of conduct on the part of any Officer or member which is likely to reflect unfavorably upon the Society, such Officer or member may be expelled by a two-thirds vote of the Executive Board.

### ***ARTICLE II: DUES***

#### Section 1: Term and Payment

The annual active membership dues of the Society shall begin with the calendar year and shall be paid to the Treasurer.

#### Section 2: Individual Dues

The annual active membership dues for individuals shall be:

- a) Individual Member: \$20.00
- b) Member and Spouse: \$25.00
- c) Student: \$ 5.00

#### Section 3: Corporate Dues

The annual active membership dues for corporations shall be \$50.00.

#### Section 3: Supporting Patrons

The annual active membership dues for supporting patrons shall be \$35.00 or more per person.

#### Section 4: Honorary Members

There shall be no annual dues for Honorary Members.

### ***ARTICLE III: DUTIES OF OFFICERS***

#### Section 1: President

The duties of the President shall be as follows:

- a) To preside at all meetings of the Society and to perform all duties pertaining to the office;
- b) To act as Chairperson of the Executive Board, and to appoint any special committees, where necessary;
- c) To serve as an ex-officio member of all committees, where necessary;

- d) To have authority to appoint successors to fulfill unexpired terms of elective Officers when vacancies occur;
- e) To keep the First Vice President informed of all matters pertaining to the Society;
- f) Along with the Treasurer, to file the annual report with the State of Michigan, Corporate Division, Commerce Department;
- g) To serve as archivist of the Society, including the Society's property list;
- h) To authorize expenditures of up to one thousand dollars (\$1,000.00), with a majority consent of the Board.

#### Section 2: Absence of President

In the absence of the President, the First Vice President shall perform all duties pertaining to that office. In the case of a vacancy, the First Vice President shall succeed at once to the office of the President to serve until the next annual election.

#### Section 3: Executive Director/Secretary

The duties of the Executive Director/Secretary shall be as follows:

- a) The Executive Director/Secretary shall keep minutes of the proceedings of all meetings of the Society and the Executive Board. The minutes shall be open to inspection at any time within reason in the presence of the Executive Director/Secretary by any member desiring to inspect them, upon advance written notice to the Executive Director/Secretary.
- b) The Executive Director/Secretary shall be responsible for all correspondence to the Board members and general membership and for the keeping of the membership roster.
- c) In the absence of both the President and the First Vice President, the Executive Director/Secretary shall call the meetings to order until a Chairperson Pro-tem is elected.

#### Section 4: Treasurer

The Treasurer shall receive all monies of the Society and deposit same in such bank or banks as directed by the Executive Board in the name of the West Side Detroit Polish American Historical Society. The Treasurer shall keep an accurate account of all receipts and disbursements. A general financial statement shall be presented at each meeting and a detailed report shall be submitted quarterly. A written synopsis shall be presented to any member upon request. He or she shall have the authority to pay all bills approved by the President or Executive Board. Checks are to be signed by the Treasurer and countersigned by the President. In the absence of either of those, the First Vice President's signature shall be valid.

#### Section 5: Executive Board

The Executive Board shall be responsible for the general management of the Society.

#### Section 6: End of Term Responsibilities of All Officers and Directors

At the end of the term of office of each Officer and/or Director, said individual shall submit all records to his or her successor. All other materials shall be presented to the President for proper placement.

## ***ARTICLE IV: RESIGNATION, VACANCIES, AND ABSENTEEISM***

### Section 1: Resignation

Resignations from Executive Officers, Board members, or Standing Committee Chairpersons must be made in writing to the Executive Director/Secretary.

### Section 2: Resignation by Absenteeism

An Executive Officer, Board member, or Standing Committee Chairperson who is absent from three consecutive Executive Board and/or general membership meetings without a just excuse shall be deemed to have resigned from the duties of his or her office.

### Section 3: Vacancies

When a vacancy exists on the Board, nominations for a new Board member may be made by present Board members to the Executive Director/Secretary at least two weeks in advance of a Board meeting. Said nominations shall be sent to Board members with the regular Board meeting announcement, to be voted upon at the upcoming Board meeting. The term of such vacancy shall extend only to the end of the particular Board member's term being filled.

## **ARTICLE V: CLUB FUNCTIONS, STANDING COMMITTEES, AND SPECIAL COMMITTEES**

### Section 1: Approval of Club Functions

All club functions must be approved in advance by the Executive Board.

### Section 2: Procedure for Standing Committees

- a) Should Standing Committees become necessary, they shall be formed only with the advance approval of the Executive Board.
- b) All Standing Committees must submit to the Executive Board a tentative proposal of expenditures connected with any project or program.
- c) At the completion of a project or program, the Chairperson of the Standing Committee must submit a finalized report in writing on forms provided by the Treasurer. Copies must be submitted within forty-five days after an event to the President, Executive Director/Secretary, and Treasurer. All original bills and receipts must be attached to the Treasurer's report. This report shall include:
  - i) The title, location, date, time, and total attendance of the program;
  - ii) A complete detailed breakdown of all expenditures necessary to carry out the program;
  - iii) All income revenues, with a net profit or loss figure for the program; and
  - iv) Any recommendations for possible improvements for such a program.

### Section 3: Procedure for Special Committees

Special committees, where necessary or desired, shall be appointed by the President. They shall be terminated as soon as they have performed the assignments given them. Should they incur expenditures, their reporting requirements and responsibilities shall be the same as those outlined for Standing Committees in ARTICLE IV: CLUB FUNCTIONS, STANDING COMMITTEES, AND SPECIAL COMMITTEES, Section 2, subparagraphs b) and c), above.

## **ARTICLE VI: MEETINGS**

### Section 1: Executive Board Meetings

The Executive Board meetings of the Society shall be held as desired and as deemed necessary by the Executive Board, but in any case, at least every six months. The purpose of the Executive Board meetings shall be to approve actions on behalf of the Society and to conduct the month-to-month business of the Society.

Executive Board meetings shall also be held for purposes of planning, approving, receiving reports on, and evaluating the activities of any Standing Committee or special committee. A Chairperson of a Standing Committee may select a member of his or her committee as an alternate to represent him or her at an Executive Board meeting.

### Section 2: General Membership Meetings

The general membership meetings of the Society shall be held as desired and as deemed necessary by the Executive Board. The purpose of the general membership meetings shall be to notify the membership of Executive Board activities and decisions, to have the membership decide matters of Board or general policy, and to provide a forum for activities and to enlighten, interest, and benefit the members of the Society.

### Section 3: Special Meetings

Special meetings of the Board shall be called upon the request of the Chairperson of any Standing Committee or special committee, or upon the request of at least three Board members. Notices of special Board meetings shall be mailed by the Executive Director/Secretary to each Board member and postmarked at least two weeks in advance of the meeting.

Special membership meetings of the Society may be called by the President as occasion demands or upon written request of five or more members of the Society. The meetings shall take place within 30 days after the call shall have been issued.

## **ARTICLE VII: ELECTIONS**

### **Section 1: Procedure**

Elections shall be held in accordance with the election procedures established by the Executive Board.

## **ARTICLE VIII: LIABILITY**

No Officer, Director, or member of the Society shall be personally liable for any bills or obligations of the Society, past or present, except for the payment of his or her own dues.

## ARTICLE IX: QUORUM

### Section 1: General Membership Meetings

One-third of the number of members on the membership roster at any given time shall constitute a quorum for general membership meetings.

### Section 2: Executive Board Meetings

Six members shall constitute a quorum for Board meetings.

### Section 3: Standing Committees and Special Committees

A simple majority shall constitute a quorum for any Standing Committee or special committee, where applicable.

## ARTICLE X: ORDER OF BUSINESS FOR MEETINGS

### Section 1: General Membership Meetings

The order of business for general membership meetings shall be as follows: 1) reading of minutes; 3) President's report; 4) Executive Director's report; 5) Treasurer's report; 6) summary of Executive Board decisions and actions; 7) new business and discussion of future activities; 8) new member introductions; 9) refreshments and cultural program; 10) adjournment.

### Section 2: Executive Board Meetings

The order of business for Executive Board meetings shall be as follows: 1) reading of minutes; 2) President's report; 3) Executive Director's report; 4) Treasurer's report; 5) correspondence; 6) reports of Standing Committees and/or special committees; 7) unfinished business; 8) new business; 9) adjournment.

## ARTICLE XI: PARLIAMENTARY ORDER

All meetings and other official proceedings of the Society, its Board, and committees shall be conducted according to the procedures as set forth in the most recent edition of *Robert's Rules of Order*.

## ARTICLE XII: AMENDMENTS

These By-Laws may be amended at any general membership meeting of the Society by a two-thirds vote of all the votes cast, provided that a notice with the exact wording of the proposed amendment or amendments be submitted in writing to the Executive Director/Secretary at least thirty days prior to the general membership meeting, such to be sent out with notice of the general membership meeting.