

FCHS By-Laws (2011)

Purpose and Activities:

The French Colonial Historical Society encourages interest in the scholarly study of all French colonizing activity and the history of all French colonies. It provides its members with various channels of communication, including newsletters, annual meetings, a website [www.frenchcolonial.org], and a peer reviewed journal entitled *French Colonial History*. The Society is organized exclusively for educational and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code.

Article I: Membership

- I:1 Membership is either individual or institutional. Any person or institution interested in furthering the objectives of the French Colonial Historical Society as set forth in its Articles of Incorporation shall become a member upon application and payment of the annual dues.
- I:2 Annual dues for the individual and institutional members shall be determined by the Executive Committee and ratified by a majority vote of the members at the annual business meeting.
- I:3
 - (a) Members in good standing shall have the right to attend all meetings of the Society and shall be eligible to hold office and to vote in the Society's meetings and in its elections by mail ballot. Membership includes one copy of the published *French Colonial History* for the year of paid membership, and one copy of each issue of the *Newsletter* during the same year.
 - (b) Membership in good standing is defined as paid membership certified by the Treasurer. In order to participate in elections, good standing must be established at least thirty days before the mailing notification of ballots. In order to participate in and vote at the annual business meeting, good standing must be established prior to the opening of the meeting.
- I:4: The membership year runs from January 1 until December 31; membership in good standing is required to attend the annual spring meeting.
- I:5: Individuals who have not paid their membership dues by March 1st will no longer be considered members in good standing and will not receive the annual issue of *French Colonial History*, nor the Newsletter from April onward of that calendar year. Failure to pay membership dues by March 1st will also result in individuals being removed from the program of the annual meeting.

Article II: Officers and Elections

- II:1 The Executive Committee of the Society shall consist of a President, a Vice-President, and a Secretary-Treasurer.

- II:2 The President, Vice-President, and Secretary-Treasurer shall be elected for terms of two years each, beginning on July 1. The President and Vice-President normally will not be eligible for re-election to the particular office they then hold, but the Secretary-Treasurer will be eligible for re-election.
- II:3 The President shall be the executive officer responsible for calling and chairing all meetings and for acting as spokesperson for the Society. The President will accept invitations for the hosting of the Society's regular annual meeting, supervise the selection of the host institution/location, and enter into or delegate negotiations with it. The President must approve all official business of the Society.
- II:4 The Vice-President shall be responsible for organizing all elections within the Society, including preparing the list of candidates and informing the membership of the voting procedures and deadlines. The Vice-President will assist with other business of the Society that may be delegated by the President and Executive Committee.
- II:5 The Secretary-Treasurer shall be responsible for collecting the annual dues and other receipts; for making authorized disbursements; for maintaining up-to-date membership lists; for providing mailing lists for the Proceedings, mail ballots and Newsletter; for keeping the minutes of the Executive Committee and annual business meeting; and for the general correspondence of the Society. The Secretary-Treasurer will present a financial report to the annual meeting, and will file this report together with the Indiana Annual Report of Nonprofit Corporation with the Secretary of State of Indiana.
- II:6 The editor of the Proceedings and any other non-elective officers shall be appointed by the Executive Committee normally for two-year terms, with eligibility for re-appointment.
- II:7 In the event of the resignation, death or disability of the President, the Vice-President shall succeed to the presidency until the end of the biennial term. The vacant office of Vice-President will, if more than twelve months remain in the term, be filled through a mail ballot or, if practical, with the approval of a majority of members present at the annual business meeting.
- II:8 (a) Biennial elections and interim by-elections, subject to Article II:7, shall be held by mail ballot. The candidate for each office who receives the largest number of votes cast shall be elected.
- (b) The Vice-President will chair a Nominating Committee to solicit, propose and receive nominations. A call for nominations will be made in timely manner in the Newsletter. Candidates and instructions for electronic balloting will be announced in the April newsletter, with the deadline for cast ballots to be received not later than ten days before the annual business meeting.
- (c) Election ballots are to be submitted to the outgoing President who shall tally them

before a witness, report the results in writing to the Executive Committee, and announce them at the annual business meeting.

- II:9 An advisory group appointed by the President and including the immediate past President shall serve at the President's discretion for consultation by the President and the Executive Committee between annual business meetings.
- II:10 The Executive Committee may strike committees and sub-committees, and delegate responsibilities to remembers at large as deemed advisable for the conduct of the Society's business. The President shall report the Executive Committee's actions to the membership at the annual business meeting.

Article III: Meetings

- III:1 There shall be an Annual Meeting open to all members in good standing, and to guests of the Society.
- III:2 Normally the Annual Meeting will be held in the spring of each year at a location approved by the Executive Committee. The President and/or his or her delegate(s) will supervise arrangements in consultation with the program chairperson.
- III:3 The program chairperson of the Annual Meeting will be appointed by the Executive Committee and may be assisted by other Society members designated by the Executive Committee. The program chairperson will be responsible for the preparation of the program, which will include at least one hour for the annual business meeting.
- III:4 The program will be prepared at least three months before the Annual Meeting date and must be approved by the Executive Committee.
- III:5 The agenda of the annual business meeting shall be set by the President and approved by the Executive Committee, and will include in any case reports by the President for the Executive Committee, by the Secretary-Treasurer, by the editor of the Proceedings, and by committee chairpersons as required. Decisions of the annual business meeting will be carried by a majority vote of members present. The quorum, except in the case of IV:4, is 25 members.

Article IV: Amendments

- IV:1 Amendments to the By-laws may be proposed by five members in good standing or by any member of the Executive Committee.
- IV:2 The placing of proposed amendments on the agenda of the annual business meeting must be approved by two members of the Executive Committee. Failing this approval, the Executive Committee shall nevertheless report to the business meeting the receipt of all proposed amendments.
- IV:3 Proposed amendments approved by the Executive Committee for inclusion on the agenda

of the annual business meeting shall be made available to members at least thirty days prior to the annual business meeting at which the amendments are to be proposed, either by special mailing or by notice in the Newsletter.

IV:4 Approval of amendments requires majority vote of members. The quorum required for constitutional amendments is 40 members. Failing a quorum, proposed amendments may, at the discretion of the Executive Committee, be submitted to the membership via electronic balloting for approval or rejection.

Article V: Dissolution

Upon dissolution of this organization, its assets will be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.