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NEW ENGLAND REGIONAL GENEALOGICAL CONSORTIUM, INC.

BYLAWS

ARTICLE I - NAME

The name of this organization shall be: NEW ENGLAND REGIONAL GENEALOGICAL CONSORTIUM Inc., an association⁶ of genealogical societies operating as a non-profit educational organization, hereinafter known as NERGC .

ARTICLE II - OBJECTIVES

The objectives of NERGC² shall be:

- 1. To promote an interest in genealogy,
- 2. To promote skills and a level of expertise of genealogists through sponsorship of educational conferences and other periodic educational activities as the Board may determine,
- 3. To promote harmony and cooperation among genealogical societies,
- 4. To promote adherence to accepted standards for the use and care of genealogical records.

ARTICLE III - MEMBERSHIP

Section A: Charter Members

- 1. The Charter Members of NERGC² are:
 Acadian Cultural Society, American Canadian Genealogical Society, Inc., American-French Genealogical Society, American Portuguese Genealogical and Historical Society, Inc., Cape Cod Genealogical Society, Central Massachusetts Genealogical Society, Connecticut Ancestry Society, Inc., Connecticut Society of Genealogists, Inc., Essex Society of Genealogists, Inc., Falmouth Genealogical Society, Inc., Federation of Genealogical Societies, Inc., French Canadian Genealogical Society of Connecticut, Genealogical Roundtable, Genealogical Society of Vermont, Higgins Armory Museum, Maine Genealogical Society, Massachusetts Genealogical Council, Massachusetts Society of Genealogists, Inc., New England Historic Genealogical Society, New Hampshire Society of Genealogists, Plymouth County Genealogists, Inc., Polish Genealogical Society of Connecticut, Inc., Rhode Island Genealogical Society, Inc., South Shore Genealogical Society, TIARA - The Irish Ancestral Research Association, Inc.

Section B: Sustaining Members²

Sustaining Members are those member societies who have participated in at least the last four (4) conferences of NERGC² and are participating in the present conference planning. These societies have abided by NERGC² guidelines for conference participation. They shall become Sustaining Members after the member society's Board of Directors approves the status. Sustaining Members shall be subject to the same regulations as Charter Members.

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Section C: Associate Members

Associate members are those societies who are participating in the present conference and are not Sustaining, Charter Members or Governmental Affiliate Members.¹

Section D: Governmental Affiliates

Governmental Affiliates are those Federal, State or Local entities which cannot absorb a loss. A Governmental Affiliate's participation agreement shall exclude the loss and withdrawal clauses and may have other adjustments as approved by the delegates.

ARTICLE IV - MEETINGS

Section A: Meetings

There shall be an annual meeting of the Members in June of each year. Additional meetings shall be determined by the Board.

Section B: Special Meetings

Special meetings of NERGC may be called by the President, the Board of Directors, or upon written request of ten (10)¹ Member societies. Written notice, which shall state the purpose of the special meeting, shall be mailed to all members at least ten (10) days prior to the said meeting. No business other than that stated in the call to the Special Meeting shall be conducted.

Section C: Quorum

Representatives from twelve (12)¹ Member Societies shall constitute a quorum.

ARTICLE V- OFFICERS

Section A:

The officers of NERGC² shall be: President, Vice President, Secretary and Treasurer and Assistant to the Treasurer.⁴

Section B: Election of Officers

Officers shall be elected at the annual meeting as follows:

1. President and Treasurer to be elected in odd numbered years.
2. Vice President, Secretary and Assistant to the Treasurer⁴ to be elected in even numbered years.

Section C: Term of Office

1. Officers shall be elected for two year terms and take office at the close of the annual meeting in the year in which elected. No officer may serve more than two consecutive terms (four years) in any one office. No individual may serve as an officer for more than six (6) consecutive years.
2. An officer may be suspended or removed by a vote of a majority of directors then in office at any meeting duly called. An officer may resign by delivering a letter of resignation to the president or secretary of the Organization, to a meeting of the members, or to the Organization at its principal office. Such resignation shall be effective upon receipt unless the letter otherwise so states.

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Section D: Duties of the Officers

1. President

The president shall be the chief executive officer of NERGC and, subject to the control of the directors, shall have general charge and supervision of the affairs of NERGC². The president shall preside at all meetings of the members and at all meetings of the directors. The president shall denote additional duties of the officers as needed and may appoint committees as the president deems appropriate. The president may not delegate any powers of the directors without the consent of the directors.

2. Vice-President

The vice-president shall have such duties and powers as the directors or the president may determine. The vice-president shall have and may exercise all the powers and duties of the president during the absence of the president or in the event of the president's inability to act.

3. Treasurer

The treasurer shall be the chief financial officer and the chief accounting officer of NERGC². The treasurer shall be in charge of the Organization's financial affairs, funds, securities and valuable papers and shall keep full and accurate records thereof. The treasurer shall have such other duties and powers as designated by the directors or the president. The treasurer shall also be in charge of NERGC²'s books of account, accounting records and of its accounting procedures. The Treasurer shall be bonded and be subject to audit at least once each conference cycle.¹

4. Secretary

The secretary shall record and maintain records of all proceedings of NERGC and of the Directors: keep a complete register of all members, directors and officers and the address of each: send out notices and agendas at least thirty (30) days in advance of a meeting and perform such other secretarial duties of NERGC as designated by the directors or the president. If the secretary is absent from any meeting of the members or of the directors a temporary secretary chosen at the meeting shall exercise the duties of the secretary at the meeting.

5. Assistant to the Treasurer¹

The Assistant to the Treasurer shall be empowered to perform all the duties herein assigned to the Treasurer, but priority of responsibility for the performance of these duties shall reside with the Treasurer. The Assistant to the Treasurer shall be bonded and shall be subject to audit at least once each conference cycle.

6. Past President⁸

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ARTICLE VI - BOARD OF DIRECTORS

Section A: The Board of Directors shall consist of the officers of NERGC², and three (3) additional directors elected by the¹ Member Societies at the annual meeting.⁸ The additional directors shall be elected to serve three (3) year terms. At the first election one director each for a three (3) year, two (2) year and one (1) year term. One director shall be elected in each subsequent year to serve a three (3) year term. The immediate Past President shall be an advisory non-voting member of the Board of Directors until the next annual meeting after completion of his or her term as President.⁸

Section B: Any vacancy occurring on the Board of Directors with the exception of the president or Past President⁵ may be filled to the end of the vacancy term by a majority vote of the remaining members of the Board.

Section C: The Board of Directors shall transact the business of NERGC between general meetings and direct committees.

Section D: Four (4) members of the Board of Directors shall constitute a quorum.

ARTICLE VII - WITHDRAWAL GUIDELINES²

Any Charter or Sustaining Member of NERGC may withdraw from NERGC up to ninety (90) days after the last day of the present conference being conducted provided that the member indicate in writing its intention to withdraw. It is understood that withdrawal from NERGC will not include the withdrawal of seed money the Charter member or Sustaining Member has provided to NERGC for the purpose of preparing for subsequent conferences.

ARTICLE VIII - STANDING AND SPECIAL COMMITTEES

Section A: Standing Committees

1. The Standing Committees of NERGC shall be: the Conference Planning Committee and the Nominating Committee. The responsibilities of the Conference Planning Committee and the Nominating Committee shall be governed by the Standing Rules.
2. Special committees may be appointed by the president or the board as needed.

ARTICLE IX- PERSONAL LIABILITY

The members, directors and officers of NERGC² shall not be liable for any debt, liability or obligation of the organization.

ARTICLE X - PARLIAMENTARY AUTHORITY

The rules contained in “Robert's Rules of Order, Newly Revised shall govern NERGC” in all cases in which they are applicable, and which are not inconsistent with these Bylaws and any

209 Standing Rules.

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ARTICLE XI - DISSOLUTION OF SOCIETY

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Section A: If the Board of Directors concludes that NERGC² can no longer continue to function, a special meeting of the membership shall be called. The Board shall send to all members a notice of the date, time and location of the meeting and an explanation of the proposed actions no later than four (4) weeks prior to the proposed meeting.

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Section B: If dissolution is approved by at least two-thirds (2/3) of the members present and voting at the above stated meeting, the Board shall make provision for the payment of all debts and/or obligations of NERGC². Upon dissolution of the New England Regional Genealogical Consortium, Inc. assets shall 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 a state or local government for a public purpose. Any assets not disposed of shall be disposed of by the sitting of the Superior Court having jurisdiction over the town in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.⁷

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ARTICLE XII-AMENDMENTS¹

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Section A: These Bylaws may be amended at any regular meeting of the Organization by a two-thirds (2/3) vote of those present provided that the amendment(s) has been submitted in writing by any delegate to the Board of Directors and the delegates at a prior membership meeting, and sent to all members at least thirty (30) days prior to the proposed vote on the amendment(s).

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Section B: Standing Rules. The Standing Rules shall be amended by a majority vote of the Board of Directors and delegates when given advance written notice of 30 days.⁴ A roll call vote by society may be requested on any issue brought before the delegates. Only Member Societies participating in the present conference cycle shall vote on issues directly relating to that conference. All societies shall vote on NERGC organizational issues.⁵

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Standing Rules:

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ARTICLE I REPRESENTATION AT MEETINGS OF NERGC

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A. On all matters brought before NERGC² each participating society shall have one

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(1) vote.

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B. Each participating society shall designate two (2) delegates empowered to cast the

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society's vote. Delegates are encouraged to attend all announced meetings. The

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Board of Directors recommends that one of the delegates from each society be

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designated to serve for one full conference cycle (2 years).

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ARTICLE II STANDING COMMITTEES

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A. Nominating Committee

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263 1. The Nominating Committee shall consist of three (3) members elected at the
264 Annual Meeting to propose a slate of officers at the next annual meeting in accordance
265 with the Bylaws Article V, Section B; Section C, 1 and Article VI, Section A.
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267 B. Conference Planning Committee⁹
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269 1. The Conference Planning Committee shall consist of between one and three Conference Planning
270 Chairpersons and the following sub-committees:
271 Program (speakers)
272 Publicity
273 Brochure - design, printing, distribution
274 Registration
275 Vendors
276 Syllabus
277 Syllabus Advertising
278 and such other sub-committees as may be necessary
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280 2. The Conference Planning Committee Chairperson(s) shall be elected at the last Delegates meeting
281 before the conference two years prior to the conference for which they are being elected.
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285 3. The Chairperson of the Conference Planning Committee shall report to the Board
286 of Directors prior to finalizing any decisions.
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288 4. Chairperson of the Conference Planning Sub-Committee shall report to the
289 Conference Planning Chairperson.
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291 5. All financial decisions require prior approval of the Board of Directors.
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293 6. The Board of Directors or their designee shall select the facility for each conference
294 prior to the election of the chairperson of the conference planning committee.
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299 7. Seed Money²

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Section A: All Charter and Sustaining Members will retain in NERGC's bank account, on deposit, funds for the planning of the next conference and the payment of associated expenses approved by the Board of Directors. That amount will be determined by the Board of Directors and voted upon by the delegates of NERGC.

Associate members and Governmental Affiliates will pay the required conference participation fee for NERGC's next conference when they have signed their respective participation agreement.⁴

Section B:⁴ Administrative Costs of NERGC include fixed operational items such as insurance, postage, bonding of the Treasurer and Assistant to the Treasurer, any Awards and other administrative items. The administrative costs will be assessed as part of the participation fee.

ARTICLE III PARTICIPATION AGREEMENT⁴

The Board of Directors shall approve a Participation Agreement prepared by the Conference Chairperson(s) for each conference. Such agreement shall be presented to the delegates for explanation and will be ready for each organization's approval so that signed agreements can be returned in timely fashion prior to the next conference.

The Participation Agreement shall include language which shall define timely settlement between NERGC and the PARTICIPATING SOCIETY on costs, gains or losses, of the conference.

Revisions:

^{1.} Changes adopted on 30 June 2001.

^{2.} Changes adopted May 31, 2003.

^{3.} Change adopted October 2, 2004.

^{4.} Changes adopted June 25, 2005.

^{5.} Changes adopted April 8, 2006.

^{6.} Change adopted December 3, 2005.

^{7.} Change adopted October 3, 2009.

^{8.} Changes adopted June 22, 2013.

^{9.} Changes adopted October 3, 2015.