

Constitution and By-Laws



Santa Fe Chapter New Mexico Society of the Sons of the American Revolution

Adopted (To Be Determined)

Revised February 11, 2009

Constitution

ARTICLE ONE Name and Objectives

The name of this Chapter shall be "The Santa Fe Chapter of the New Mexico Society of the Sons of the American Revolution." Its objects shall be to implement the purposes of the National Society of the Sons of the American Revolution as set forth in that Society's Constitution and to work in harmonious cooperation with the New Mexico Society of the Sons of the American Revolution.

In the event of a situation that is not covered by the Santa Fe Chapter's Constitution or By-Laws, the National Society and State Society Constitution and By-Laws will apply.

ARTICLE TWO Officers

The officers of this Chapter shall be elected from among the members in good standing; and shall be President, First Vice-President, Second Vice-President, Secretary, Treasurer, Registrar-Historian and Chaplain. The duties and powers of officers shall be those customarily appertaining to their respective offices, and those specific duties and powers more fully set forth in the By-Laws of this Chapter. All officers shall hold office for a period of one year, or until their successors have been duly elected or appointed; and the President shall not be elected for more than two consecutive terms. Nomination of officers shall be as set forth in the By-Laws of this Chapter, and their election shall be by ballot at the annual meeting. Winning candidates shall be determined by a plurality of the votes cast by members in good standing at the annual meeting.

ARTICLE THREE Board of Managers

There shall be a Board of Managers composed of the officers named in Article Two and the immediate past President. All members of the Board of Managers shall hold office for a period of one year, or until their successors are duly elected and appointed. The duties and powers of the Board of Managers shall be those customarily appertaining to governing bodies of similar organizations. This Board shall exercise control over the administrative and financial affairs of this Chapter, and shall perform those duties and exercise those powers more specifically set forth in the By-Laws.

ARTICLE FOUR Membership

Membership in this Chapter shall be confined to members in good standing of the National Society of the Sons of the American Revolution, and any member of said National Society shall be eligible for membership in this Chapter. Procedures governing

the admission of members and of their subsequent removal from the rolls of this Chapter for any reason shall be as set forth in the By-Laws.

ARTICLE FIVE Meetings

The annual meeting for the election of officers shall be held in January of each year. In addition thereto such other regular and special meeting shall be held as set forth in the By-Laws.

ARTICLE SIX Dues and Fees

Upon becoming members of this Chapter each member shall pay into the funds of this chapter an initiation fee prescribed by the Board of Managers; and this amount shall be in addition to any fees and dues payable to the National Society or any State Society of the Sons of the American Revolution. In addition to said initiation fee, each member of this Chapter shall pay annual dues into the funds of this Chapter in the amount prescribed by the Board of Managers; and said annual dues shall be in addition to any annual dues payable to the National Society or any State Society of the Sons of the American Revolution. The time and the method of payment shall be as set forth in the By-Laws.

ARTICLE SEVEN Amendments

This Constitution may be amended by a two-thirds affirmative vote of the members in good standing who vote on such amendment at any regular meeting of this chapter, or by letter ballot sent to all members in good standing; provided that such amendment shall have been proposed at a previous meeting of this chapter, or by its Board of Managers; and provided further that detailed written notice of the proposed amendment shall have been sent to all members in good standing at least thirty days prior to the said meeting at which said amendment is to be voted upon, or prior to the date set for the counting of letter ballots.

By-Laws

ARTICLE ONE Officers

In addition to the general duties and powers which customarily appertain to their respective offices, the officers enumerated under Article Two of the Constitution of this Chapter shall have such duties as are hereinafter imposed, and such powers as are hereinafter granted or which may be delegated to them from time to time by the Board of Managers. (See attachment to these By-Laws for further responsibilities of Officers)

President: The President shall be the chief executive officer of this Chapter and shall exercise general control over the affairs of the Chapter under authority of the Board of Managers. He shall preside as Chairman at all Chapter meetings. He shall preside as Chairman of the Board of Managers, and shall have the right to cast his vote in their deliberations. He shall appoint all committees and instruct the Secretary to call all meetings of the Chapter and the Board, except as otherwise provided for in these By-Laws or in the Constitution of this Chapter. He shall make an annual written report to the Chapter at its annual meeting, near the end of his term of office and such annual report shall contain a summary of the more important administrative acts of the President and the more important administrative decisions of the Board of Managers during the past year.

First Vice-President: The First Vice-President shall, during the absence or incapacity of the President, perform all of the duties and exercise all of the powers of the President. He shall perform such other duties as may from time to time be assigned to him by the President, and he shall exercise such other powers as may from time to time be delegated to him by the Board of Managers.

Second Vice-President: The Second Vice-President shall, during the absence or incapacity of the First Vice-President, perform all of the duties and exercise all of the powers of the First Vice-President. He shall during the absence or incapacity of both the President and the First Vice-President, perform all of the duties and exercise all of the powers of the President. He shall perform such other duties as may from time to time be assigned to him by the President.

Secretary: The secretary shall serve as Secretary of the Board of Managers. At the direction of the President he shall call all meetings of the Chapter and of the Board. He shall keep a fair and accurate record of the proceedings of all meetings of the Chapter and the Board and shall turn such record over to his successor when he shall for any reason leave office. Under the direction of the President he shall conduct the general correspondence of the Chapter and of the Board.

Treasurer: The duties of this office shall include billing Chapter dues, fees and assessments as appropriate, but such billing may be delegated to the Treasurer of the New Mexico Society. The Treasurer shall receive all moneys paid into the Chapter's funds, and shall deposit the same in such depository as shall be designated by the Board of Managers. He shall make all disbursements of Chapter funds; his signature

alone being sufficient authority for all disbursements; provided however, that he shall secure from the Board of Managers prior authority for all disbursements save only minor and incidental current operating expenses. He shall keep a fair and accurate record of all funds and financial transactions of the Chapter, and he shall turn over such records to the Board of Managers at its last meeting prior to the end of his term of office. He may serve without bond, in the discretion of the Board of Managers.

Registrar-Historian: The Registrar shall examine all applications for membership, and shall make appropriate recommendations thereon to the Board of Managers. He shall have care and custody of all records of membership, and shall keep a complete register of the names, dates of birth, dates of admission, resignation, or death of all members admitted, together with pertinent information concerning applicants who are refused admission. He may serve as Chapter Historian; The Historian shall maintain a current history of this Chapter including: a chronological list of all officers who have served the Chapter, with their dates of service and their pertinent information, and insofar as possible a chronological account of the more important activities of the Chapter. Either or both posts may be left vacant if the pertinent duties are delegated to the corresponding state Officers.

Chaplain: The Chaplain shall be an ordained minister; provided that if there be no ordained minister available to serve from amongst the members in good standing of this Chapter, then a layman may serve; and provided further that in selecting such a layman the Nominating Committee shall give preference to godly men who are closely identified with the affairs of their church. He shall pronounce the Invocation and the Benediction at all Chapter meetings and upon other appropriate occasions and shall perform such other religious functions as shall to him seem proper, under the authority of the Board of Managers.

ARTICLE TWO

Board of Managers

The Board of Managers shall be composed of voting members as set forth in Article Three of the Constitution. In addition to the general duties and powers set forth in Article Three, the Board of Managers shall:

- (1) Review and audit the records of the Treasurer's before they are turned over to his successor.
- (2) Approve or disapprove all expenditures of Chapter funds, excepting only minor and incidental current operating expenses.
- (3) Appoint a Nominating Committee in accordance with Article Four of these By-Laws.
- (4) In the case of a vacancy of any office in this Chapter, or temporary disability of any officer to act, appoint a member in good standing to fill such vacancy until the next election, or during the temporary disability; as occasion requires, and except as otherwise provided for herein.
- (5) Investigate, if and as it deems proper, any application for membership that has not been approved (accepted) by the New Mexico Society.
- (6) Discipline or expel any member who by conduct disloyal to the ideals or prejudicial to the interest of the Sons of the American Revolution, shall render

himself unworthy of membership in this Chapter; provided the accused shall have had due notice and an opportunity to be heard.

(7) Meet in executive session upon the call of the President; provided that the Board may call itself into executive session without issuance of a call by the President, upon the written request of five of its members.

ARTICLE THREE Membership

Eligibility for membership shall be in accordance with Article Four of the Constitution of this Chapter. Any current years dues shall become delinquent if not paid on or before March 1st of the year in which they are payable. Any member of this Chapter who shall be delinquent in the payment of his dues shall cease to be a member in good standing, and shall lose his right to vote or to hold office. On March 1st the Treasurer shall give written notice to all members who have lost their good standing by non-payment of dues. Any member who shall continue delinquent in the payment of his dues shall after fifteen days written notice be dropped from the rolls of this Chapter. Any member who has been thus dropped from the rolls shall pay the current year's dues and the National and State Societies reinstatement fees, if any, in order to rejoin.

Any member may be disciplined or expelled from this Chapter by a two-thirds vote all members of the Board of Managers for conduct disloyal to the ideals or prejudicial to the interests of the Sons of the American Revolution and unworthy of a member of this Chapter; provided the accused shall have had due notice and the opportunity to be heard. The Board may initiate action on its own motion; and it shall thoroughly investigate written complaints against any member, which are signed by at least ten members in good standing, taking such action as seems to the Board appropriate.

ARTICLE FOUR Nominations and Elections

The officers enumerated in Article Two of the Constitution of this Chapter shall be elected by ballot at the annual meeting of the Chapter. Nominations shall be made in the following manner:

- (1) The outgoing president shall be the chairman of the Nominating Committee. He shall appoint at least four more members to the Nominating Committee no more of three which can be current officers or members of the Board of Managers. The Nominating Committee shall meet no later than November 15 and shall prepare in writing a slate of officers containing only one candidate for each office for the following year to which an election is to be made. This slate shall be presented at the annual meeting; provided however, that a copy of said slate shall be sent by the Secretary to each member of this Chapter along with the written notice of the annual meeting at least thirty days prior to the annual meeting.

- (2) The ballot shall provide space for write in candidates. There shall be no nominations from the floor. Winning candidates shall be determined by a plurality of votes cast by members in good standing.

ARTICLE FIVE Meetings

In addition to the annual meeting designated in Article Five of the Constitution of this Chapter, there shall be least six meetings of the Chapter each year. Said meetings are to be called by the President with the advice and consent of the Board of Managers. Written notice of such meetings shall be sent to each member at least five days prior to the meeting. Written notice of the annual meeting shall be sent to each member at least thirty days prior to the meeting. Special meetings may be called at any time by the President with the advice and consent of the Board of Managers, provided that at least five days written notice of such special meetings shall be sent to each member, and further provided that such written notice shall fully and clearly describe the special business to be transacted at said meeting; and provided further that no business other than that specified in the call may be transacted at any special meeting. The Pledge of Allegiance to the Flag of the United States of America and the Pledge to the sons of the American Revolution shall be recited by the membership at each Chapter meeting.

ARTICLE SIX Fees and Dues

Each member of this Chapter shall annual dues in accordance with Article Three of these By-Laws and Article Six of the Constitution of this Chapter. Annual dues shall be payable in advance in January of each year. Prospective members shall pay in advance fees and dues for the current year.

ARTICLE SEVEN Committees

Except as otherwise provided herein, the President with the advice and consent of the Board of Managers shall determine from time to time what committees are desirable for the proper implementation of the Chapter's activities. The President shall appoint said committees and he shall designate the Chairman of each such committee or leave them to elect their own chairman, as he may deem advisable.

ARTICLE EIGHT Quorums and Proxies

At any regular or special meeting of the Chapter, a quorum competent to transact all business properly coming before it shall be ten percent of the members in good standing appearing on the rolls of the Chapter at the time the meeting is convened. In order to cast a vote on any matter coming before such a meeting, a member must be in good standing and he must be present in person to cast his vote. There shall be no voting by proxy, either oral or written, except as otherwise provided in these by-Laws or in the Constitution of this Chapter. A plurality of the votes cast shall decide all issues.

At any meeting of the Board of Managers, except as otherwise provided for in these By-Laws or in the Constitution of this Chapter, five members of the Board shall constitute a quorum competent to transact all business properly coming before it, and a plurality of those present shall be required to resolve any issues. In order to cast a vote on any matter properly coming before the Board, a member must be present in person to cast his vote. There shall be no voting by proxy, either oral or written.

ARTICLE NINE Parliamentary Procedures

All Chapter meetings, Board meetings, and committee meetings of this Chapter shall be conducted in accordance with Robert's Rules of Order, in so far as this volume is not inconsistent with these By-Laws or with Constitution of this Chapter.

ARTICLE TEN Amendments

Use the same provisions as in Article Seven of the Chapter's Constitution.

Attachment to the Santa Fe Chapter By-Laws that further define Chapter Officers Responsibilities.

Locally Assigned Duties and Responsibilities of All Officers

1. Obtain copies of the Constitution and By-Laws of the New Mexico Society and of this Chapter of the Sons of the American Revolution, read and understand them, and be willing to work within the regulations of the Constitutions and By-Laws of these groups.
2. There will be a written list of duties and responsibilities for each office in the Chapter. When a member is nominated for an office, he should read, understand, and be willing to abide by the duties and responsibilities of his office.
3. If for any reason an elected or appointed officer cannot carry out the duties of his office, it is his responsibility to notify the President as soon as practical and be of help in obtaining a replacement for his position.
4. The outgoing officer will normally have a collection of papers, handbooks, etc., which are related to the job and which should be turned over to the incoming officer. The incoming officer should read the "inherited" material, keep that which will be needed during his term of office, and turn over to the Historian all items which may be of historic interest.
5. Whenever an officer's term of duty expires, he should turn over to his successor all records, handbooks, and other papers pertaining to the job. He should also cooperate with the new officer in every way and help him to become acquainted with his new duties.
6. Communication and cooperation between officers are basically important. Each officer should have a list of all other officers, his or her telephone numbers, and addresses. Meetings of the Board of Managers will be utilized primarily for better communication between officers, but there should, ideally, be additional communication directly between one officer and another.
7. It is recognized that certain individuals, because of their interest or experience, will choose to perform certain duties, which are not within their office's job description. When it is mutually agreeable and it is approved by the Board of Managers, officers may "switch" duties as herein outlined to improve the overall efficiency of the organization. Such changes of duty, however, will be approved for only one administration and should be reviewed at least annually.