

## **ARTICLE 1: NAME**

- 1.1 The name of the non-profit corporation shall be East European Genealogical Society Inc., herein referred to as the Society.

## **ARTICLE 2: OBJECTS**

- 2.1 The objects of the Society shall be:
  - 2.1.1 to acquire research resources, identify archival record sources and family history information, and exchange information between all those interested in pursuing east European family history and genealogy; and
  - 2.1.2 to reflect and promote a multicultural aspect of Manitoba, Canada, and North America through the participation of persons researching family history and genealogy of east European ethnic groups including Ukrainian, German, Polish, Czech, and others including the crosscutting of multiple religious and cultural groups including Jewish, Mennonite, Catholic, Lutheran, Orthodox, and others; and
  - 2.1.3 to encourage and promote ethical practices, scientific methods and effective techniques of genealogical research; and
  - 2.1.4 to publish and distribute books, periodicals, and other printed material as stipulated by the Society's bylaws.

## **ARTICLE 3: MEMBERSHIP**

- 3.1 Subject to approval of the executive, membership in good standing in the Society shall be acquired and maintained by persons or organizations whose membership (donation) fees are current.
- 3.2 Membership (donation) fees shall be proposed by the Council and ratified as a bylaw.
- 3.3 Each member in good standing shall be entitled to one vote on each question at any general membership meeting or vote by mail-in ballot.
- 3.4 Any special classes of membership shall be confirmed as bylaws.

## **ARTICLE 4: EXECUTIVE OFFICERS AND COUNCIL CHAIRS**

- 4.1 The **Executive Officers**, collectively known as the "Executive", shall be the directors of the Society and shall consist of:
  - 4.1.1 the **President** who shall direct the activities of the Society and who shall:
    - (a) preside over meetings of the executive, council, or general membership; and
    - (b) represent the Society and its membership; and
    - (c) except in the case of the Past President, and at the discretion of the remaining executive, appoint acting directors to the executive upon a permanent vacancy; and
    - (d) other duties as defined in the bylaws;and
  - 4.1.2 the **Past President** who shall provide direction and assistance to the President in directing the activities of the Society and who shall:
    - (a) assume the duties of the President upon the absence or inability of the President and Vice President; and
    - (b) act as Nominations Chairperson provided he/she agrees not to stand for nomination; and

- (c) act as advisor to the executive; and
- (d) attend council and executive meetings; and
- (e) other duties as defined in the bylaws;

and

4.1.3 the **Vice President** who shall provide assistance to the President in directing the activities of the Society and who shall:

- (a) assume the duties of the President upon the absence or inability of the President; and
- (b) attend council and executive meetings; and
- (c) other duties as defined in the bylaws;

and

4.1.4 the **Recording Secretary** who shall record the minutes of meetings of the executive, council, or general membership and who shall:

- (a) attend council and executive meetings; and
- (b) other duties as defined in the bylaws;

and

4.1.5 the **Treasurer** who shall maintain the financial records of the Society and who shall:

- (a) issue all cheques on the Society accounts; and
- (b) maintain banking accounts as may be called up in the bylaws; and
- (c) attend council and executive meetings; and
- (d) other duties as defined in the bylaws.

4.2 No person shall at the same time hold more than one executive office.

4.3 No person while not a member in good standing, shall hold any executive office.

4.4 The President, Vice President, Recording Secretary, and Treasurer shall be elected for a one-year term, which shall coincide with the fiscal year of the Society.

4.5 The executive office of Past President for the next fiscal year shall be assumed by the last person to have vacated the executive office of President.

4.6 The **Council** of the Society shall consist of members of the Executive and other Council Chairpersons to be appointed by the Executive.

4.7 Each Council Chairperson and their responsibilities shall be established in the bylaws.

4.8 Each Council Chairperson may strike committees to assist in undertaking their council responsibilities.

## **ARTICLE 5: FINANCES**

5.1 The fiscal year of the Society shall be from January 1st to December 31st.

5.2 All cheques issued by the Treasurer on the Society's banking accounts shall require the signature of any two executive officers.

5.3 All monies of the Society shall be kept in banking accounts as regulated in the bylaws.

**ARTICLE 6: EXECUTIVE ELECTIONS**

6.1 An executive election for the next fiscal year including the positions of President, Vice President, Treasurer, and Recording Secretary shall be held by mail-in ballot to all Society members in good standing with the election closing date, to be set by the executive, occurring in the month of November or December of the current fiscal year.

6.2 The Nominations Chairperson, normally the Past President subject to Article 4.1.2 (b), shall be appointed by the executive.

6.3 The nominations committee shall be appointed by the Nominating Chairperson and shall consist of members in good standing who agree not to stand for election.

6.4 A "Call for Nominations" for the positions of the Executive shall be made by mail to all Society members in good standing at least nine (9) weeks prior to the closing election date.

6.5 After the Call for Nominations are mailed, any member of the Society may submit the name of a nominee for any office of the Executive as long as the nomination is received on or before the closing date of the nominations in writing and to be accepted by the Executive the nominee agrees to stand for office.

6.6 The "Closing Date for Nominations" shall be exactly four (4) weeks after the postmark date of the Call for Nominations.

6.7 The Executive Election mail-in ballots shall be sent to the membership at least four (4) weeks prior to the election closing date and shall be returned on or before the election closing date.

**ARTICLE 7: MEETINGS**

7.1 Robert's Rules of Order shall be the standard for the conduct of all meetings.

7.2 Motions which are not in the form of a proposed bylaw, when passed at any meeting of the Society, shall become effective immediately providing they do not contradict existing bylaws and do not change the intent of an existing bylaw.

7.3 Motions passed at any meeting in the form of a proposed bylaw shall not become effective until ratified by a meeting of the executive officers.

7.4 Motions on proposed bylaws passed at executive meetings shall become effective immediately and remain in effect:

7.4.1 for the remainder of the fiscal year; or

7.4.2 until rescinded by another bylaw; or

7.4.3 until ratified as a bylaw by the membership using mail-in ballots; or

7.4.4 until superseded by an amendment to the constitution.

7.5 A quorum at executive meetings shall be a majority of the executive officers.

7.6 Each member of the executive present at an executive meeting shall be entitled to one vote on each question.

7.7 A quorum at council meetings shall be a majority of the total number of eligible votes according to Articles 4.6 and 7.8.

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- 7.8 Each person on the council present at a council meeting shall be entitled to one vote on each question even if he/she holds more than one chair.

### **ARTICLE 8: BYLAWS**

- 8.1 Bylaws passed by the executive shall only remain in effect for the remainder of the current fiscal year.
- 8.2 Bylaws shall be approved by a majority vote of all members in good standing by mail-in ballots in order to be effective beyond the current fiscal year.
- 8.3 Bylaw ballots shall be mailed to all Society members in good standing to be returned within four (4) weeks from the postmarked date of mailing.
- 8.4 Existing bylaws shall only be changed or replaced by passing a new bylaw.

### **ARTICLE 9: AMENDMENTS**

- 9.1 Amendments to the articles of this constitution shall be proposed in writing by:
- (a) one fifth (1/5) of the members in good standing; or
  - (b) thirty (30) members in good standing; or
  - (c) a unanimous vote of the executive.
- and shall be voted upon within sixty (60) days of the submission.
- 9.2 Amendments to this constitution shall require approval by a two-third (2/3) majority of votes cast by members using mail-in ballots and the votes cast shall represent a minimum of one fifth (1/5) of the total membership in good standing.
- 9.3 Amendments to the bylaws shall require affirmation by a majority of the ballots cast by members in good standing by mail-in ballot.

### **ARTICLE 10: DISSOLUTION**

- 10.1 The Society shall only be dissolved if incapable of conducting affairs according to this constitution or in the case of insolvency.
- 10.2 Prior to declaration of dissolution, the Society shall make every effort to contact all Society members in good standing and recent past members with the intention of resolving the reasons for the potential dissolution.
- 10.3 In the event of the dissolution of the Society, all assets shall be given to one or more non-share corporations or public institutions with genealogical, family history, east European studies, or archival heritage mandates who are qualified donees as defined in the Canadian Income Tax Act.
- 10.4 The decision to dissolve the Society and the details of dispersing of assets shall be decided by a majority of the last elected and remaining executive officers.

### **FIRST DIRECTORS**

President: Brian Lenius  
Vice President: Dave Olinyk  
Recording Secretary: Mavis Menzies  
Treasurer: Les Recksiedler

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March 13, 1996 (passed), January 3, 2009 (last amended)

### **EEGS BYLAWS**

- 1996-1 The corporation office and mailing address of the EEGS shall be located in Winnipeg, Manitoba, Canada.
- 1996-2 The library shall be located and maintained in Winnipeg, Manitoba, Canada.
- 1996-3 An Executive and Council *Positions Description Manual* shall be established and maintained.
- 1996-5 Local chapters of the EEGS maybe formed by approval of the EEGS council.
- 2008-2 The Executive may, at its discretion, from time to time, create emeritus positions.
- 2011-1 The membership fees and prices for other saleable items may be adjusted by the Executive as required.
- 2011-2 The archives of the Society's administrative materials shall be located and maintained in Winnipeg, Manitoba, Canada.
- 2011-3 The term 'mail' or 'mail in' within the EEGS Constitution shall also include e-mail.

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