



## **The Bylaws of The National Society of The Colonial Dames of America in the District of Columbia**

### **Article I**

#### **Name\* and Organization**

1. The Society shall be known by the name, style, and title of The National Society of The Colonial Dames of America in the District of Columbia. It constitutes the Domicile or Charter Society of The National Society of The Colonial Dames of America.
2. The Organization and Objects of this Society (hereinafter referred to as the Society), shall conform to those prescribed by the *Constitution* of The National Society of The Colonial Dames of America, and the *bylaws* of the Society shall be subject to the provisions of the *Constitution* and *bylaws* of The National Society, (hereinafter referred to as the *Constitution*).

\*The National Society of The Colonial Dames in the District of Columbia was incorporated in this District on May 20, 1892. It is the first and only “National Society” because it was incorporated under the National laws in the National Capital.

### **Article II Objects**

The objects of this Society shall be to collect and preserve manuscripts, traditions, relics, and mementos of bygone days; to preserve and restore buildings connected with the early history of our country; to educate our fellow citizens and ourselves in our country's history and thus diffuse healthful and intelligent information concerning the past; to create a popular interest in our Colonial history; to stimulate a spirit of true patriotism and a genuine love of country; and to impress upon the young the sacred obligation of honoring the memory of those heroic ancestors whose ability, valor, sufferings, and achievements are beyond all praise.

### **Article III Eligibility for Membership**

1. The membership of the Society shall be constituted exclusively of women of Colonial descent as provided in the *Constitution*, Article III.
2. A candidate for membership shall not be less than 18 years of age.
3. Any woman with an approved ancestor is eligible to be proposed for membership. **Article IV**

## **Board of the Corporate Society\***

1. The affairs of the Corporate Society (hereinafter referred to as the Society) shall be conducted by a Board consisting of Officers, Managers, and Committee Chairs.
2. The Board shall control the affairs and funds of the Society as authorized by law.
3. The Board shall transact all business of the Society set forth in these *bylaws* and all other business not otherwise provided for in the *Constitution* or the *bylaws* of the Society.
4. The Board shall meet within three weeks following the Annual Meeting of the Society and as often thereafter as necessary.

\* Corporate Society as defined in Article I of the *Constitution*.

## **Article V Officers and Managers**

1. The organization of the Board shall be as provided in the *Constitution*, Article V.
2. The Officers shall include a President, two Vice Presidents, a Recording Secretary, a Corresponding Secretary, a Treasurer, an Assistant Treasurer, a Registrar, a Parliamentarian, and an Historian. There shall be twelve Managers. All Officers of the Board shall be elected by the members of the Society as provided in the *Constitution*, Article V, Sections 2 and 3.
3. The President and Vice Presidents shall not serve more than four consecutive years in their respective offices.
4. In the event of an unexpected change of one of the Board officers, the National Society shall be informed.
5. The Board may elect an Honorary President, who has served as President. It may also elect an Honorary Vice President. Such persons, who have rendered extraordinary service to the Society, shall remain bona fide members of the Society.
6. The Board shall appoint a genealogist or genealogists who need not be a member of the Society.
7. In addition to the above officers and managers, the Board shall include the representatives to the National Society Museum Boards: Dumbarton House, Gunston Hall, and Sulgrave Manor.

## **Article VI Meetings**

1. The Society shall hold its Annual Meeting on the third Wednesday in May. The date may be changed at the discretion of the President and the Board.
2. General meetings of the Society may be held between September and May on any date during this period approved by the President and the Board.
3. A special meeting of the Society may be held at any time upon the call of the President or of a two-thirds majority of the present and voting Board.

## **Article VII President and Vice Presidents**

1. The President shall preside at all meetings of the Society and act as Chair of the Society's Board.

2. The President shall be an ex-officio member of all committees except the Nominating Committee.
3. In the absence of the President, a Vice President in order of precedence shall serve.
4. In the case of the death of the President or her inability to serve, a Vice President shall serve until the election of a successor at the next Annual Meeting.
5. Vice Presidents may serve as chairs or as active members of any committee.

#### **Article VIII Recording Secretary**

1. The Recording Secretary shall keep minutes of all the proceedings of the Society and maintain records of the minutes for annual transfer to the archives.
2. Together with the Presiding Officer, the Recording Secretary shall certify all acts of the Society and, when necessary, shall authenticate them with the seal. She shall have custody of all records of the Society not specifically assigned to the Registrar or to any other officer.
3. In the absence of the Recording Secretary, the Presiding Officer shall appoint a Secretary *pro tempore*. **Article IX**

#### **Corresponding Secretary**

1. The Corresponding Secretary shall oversee the general correspondence of the Society.
2. The Corresponding Secretary shall manage the annual publication of an up-to-date roster of all members of the Society, including each member's one qualifying ancestor and DC membership number and of all Courtesy Dames. Such roster shall also list the Officers, Managers, and Committees of the Society.

#### **Article X Registrar**

1. The Registrar shall perform all those duties conferred by the *Constitution*, Article V, Section 8.
2. The Registrar shall be custodian of all lineage papers of members. Access to these papers may be accorded only to duly authorized persons.
3. The Registrar shall issue invitations for membership and keep a register in which the name of each member of the Society shall be entered, together with the date of her enrollment, her registration number, her proposer and seconder, and the name of her one ancestor from whom eligibility is derived, his or her Colonial State, and the dates of his or her birth and death.
4. The Registrar shall notify the Board of all changes in membership, and she shall send a semi-annual report of such changes to the National Registrar.

#### **Article XI Treasurer**

1. The Treasurer, and in her absence the Assistant Treasurer, shall collect and take charge of the funds and securities of the Society and deposit them in such banking institutions as the Finance and Audit Committee shall select. Such banking institutions shall be

authorized to honor all checks drawn upon such accounts by the Treasurer, Assistant Treasurer, or the President.

2. The Treasurer is responsible for creating a proposed budget every year and for ensuring the Society stays within the approved budget.
3. The Treasurer shall render an account of current expenditures at each regular meeting of the Board.
4. The accounts of the Treasurer shall be reviewed annually by a qualified member. This may not be the Treasurer or Assistant Treasurer.
5. The Treasurer shall serve as Chair of the Finance and Audit Committee.
6. Every January, the Treasurer shall send a per-capita fee to the National Society.
7. The Treasurer shall oversee the annual filing with the IRS.
8. The Treasurer shall send out dues notices to all members at the beginning of the fiscal year and oversee the collection of the dues.

### **Article XII Parliamentarian**

1. The Parliamentarian is an expert in rules of order and the proper procedures for the conduct of Board Meetings. The Parliamentarian assists in the drafting and interpretation of *bylaws* and rules of order, and the planning and conduct of meetings based on the most current edition of *Robert's Rules of Order*.
2. She shall have custody of the seal and the Certificate of Incorporation.

### **Article XIII Historian**

The Historian shall prepare an Annual Report of the activities of the Society, which shall be sent to all members of the Society, National Officers, Presidents, and Historians of all the other Corporate Societies.

### **Article XIV Committees**

1. Standing Committees shall be responsible for the development of plans that support the Society's objects. Ad hoc committees shall be responsible for fulfilling the temporary purpose for which they were created.
2. The following Committees have been established through these *bylaws*: Finance and Audit, Historical Activities, Hospitality, Membership, Nominating, Patriotic Service, Program/Speakers, and Young Dames. Other Standing and Ad Hoc Committees exist to serve the smooth functioning of the Society.
3. The President may create Standing and Ad Hoc committees or retire existing such committees with a two-thirds vote of the Board, as the needs of the Society require.
4. With the exception of Finance and Audit and Nominating, the President shall appoint a Chair or Co-Chairs of each Committee, preferably selected from among the Managers of the Board. In turn, the Chairs of these Committees shall recruit members and engage them in the work of their committees.

5. The Finance and Audit Committee, appointed by the Board, shall be composed of the Treasurer as Chair, the Assistant Treasurer as Vice Chair, and one or more members of the Society. All projects, other than routine expenditures of capital funds, shall be referred to the Finance and Audit Committee, which shall have charge of the investment of funds, subject to the approval of the Board. Special assessments shall be voted upon by the Society at large. When the finances of the Society render it expedient, the Board shall seek outside advice for an annual financial review.
6. The Nominating Committee, chaired by the immediate past president, shall be composed of at least four members of the Society, not less than five months prior to the date of the Annual Meeting of the Society. Although she does not sit on the Nominating Committee, the current President should be consulted about incoming Officers, Managers, and Committee Chairs.
7. The Historical Activities Committee shall carry out the policies of the National Committee and assist the National Committee with its responsibilities for the Arlington Cemetery Service during Biennial.
8. The Patriotic Service Committee shall carry out the policies of the National Committee and assist the National Committee with its responsibilities for the Arlington Cemetery Service during Biennial. It is customary for this committee to host the annual reception, held at Dumbarton House, for the National Essay Contest winners sponsored by the National Patriotic Service Committee.

#### **Article XV Delegates to the National Council**

The Society shall be represented by five delegates and five alternates. One of the five delegates shall be the President of the Society, who shall appoint her own alternate and shall choose the remaining delegates and alternates with preference given to Board Members.

#### **Article XVI Membership (Admission, Transfer, Resignation)**

All members in good standing shall constitute the voting membership of the society. Other classifications are stipulated in the *bylaws*.

##### Admission of New Members

1. A member in good standing may propose and second candidates, including relatives, for admission to the Society.
2. A letter of proposal and a seconding letter from members of the Society, who know the candidate well, shall be addressed to the President and sent to the Chairman of the Membership committee. Each candidate must also submit a CV and/or personal statement. It shall be the responsibility of the proposer to see that the candidate is introduced to at least two members of the Board.
3. To conform to the Acts in Council, the Board may accept a candidate proposed by a member of another Corporate Society, subject to her finding a seconder within the DC Society and being introduced to at least two additional members of the Board.

4. The Membership committee shall review each file for completeness and consider each candidate. Following such review, the Chairman of the committee shall present the name of an appropriate candidate to the Board for election in accordance with the Constitution, Article V, Section 5.
5. When favorable action is taken, the Registrar shall send the candidate a formal invitation to membership.

Transfer. . . from another society

1. A Colonial Dame, in good standing with her original state society, who moves to the Washington area on a permanent basis, may become a member of the DC Society at any time at the invitation of the Board. Such person's lineage papers, approved by her former Society, shall be accepted without further verification, and she shall not be subject to any initiation fee by the DC Society.
2. A Colonial Dame living in the Washington area on a short-term basis and in good standing with her original state society may be accorded the privileges of the DC Society, but she shall not have the right to vote or to hold office. This person shall be known as a "Courtesy Dame." She may transfer permanently to the DC Society at any time.

Transfer. . . to another society

Members of the Society wishing to transfer to other Societies shall be given this privilege in conformity with the rules of the Society to which they are requesting transfer. It shall be understood that the transfer of a candidate shall not become effective until she has been accepted by the Society into which she has asked to be transferred. No part of the initiation fee, life membership fee, or annual dues, which have been paid to the Society shall be refunded.

#### Emeritus Membership

A DC Dame in good standing who has been a faithful member of the Society and who, because of age or infirmity, can no longer participate in a normal manner may be considered for Emeritus status at the recommendation of a member of the Executive Committee of the Board of Managers. Such a person would not pay dues, could not vote and could not propose candidates for membership in the Society. Election to this status shall be by a two-thirds vote of the Board of Managers.

#### Resignations

1. Resignation from the Society shall be sent in writing to the Registrar and shall become effective upon acceptance by the Board. The Registrar shall send written notice of such acceptance to the resigning member, the Treasurer, and to the Corresponding Secretary. A member may only resign if in Good Standing, that is to say she has paid her annual dues prior to resignation.

1. A member may be dropped for non-payment of dues. All dues must be paid by November 15th of the calendar year; if unpaid at that time, that member may be dropped from Membership.

To reinstate in the future would require a penalty payment of \$100 plus the regular year's dues. The Registrar will notify a member if they have been dropped from Membership, as well as the President, the Treasurer, and the Corresponding Secretary.

### **Article XVII Elections**

1. Members of the Nominating Committee shall solicit recommendations from the Board and select one or more candidates for each office to be filled.
2. The proposed ballot of incoming Officers, the Board of Managers, and Committee Chairs shall be emailed to all members not less than one month prior to the Annual Meeting of the Society. Members shall vote the ballot online but have the option to print it and return it to the Chair of the Nominating Committee before the Annual Meeting.
3. The results of the election shall be announced at the Annual Meeting and the new Officers, Managers of the Board, and Committee Chairs installed.

### **Article XVIII Initiation Fee and Annual Dues**

1. The Initiation Fee shall be set by the Board. A genealogist's fee, if any, shall be paid by the candidate.

1. Annual dues and fees for Courtesy Dames and Associate Members shall be set by the Board. The

Treasurer shall send out a dues notice in the spring of each year with a reminder sent in the early fall setting a deadline of November 15.

2. If a member neglects to pay dues by November 15th, she may be dropped from the roll; or an additional fee of \$50, payable before December 15th, will be required for her to remain an active member. This guideline does not prevent the President, Treasurer, or members of the Finance and Audit Committee from making a follow-up phone call to ascertain the cause of this delinquency before making the final decision to drop a member.

1. There shall be no dues for an Emerita Member, and any such person shall not be counted in the annual fees for the National Society.

### **Article XIX Order of Business**

*Robert's Rules of Order Newly Revised* shall be the parliamentary authority in all cases to which they are applicable and in which they are not inconsistent with any special rules of order the Society may adopt.

### **Article XX Change of Address**

It shall be the duty of each member to inform the Corresponding Secretary, Registrar, and Treasurer of any change of contact information.

## **Article XXI**

### **Insignia, Seal, and Certificate of Membership**

1. The insignia, or distinctive badge of the Society, shall be that prescribed by the *Constitution*, Article VI, encircling which shall be the Official Title of the Society.
2. The issue and use of the badge shall be as prescribed in the *Constitution*, Article VI.
3. The seal of the Society shall be a crown, over crossed palms, backed by diverging rays and encircled by

a scroll bearing the official title: “The National Society of The Colonial Dames of America in The District of Columbia.”

4. The seal is the responsibility of the Parliamentarian and shall be kept in the Archives of the DC Society.
5. The form of the certificate of membership shall be as provided in the *Constitution*, Article V, Section

11.

### **Article XXII Amendments**

1. *Bylaws* may be amended by a two-thirds vote of the present and voting Board of Managers upon the recommendation of the Parliamentarian.
2. Any proposed changes to the *bylaws* must be sent to the Board of Managers for review at least one month before a Board Meeting.

### **Article XXIII Dissolution of the Society**

Upon the dissolution of the Society or the winding up of its affairs, the assets of the Society shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

Note that with the exception of the word “Society,” this statement is the same as Article XXI, Section 4 of the *Bylaws* of the NSCDA.

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