

MICHIGAN SOCIETY
SONS OF THE AMERICAN REVOLUTION



CONSTITUTION
AND BYLAWS

Published April 22, 2009
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Michigan Society
Sons of the American Revolution

CONSTITUTION AND BYLAWS

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Michigan Society
Sons of the American Revolution

CONSTITUTION

Article I – Name

The name of this organization shall be the Michigan Society, Sons of the American Revolution, in accordance with the charter granted by the National Society, Sons of the American Revolution, dated 18 January 1890.

Article II – Objectives

The objectives of the Michigan Society are declared to be patriotic, historical, and educational, and shall also include activities designed to perpetuate the memory of those Patriots who gave of their services and sacrifices during the war of the American Revolution.

To unite and promote fellowship among their descendants and to inspire them and the community-at-large with a more profound reverence for the principles of the government as founded by our forefathers.

To encourage historical research in relation to the American Revolution, and to acquire and preserve the relics and records of individual services of Patriots, and to identify specific areas of conflict with appropriate memorials.

To celebrate anniversaries of prominent events of the War and the Revolutionary period.

And further, to foster true patriotism and to maintain and extend the institutions of our American freedoms, and to pursue the purposes as expressed in the preamble of the Constitution.

Article III – Membership

Membership in the MISSAR shall be open to any male who has proven to be a lineal descendant of a person who supported the cause of the American Revolution, and has

been accepted by the NSSAR, in accordance with the current NSSAR Handbook, as amended.

Dual memberships are available to members of the Michigan Society.

Century Club Membership is also available to members of the MISSAR.

All members of the Sons of the American Revolution, other than current and former Officers, shall be addressed as "Compatriot" by fellow members.

Article IV – Governance

The MISSAR shall have the power and authority to regulate all affairs within its jurisdiction, subject to the provisions of the NSSAR Constitution and Bylaws, and NSSAR Handbook, as amended.

The Board shall direct the activities of the Michigan Society, and its chapters, by establishing policies, having the right to approve applications for new membership, approving annual budgets, approving members appointed to all Standing Committees and accepting or rejecting reports from all committees.

The Board shall not have the authority to dispose of, disperse, or distribute any of the General Fund belonging to the Michigan Society, or incur any liabilities historically usual, and ordinary other than for current expenses, unless specifically ordered to do so by the general membership at the Annual meeting, or by an affirmative vote by no less than twelve (12) members of the Board present at a regular or special meeting.

The President shall serve as Chairman of the Board.

The members of the Michigan Society shall elect the following Officers to serve for one year terms: President, First Vice President, Second Vice President, Secretary, Treasurer, Registrar, Genealogist, Chancellor, Chaplain, Historian, and DAR/C.A.R. Liaison. The members shall also elect, as Trustees, fourteen (14) members who are not MISSAR or National Officers. The Trustees also will be elected to serve one-year terms. The MISSAR Officers and Trustees, and, in addition, the MISSAR National Trustee and Alternate National Trustee, other MISSAR members who are National Officers, will thus consist of a total of up to twenty-eight (28) members, 11 Officers, 14 MISSAR Trustees, The National Trustee, Alternate National Trustee and the Immediate Past President. (This number excludes the effect of persons holding more than one position and the National Officers other than the National and Alternate National Trustee.)

Further, Chapters may send to the Board of Managers Meetings an Alternate Trustee to act in behalf or/in place of an Elected Trustee, provided that the Board of Managers approves the Alternate Trustee prior to the Business Portion of the Board of Managers Meetings.

The principal of the Memorial Fund shall not be reduced except by approval of 75% or more of the members present at an annual meeting.

Article V – National Officers

Section 1. National Trustee and Alternate National Trustee

The Michigan Society shall be represented by a National Trustee who shall serve as a liaison between the Michigan Society and the National Society.

The National Trustee should be a person who has proven capabilities of leadership and dedication to the Society.

A Compatriot who is nominated for and elected to the position of Trustee and/or Alternate Trustee must agree to fulfill the duties and responsibilities as set forth in the Michigan Society Bylaws, Article V – Section 1.

The Michigan Society shall also be represented by an Alternate National Trustee in the event the National Trustee is unable to serve.

Section 2. Delegates to the National Congress

The Michigan Society shall be represented by a delegation, the size of which is determined by guidelines of the National Society.

Section 3. Vice President General – Great Lakes District

The Great Lakes District shall be represented at all specified National Society activities by a Vice President General.

By tradition and by gentlemen's agreement, the selection of a Vice President General nominee for the Great Lakes District is rotated on an annual basis between the various State Societies within the district.

Each Vice President General shall seek in every manner to promote the interest and activities of the National Society and the State Societies; sponsor and conduct a District meeting to help achieve these goals, through the cooperation of all State Societies within his District; encourage the formation of new Chapters and the enrollment of new members; and perform such additional duties within his District concerning the affairs of the Society as may be delegated or assigned to him from time to time by the President General, Executive Committee or Board of Trustees.

Article VI – Executive Secretary

The MISSAR Board of Managers may employ an Executive Secretary and shall establish the terms of employment, salary, and benefits. The Executive Secretary shall be under the direction of the MISSAR President for all accountability and reportability.

Article VII – Meetings

Section 1. Regular Board of Managers Meetings

The Board of Managers of the Michigan Society shall conduct not less than four (4) regularly scheduled meetings each year. Regular meetings of the Board have traditionally been held on Saturday mornings. The Board Meeting is usually held just prior to the Annual Meeting, and primarily for the purpose of receiving the report of the Nominating Committee.

Additional regular meetings may be scheduled for social and/or business purposes.

Regular Board meetings will be scheduled for various locations within the state. The local chapters will act as hosts for such meetings. The MISSAR president will establish the meeting dates and places after discussions with the chapter presidents. In the event that a Chapter defaults, the Board of Managers will host the meeting.

Section 2. Special Board of Managers Meetings

A special meeting of the Board may be called by the President for specific subjects for consideration.

A special meeting of the Board may also be called upon a written petition by at least five (5) members of the Board for specific subjects for consideration.

Special Meetings may be held at a specific physical location. They may also, however, be held via telephone, or other electronic means, with the President or his designee(s) calling the individual Board of Managers' members and discussing with them the specific subject(s) under consideration. If a vote is required, the voting may be done by mail. If necessary due to timing constraints, however, the votes may be taken over the phone, votes taken over the phone to be confirmed in writing to the Secretary.

Section 3. The Annual Meeting

There shall be an Annual Meeting of the Michigan Society, open to all members, scheduled for the third Saturday in April, or as near that date as practical.

The Annual Meeting shall provide the forum for the presentation of medals, awards and special recognition of members.

The Annual Meeting shall provide all members the opportunity to review the status of the Society; to elect new Officers and trustees; to nominate candidates for National Trustee, Alternate National National Trustee, and Vice President General-Great Lakes District; to decide which candidates for national office should be supported by the MISSAR; to act on proposed changes to the MISSAR Constitution and Bylaws; and to conduct other business that requires the approval of the membership.

Section 4. Special Meeting of Society Members

A special meeting of the Society membership in addition to the Annual meeting shall be called by the President when directed to do so by the Board. A special meeting of the Society membership shall also be called by the President when requested to do so by a written petition signed by no less than ten (10) members of the Society. Special meetings of the Society shall be called for consideration of specific items of business.

Article VIII – Finance

Total outlays for any fiscal year shall not exceed total receipts for that fiscal year, unless three-fifths of the whole number of the Board of Managers shall provide for a specific excess of outlays over receipts by a rollcall vote.

Total receipts shall include all receipts (including attributable interest) of the Michigan Society except those derived from borrowing. Total outlays shall include all outlays of the Michigan Society except for those for repayment of debt principal.

MISSAR accounts for its activities by use of two funds as follows:

1. Memorial Fund, the principal of which shall not be reduced except as provided.
2. General Fund, which is composed of restricted and non-restricted funds.

All dues and fees for the National Society shall be established by that organization independent of the Michigan Society. All dues and fees for the operation of the Michigan Society and local Chapters under the jurisdiction of the Michigan Society shall be established and amended as necessary by the Board of Managers of the Michigan Society.

Special programs, such as the Perpetual Life Member, Century Club, and Life Service Award shall be established and funded according to terms as set forth by the Board of Managers.

All dues and fees shall be due on a date as established by the Board of Managers and in conjunction with requirements as set forth by the National Society.

The Michigan Society shall be responsible for the collection of all dues and fees from the membership. Portions of dues designated as Chapter and National must be redistributed accordingly by the Michigan Society.

Membership in the Michigan Society shall terminate upon the failure to pay all dues and fees by due date.

Article IX – Local Chapters

The Michigan Society Board of Managers may grant, upon written petition, a charter to establish a Local Chapter to ten (10) or more members of the Society who reside in an area where the organization of a new Chapter would not encroach upon the territory of existing Chapters. Further, the Board may split an existing Chapter and create a new Chapter if formally petitioned to do so and if such action is both prudent and agreeable to all parties concerned.

Local Chapters shall adopt their own Constitution and Bylaws consistent with the general provisions of the Society's Constitution and Bylaws. Such Constitutions shall not include a description of "territory of jurisdiction" and must be approved by the Michigan Society Board of Managers.

Local Chapters shall elect their Officers and Board of Managers, and shall conduct meetings and other activities consistent with the Objectives of the Society.

Local Chapters may establish their own additional dues, above the amount of Chapter dues established by the Michigan Society, as necessary to support the operation of their own programs.

Members are encouraged to support and participate in the Society Board of Managers meetings, and also are encouraged to invite the Board to hold meetings in their areas and to serve as hosts for such meetings.

In the event Local Chapters fail to function according to the conditions as set forth in the original charter, the Michigan Society Board of Managers shall have the authority to declare the Local Chapter as inactive. All assets and property of the Local Chapter shall be surrendered to the Michigan Society. Every effort shall be made to reorganize and reactivate any Chapter that has become inactive.

Article X – Medals and Awards

SAR medals and awards that are available to SAR members and non-members are described in the current NSSAR Handbook, and all NASSAR rules, regulations and policies shall be adhered to by the Michigan Society and its Chapters awarding medal and awards.

Article XI – Committees

The Michigan Society, as governed by the Board of Managers, requires the guidance provided by various Committees established to make recommendations as to policy, and

for the efficient administration of the Societies business.

There shall be established two (2) types of Committees: Standing and Special.

1. Standing Committees – These Committees are appointed by the President and approved by the Board of Managers and preferably Chaired by a current or past Officer of the Society, on a perpetual basis. These Committees shall be, but not necessarily limited to, the following:
 - a) Membership
 - b) Program and Special Activities
 - c) Public Relations and Publicity
 - d) Genealogy
 - e) Finance and Audit
 - f) Medals and Awards
 - g) Boy Scouts
 - h) Grave Marking
 - i) Committee Emeritus
 - j) Web site

2. Special Committees – These Committees are formed for short-term specific projects, and are usually appointed by the President with approval by the Board.

The Chairmen of all Standing Committees shall prepare reports of their activities for presentation at the Annual meeting, except for Committee Emeritus.

Expenses for Committee activities shall be included in the Michigan Society budget, including the use of monies specified by Century Club membership.

Article XII – Nominations

The MISSAR president shall propose a nominating committee and its chairman by September 15th of each year. At the next MISSAR meeting, Board approval of the committee membership and its chairman, as proposed by the president or as revised by the Board, shall be obtained.

The Committee shall be comprised of three (3) members, including the chairman. Neither the chairman nor the other members of the committee shall currently be serving as officers of the Society. The president of the Society, however, shall be an ex-officio member of the committee, but he shall not have a voting right. It is recommended that the

committee obtain the advice of all the current chapter presidents regarding potential candidates.

The Committee shall develop its slate of candidates and distribute it to the membership as an attachment to the announcement of the Annual Membership Meeting.

Articles XIII – Removal from Office

A member of the Michigan Society may be removed from Office or from the Board of Managers for sufficient cause other than non-payment of dues, death, or resignation.

Sufficient cause for removal shall be, but not limited to, the following:

1. Acts in derogation of the organization, our country, or a fellow Compatriot.
2. Acts inconsistent with the purpose of the organization.
3. Failure to abide by the stipulations of the Constitution and Bylaws of the Society or the NSSAR.

Article XIV – Dissolution

At such time the Michigan Society can no longer function under the terms of the Charter granted by NSSAR, or is unable to comply with the terms as outlined in the NSSAR Constitution and Bylaws, the Society shall be considered to be inactive and dissolved.

All assets and property including the original Charter belonging to the Society shall then revert to the NSSAR.

Article XV – Amendments

This Constitution and these Bylaws may be amended or repealed, in part or in whole, as determined to be necessary by the Board.

Michigan Society
Sons of the American Revolution

BYLAWS

Article I – Objectives

Members of the Michigan Society shall, whenever possible, participate, either individually or as a delegation, in civic and patriotic activities and especially in conjunction with National holidays.

Members shall participate in the search for and the identification of gravesites of Revolutionary War Patriots and the honoring of same.

Members shall participate in the democratic process, and shall oppose any efforts made by either individuals or organizations bent upon the weakening of or dissolving of, our established systems of justice.

Further, members shall oppose any efforts made from within or without to subvert the government of the United States of America.

Article II – Membership Requirements

Applications for membership in the National Society being made by residents of the State of Michigan shall be submitted to the Michigan Society.

Section 1. Applications for membership and types/classifications of membership in accordance with current NSSAR Handbook shall be made by the National Society.

Section 2. A completed original of the official SAR application (the master copy) and a copy of the master copy must be submitted. All signatures must be in black ink.

Section 3. Supporting documentation must cite specific references that would prove the applicant to be a lineal descendant of a person who supported the cause of the Revolution.

Section 4. Both completed forms along with one (1) copy of supporting documentation and a check in the amount of the prescribed admission fee made payable to "Michigan Society, Sons of the American Revolution (MISSAR)," shall be submitted to the Secretary of the Michigan Society for processing and forwarding to the Registrar General.

Section 5. Applications for membership and/or supplemental membership in the Michigan Society submitted by lineal descendants of present or former members of the National Society must complete the entire application form. Supporting documentation required need only be that which would prove the relationship of the applicant to the present or former member.

Membership applications submitted by lineal descendants of a present or former member of the DAR, or a lineal descendant of a former member of the C.A.R., must also complete the entire application form. Supporting documentation shall also include copies of approved reference membership application forms in those Societies.

Section 6. After review and approval by the Registrar, the original application forms and one (1) copy of all supporting documents shall be directed to the Secretary of the Michigan Society for processing. The Secretary shall sign and forward the original application form with supporting documents and the applicable fee to the Registrar General for approval. The Secretary shall retain one (1) copy of the application form in a permanent file.

Section 7. Final Approval by the National Society will result in the assignment of a national serial number and the issuing of a certificate of membership. Certificates are received by the Secretary of the Michigan Society for required signatures and then transmitted to local Chapter Presidents for presentation at an appropriate occasion.

Section 8. In the event an application for membership is rejected by NSSAR, the application form, all supporting documentation, and all pre-paid dues (chapter, state and national) shall be returned to the applicant in a manner determined by the NSSAR and MISSAR. The refund of pre-paid dues shall be accompanied by an explanation for the NSSAR rejection and any recommendations for corrective action for re-submission of the original membership application.

Section 9. Members of the Michigan Society are normally "assigned" to local Chapters by the Secretary based upon residency location. Those Chapters having specific jurisdictional geographic areas established by charter will automatically receive the new member. The exception to this procedure occurs when a new member specifically states his desire to be assigned to a certain local Chapter despite the location of his current residency.

Section 10. Members of the Michigan Society may request dual membership with another State Society by completing the required forms and submitting same to the

Secretary of the Michigan Society for transmittal to the National Society. Members are required to pay but one (1) National Society dues; however, they are required to pay dues for both State Societies and Local Chapters as may be the case.

Section 11. Use of the Perpetual Life Fund shall be restricted as follows: each year, National, State and Chapter dues shall be paid for living Perpetual Life Members. Any balance of earnings shall be added to the Perpetual Life Fund principle upon motion and approval by the Board of Managers at any meeting.

Section 12. Members of MISSAR may become members of the Century Club by donating \$100.00 or more to the Century Club Fund for use in any specified activity of MISSAR.

Section 13. Members of the Michigan Society are eligible for Life Service membership after being a paid member for a continuance period of forty (40) years, and as such, payment of all future annual SAR dues (National, State Society, and local Chapter) shall be paid by MISSAR for the balance of his lifetime.

Article III – Officers Duties and Responsibilities

The duties of the elected Officers of the Michigan Society shall be such as usually appertain to their respective offices, and in addition to such other duties as directed by the Board of Managers.

Each Officer shall submit a summary report of his Society activities at the Annual meeting, and at such other times as requested by the President or Board.

Section 1. The President shall act as Chairman of all meetings of the Michigan Society, and shall maintain supervision over the business and social activities of the Society. He shall appoint all committees, unless otherwise provided for, and shall serve as a member on all Standing Committees. He should endeavor to attend and participate in the activities of the National Congress. He shall also endeavor to attend the Annual meetings of all State Societies of the Great Lakes District societies especially when the Vice President General of the Great Lakes District is a member of the Michigan Society.

At the first Board meeting following the Annual meeting, the newly elected President shall submit to the Board for approval, a list of names of three (3) Compatriots who have agreed to serve as a Nominating Committee. Current Officers may not serve on the committee.

In the event the Society hires an Executive Secretary, the President shall direct the activities and responsibilities of that employee.

In the event of the permanent incapacitation, resignation, removal from office, or death of the President, the First Vice President shall thereupon assume the duties of the President for the remainder of the term of office.

Section 2. The First Vice President shall perform the duties of the President in his absence, or by his request, or by direction of the Board. The First Vice President shall consult with and assist the President in all official matters, and shall also act as a liaison between the President and the Chairmen of various appointed committees and also to the Board. The First Vice President shall also serve as Chairman of the Membership Committee.

In the event of the permanent incapacitation, resignation, removal from office, or death of the First Vice President, the Second Vice President shall thereupon assume the duties of the First Vice President for the remainder of the term of office.

Section 3. The Second Vice President shall perform the duties of the First Vice President in his absence or by his request, or by direction of the Board.

One of the primary duties of the Second Vice President is to act as General Program Chairman and, as such, shall appoint a Program Chairman for each of the activities of the Michigan Society. He shall also coordinate the programs hosted by local Chapters. He shall specifically be responsible for arranging the February meeting of the Board of Managers.

In the event of the permanent incapacitation, resignation, removal from office, or death of the Second Vice President or any other Officer other than the President and First Vice President, the President shall appoint, with Board approval, a member to serve for the remainder of the term.

Section 4. The Secretary shall conduct the general correspondence of the Society and keep records thereof. He shall notify all qualified and accepted candidates of their election, and perform such other duties as the Board may assign to him.

He shall have custody of the Certificate of Incorporation, Constitution & Bylaws, and other historical documents and records of the Society other than those items specifically entrusted to other Officers.

He shall conduct all correspondence between the Michigan Society and the National Society regarding both regular and supplemental membership requests.

He shall notify all new members of their acceptance, and in addition, shall provide a list of delegates' names to the Annual Congress, and further shall maintain an annual record of members that have secured new members for the Society.

He shall report at the Annual meeting of the Society, the names of all new members, in addition to those members who have dropped due to resignation, death or non-payment of dues.

The Secretary shall maintain accurate written records of all Michigan Society meetings, and shall report to the Board the results of all resolves and votes affecting each item of business.

The Secretary shall determine if a quorum is present to conduct the business of the Michigan Society, and to advise the Chair accordingly.

If the Secretary is absent for any meeting, the President may appoint an experienced member to record the business activity.

All records of the Michigan Society for the past two (2) years shall be stored in a convenient location with ready access. All other permanent records of the Michigan Society should also be placed within an archival type facility within a reasonable time.

In the event the Michigan Society chooses to employ an Executive Secretary, the various duties between the Secretary and Executive Secretary shall be directed by the President.

Section 5. The Treasurer shall have responsibility over the safe keeping, depositing, and disbursing of all collected funds and securities of the Michigan Society. Records of all such transactions shall be as directed by the Finance Committee.

- A. All funds shall be deposited in the name of the "Michigan Society, Sons of the American Revolution," and in such accounts and depositories as approved by the Board.
- B. Disbursements under \$500.00 shall be made by check, signed by the Treasurer. Disbursements over \$500.00 shall be made by check, signed by the Treasurer and one other of the following persons: President or Secretary. In the event the Treasurer is temporarily incapacitated, checks shall be signed by two (2) of the above persons.
- C. Checks shall be issued only upon receipt by the Treasurer of proper documentation of an expense in the conduct of business of the society.
- D. The annual accounting period of the Michigan Society is twelve consecutive months beginning January 1 and ending December 31. The Treasurer shall establish and maintain financial accounts accordingly.
- E. The Treasurer shall provide at each regular meeting of the Board a written fiscal statement clearly showing the status of all funds and accounts of the Michigan Society as of the last day of the month prior to each regular meeting of the Society, and prior to each regular meeting of the Board.
- F. The Treasurer shall provide to all members present at the Annual Meeting a written fiscal statement clearly showing the current status of all funds and accounts of the Michigan Society.

Section 6. The Registrar shall review all applications for membership and/or supplemental membership in the Society. He shall also review all supporting documentation for accuracy against established references. Upon his approval of an application, he shall transmit all applications, supporting documents and the admission fee to the Secretary of the Michigan Society for transmittal to the Registrar General for final approval.

The Registrar shall report on the status of all current applications to the Board of Managers.

In the event the Registrar, with the assistance of the Genealogist, is unable to verify the genuineness or the accuracy of the supporting documentation, he must promptly return the application papers, supporting documents and admission fee to the applicant. He shall also provide the applicant with reasons for the rejection and offer suggestions and/or recommendations that may cause the documents to be accepted upon correction and resubmission.

The Registrar shall serve as a member of the Genealogy Committee.

Section 7. The Genealogist shall perform his duties in a similar manner as outlined in the National Society handbook. He shall assist the Registrar regarding questions on applications for membership and/or supplemental membership. He may serve as a point of appeal in the event the Registrar has rejected an application.

The Genealogist shall serve as Chairman of the Genealogy Committee, and the opinion of the committee regarding specific points of question shall stand unless over-ruled by the National Society.

The activities of the Genealogist are meant to assist the Registrar in confirmation of source materials, etc.

Section 8. The Chancellor shall preferably be an Attorney-at-Law. The Chancellor shall submit opinions regarding legal matters affecting the Society when such opinions are requested by the Board.

The Chancellor shall serve as Chairman if a Committee is appointed to review and amend, if necessary, the Constitution and Bylaws of the Michigan Society.

Section 9. The Chaplain shall preferably be a man of the cloth. The Chaplain shall open and close all meetings of the Society with a prayer and remind all members to rededicate themselves to God and Country.

The Chaplain may conduct funeral services for deceased members in accordance with established National Society procedures, if so requested by the surviving family.

If the Chaplain is absent at a Society meeting, the President may appoint a member to give the invocation and the benediction.

Section 10. The Historian shall maintain records in the form of written articles and photographs that concern the activities of members and the Michigan Society on an annual basis and in a scrapbook format.

The Historian shall assemble all data in a suitable file together with a summary of the material contained. Such material shall be, but not limited to the following:

- A. Names of all Officers and members of the Board of Managers, and Committee Chairmen.
- B. A membership Roster.
- C. Names of Compatriots deleted by death, etc.
- D. Copies of each meeting notice, agenda, and minutes of same.
- E. A record of all medals and awards presented by the Michigan Society or by the President.
- F. A list of names of Compatriots who served as delegates to the National Congress, and those who may have served on various national Society committees.
- G. A copy of the Treasurer's annual statement.
- H. Details regarding unusual activities, events, accomplishments, and projects in which the Society participated.
- I. The Historian shall annually deposit all designated archive materials of MISSAR with the approved archive depository at the State of Michigan Library, Lansing, MI.

The Historian shall present the current file to the newly elected Historian at the Annual Meeting.

Section 11. DAR/C.A.R. Liaison has the responsibility to maintain a close working relationship with the DAR and C.A.R. organizations.

In order to maximize the potential source for new members for the Michigan Society, the Liaison officer shall become acquainted with the Officers in the DAR and C.A.R. and each organization. The Liaison officer shall also participate in C.A.R. State meetings to apprise C.A.R. seniors as to how very easy it is for them to become SAR members.

C.A.R. rosters should be carefully reviewed and names of potential SAR members shall be forwarded to local Chapters for follow-up.

Article IV – Governance

The Board of Managers is elected to serve as the governing body of the Michigan Society, and as such, they shall be responsible for, but not limited to, the following:

1. Meet no less than four (4) times per year.
2. The financial well being of the Society.
3. Approve an annual balanced budget and authorize expenditures within the adopted budget.
4. Approve or reject applications for membership and/or supplemental membership.
5. Direct the President to appoint special committees, as necessary, to advise and make recommendations to the Board.
6. Approve the establishment of meeting dates, places, and program content as recommended by the General Program Chairman.
7. Employment of an Executive Secretary, if deemed necessary, and establish working conditions and remuneration for same.
8. Approve the methods by which all funds are collected, received and deposited, and also the designation of specific depositories.
9. Establish Standing Committees, and approve of or disapprove of appointments to all Special Committees.
10. Call special meetings of the Board as necessary or as petitioned to do so, or as requested by the President to discuss a specific item of business.
11. Approve the establishment of new or reorganized local Chapters and the granting of Charters accordingly.
12. Take the necessary administrative action to process the reorganization of or dissolving of a local Chapter and the transfer of all assets of a dissolved Chapter to the Michigan Society if deemed necessary.
13. Remove from office and/or membership in the Michigan Society due to:
 - a) Failure to pay established dues and fees.
 - b) Acts inconsistent with the objectives of the Michigan Society.
 - c) Acts in derogation of our Country, our Society, or our fellow Compatriots.
 - d) Failure to abide by the regulations as set forth in the Constitution and Bylaws of the Michigan Society.
14. Accept resignations from office and/or membership.
15. Approve or disapprove proposed slate of nominees presented by a Nominating Committee.
16. Direct to revise, as necessary, the Constitution and & Bylaws of the Michigan Society.

Article V – National Officers Duties and Responsibilities

Section 1. National Trustee and Alternate National Trustee. The Michigan Society shall propose nominees to the National Society in accordance with established National Society procedures and timetables.

A nominee is selected by the Michigan Society and then elected at the National Congress to serve for a one (1) year term. Once elected, a National Trustee should serve as follows:

- a. Perform the duties and responsibilities as outlined in the National Society handbook.
- b. Attend all Michigan Society meetings.
- c. Assist the President of the Michigan Society when hosting National Society Officers.
- d. Attend Great Lakes District and annual meetings, particularly when the Vice President General is a member of the Michigan Society.
- e. Attend all called meetings of the National Trustees as the representative of the Michigan Society.
- f. Advise the National Chairman of the Resolutions Committee, in writing, of any adopted resolutions submitted by local Chapters or the Michigan Society for consideration at the National Congress.
- g. Keep the Michigan Society Board of Managers informed by submitting a written report detailing all business enacted and actions under consideration by the National Board of Trustees.

The Alternate National Trustee shall serve in a like manner whenever the National Trustee is unable to attend specific meetings.

Section 2. Delegates to the National Congress. The Board of Managers of the Michigan Society shall submit the list of names of selected delegates to the National Society in accordance with established procedures and timetables. Other Michigan Society members attending a National Congress may be appointed by the National Trustee to fill vacancies and serve as delegates as necessary.

Section 3. Vice President General. When the Vice President General is a member of the Michigan Society, he shall serve as follows:

- a. Fulfill the duties and responsibilities as outlined in National Society guidelines.
- b. Attend all Michigan Society meetings and meetings of the Board of Managers, and at least (1) meeting of each Michigan Chapter.
- c. Maintain close liaison with all Societies within the District by attending their Annual meetings and other activities.
- d. Represent the Great Lakes District at the National Congress and National Trustees meetings by attendance and participation.
- e. Provide a detailed written report to the President of each State Society in the District outlining activities of the office over the past year.

Article VI – Executive Secretary

In the event that the Michigan Society chooses to employ an Executive Secretary, the various duties between the Secretary and Executive Secretary shall be directed by the President.

The Executive Secretary shall report to the President unless otherwise directed by the Board of Managers.

Article VII – Meetings

Proposed amendments to the MISSAR Constitution and Bylaws shall be put in written form and mailed to all members of the Board of Managers at least ten (10) days prior to the BOM meeting in which they will be considered.

Section 1. Regular Board of Managers Meetings. The President shall preside at all Board of Managers meetings unless otherwise directed.

All officers and members of the Board, and, in addition, all Officers of the local Chapter hosting the meeting shall receive a written notice of the meeting not less than fifteen (15) days prior to the date of the scheduled meeting.

At least six (6) members of the MISSAR Board of Managers, including three MISSAR officers, shall constitute a quorum for the conducting of ordinary Society business except as otherwise specified.

Meetings of the Michigan Society shall be conducted in basic accordance with Robert's Rules of Order.

All members of the Society are cordially invited to attend all Board of Managers meetings; however, voting on all items of business shall be the sole responsibility of the Board. The MISSAR president will cast a vote only in the case of a tie.

Reports from the Secretary and Treasurer, as well as from the Chairmen of both Standing and Special Committees, shall be received.

The President shall appoint, or may be directed to appoint, Special Committees to investigate and report upon, as necessary, various subjects of concern to the Society.

Any Chapter that has offered to act as the host for any Society meeting shall be responsible for such details as location, time, meals, speaker, special activities, etc. The host Chapter shall coordinate all activities with the Second Vice President or General Program Chairman. The state shall underwrite costs of such meetings up to a maximum amount provided in the budget.

Section 2. Special Board of Managers Meetings. Special Board of Managers meetings, when called, shall be devoted to specific items of business as stated in the meeting notice and/or written petition.

For Special Board Meetings, the members of the Board shall receive written notice of the meeting and a statement as to the specific subjects for consideration at least five days before the meeting.

Section 3. The Annual Meeting. The Annual meeting of the Michigan Society shall be called by the Board of Managers to be scheduled for the third Saturday in April, or as near that date as practical. All members of the Society shall receive a written notice via first class mail of the Annual meeting not less than twenty (20) days prior to the date of the scheduled meeting.

The Secretary shall determine if a quorum is present for the conducting of Society business. At least fifteen (15) members shall constitute a quorum.

All Officers and Chairmen of Standing Committees shall be required to provide either a written or oral report of their responsibilities and activities. Reports from Chairmen of Special Committees may also be requested by the President.

All items of business which come before the Society at the Annual meeting shall be decided by a majority vote of the members present with the President casting the deciding vote in the case of a tie.

Election of Officers and Trustees of the Board of Managers shall be conducted by the Secretary. The Secretary shall be prepared to issue paper ballots and appoint tellers in the event there are other nominations from the floor in addition to the slate of nominees as presented by the Nominating Committee. If there are no other nominations from the floor, then a motion directing the Secretary to cast a unanimous ballot for the official slate would be in order.

Newly elected Officers and members of the Board of Managers shall be sworn into office according to procedures as outlined in the National Society handbook.

Section 4. Special Meeting of Society Members. Special Meetings of the Society, when called, shall be devoted to specific items of business as stated in the meeting notice and/or written petition.

The same requirements for the calling of Special Meetings of the Society, regarding notices, etc., shall apply as established for the Annual meeting.

Article VIII– Finance

Prior to each fiscal year, the Finance Committee shall present to the Board of Managers a proposed budget for the Michigan Society for that fiscal year in which total outlays do not exceed total receipts.

Memorial Fund Principal shall not be reduced except as specifically authorized. Earnings shall be deposited in General Fund. General Fund shall be used as controlled by Annual Budget or as specifically restricted.

The Secretary of the Michigan Society, or other designated agent approved by the Board of Managers, shall notify each member that annual dues, as established by the State

Society, are due on the date established by the Board. Failure by a member to pay all such dues and fees prior to January 1 each year shall result in the termination of membership.

All annual dues and fees for each member – local Chapter, Michigan Society, and National Society – shall be paid to the Michigan Society SAR, and collected by the Secretary of the Michigan Society, or other designated agent approved by the Board of Managers. All funds collected through the dues collection and membership processes shall be delivered, as soon as practicable after the posting of member records, to the Treasurer of the Michigan Society for deposit into the demand deposit account authorized by the Board of Managers.

Redistribution of local Chapter and National dues and fees shall be made by the Treasurer of the Michigan Society, or other designated agent approved by the Board of Managers. The redistributed National dues and fees shall be paid by the due date established by the NSSAR. The redistributed local Chapter dues and fees shall be paid by the first day of February each year, or as near that date as practicable.

Membership shall be reinstated upon written request to the Secretary and payment of dues within the current calendar year. When a lapse in membership extends beyond the first day of January of the following year, the applicant for reinstatement shall pay the dues for the then current year, but shall be exempt from payment of arrears.

New members who are accepted by the National Society shall be required to pay Michigan Society and Local Chapter dues for that calendar year.

For living Life Members all annual dues for National, State, and Chapter shall be paid from the Life Member Fund.

To become a member of the "Century Club," a lump sum payment of at least \$100 shall be donated to be used for any specific SAR activity so designated by the donor. All such funds shall be placed in the general fund, and so identified to be used only for the designated purpose.

1. The Century Club list published quarterly in the WMM shall be an annual list. The list will be wiped clean every year.
2. The published Century Club list published in the WMM will only list names and designated program fund. The amount donated will not be shown.

Any member of the Michigan Society with a record of membership and contributions to the Society for a period of forty (40) continuous years or more shall, upon his written request, be designated as a "Michigan Life Service Member" and as such shall be exempt from payment of all future annual SAR dues (National, State Society and local Chapter) for the balance of his lifetime.

The names of all members of the "Perpetual Life," "Century Club," and "Life Service" categories shall be so noted in each edition of the Michigan Society newsletter and the annual membership roster.

Article IX – Local Chapters

Upon receipt of a written petition signed by not less than ten (10) members, the Board of Managers shall review and act upon the petition relative to granting a charter for the establishment of a new Local Chapter.

In the event a Local Chapter no longer functions for a period of one (1) year according to conditions as set forth in the original charter, or objectives of the National Society, the Michigan Society Board of Managers shall declare the Local Chapter to be inactive. In the event of such action, all assets and property of that particular Local Chapter shall be surrendered to the Michigan Society Board of Managers. All such assets and property shall remain in escrow for a period of four (4) additional years or until the Chapter is reorganized. Should the Chapter not be reorganized, such assets and property shall then become the property of the Michigan Society.

The President, with Board approval and direction, shall attempt to reorganize any Chapter that has become inactive.

Article X – Medals and Awards

Recommendations and/or nominations for all medals and awards statewide shall be made to the Medals and Awards Committee. Such recommendations and/or nominations shall be in written document form, as prescribed by the Medals and Awards Committee.

The Medals and Awards Committee shall meet when necessary to consider and approve or reject all recommendations and/or nominations for the awarding of medals and awards to Compatriots and non-Compatriots statewide, with the concurrence of the MISSAR President.

Presentation of medals and awards is usually made by the President either at the Annual meeting or at a special awards banquet. Medals and awards made to DAR and C.A.R. members may be presented by the DAR/C.A.R. Liaison officer at special meetings of those organizations. Special awards for Boy Scout activities may be made at the Annual meeting, or at a special awards banquet, or at a special meeting of that organization. The Chairman of the Boy Scout Committee or a member so designated shall make all such awards.

The awarding of Bronze Good Citizenship, Law Enforcement, ROTC, Certificates of Distinguished Service, Certificates of Appreciation, and Heroism Awards may be made by either the Society or local Chapters. Such awards should be presented by SAR

representatives at appropriate occasions. Heroism medals shall only be given for deeds in which either the rescuer or the rescuees were in a life-threatening situation.

Any medals or awards that carry specific terms or restrictions for either qualification of the recipient or method of presentation as stipulated by the National Society shall be observed.

Article XI – Committees

Chairmen of all Standing Committees shall be prepared to report to the Board at all regular and special Board meetings. Chairmen of all Standing Committees shall prepare a report, either written or oral, of the activities of their respective committees for presentation to the general membership at the Annual meeting.

1. The Membership Committee shall be chaired by the First Vice President, who shall be responsible for developing the methods that would result in the retention of current members and the securing of new members for the Michigan Society. The Chairman shall work closely with the DAR/C.A.R. Liaison officer.
2. The Program and Special Activities Committee shall be chaired by the Second Vice President, who shall be responsible for recommending to the Board, specific meeting dates and program content. The Chairman shall work closely with Presidents of Local Chapters regarding the selection of locations for regular Board meetings. The Chairman shall also work closely with the National Trustee and the DAR/C.A.R. Liaison officer to establish a calendar of meetings that does not conflict with those other activities.
3. The Public Relations and Publicity Committee should be chaired by a member who is skilled in the art of public relations. The Chairman should have a good working knowledge of the various forms of the media, and a strong desire to actively participate in this type of business. The Chairman shall be responsible for the release of all photographs and copy deemed noteworthy for publication in the press, television media, SAR Magazine or other accepted publications. The Chairman shall also provide the Secretary with information of an interest to all Society members for possible inclusion in the *Wolverine Minuteman*.
4. The Genealogy Committee shall be chaired by the Genealogist who, by experience, is qualified to do genealogical research. The Genealogy Committee shall assist the Registrar in resolving questions involving authenticity or correctness of documentation being submitted by applicants for membership or supplemental membership.

5. The Finance and Audit Committee shall be chaired by a member experienced in the financial and/or investment Field. The Chairman shall make specific recommendations to the Board involving the establishment of various funds for the prudent investment of Society funds. The Committee should consist of diverse representation from the various local Chapters. The Committee shall prepare and propose to the members at each annual meeting a zero-based working budget for the following fiscal year. The Committee shall audit the books and records of both the Secretary and the Treasurer, and in addition, they shall review the stability of all securities and special funds prior to the Chairman issuing a report of their findings at the Annual meeting.
6. The Medals and Awards Committee should be chaired by a member knowledgeable as to the qualifications necessary for persons selected to receive the various medals and awards as outlined in Article X of these Bylaws and by NSSAR regulations. All requests for medals and awards to be given shall be submitted to the Medals and Awards Committee. The Chairman of the Committee shall make specific recommendations to the Board concerning all such presentations. The Chairman of the Committee maintains on an annual basis a record of all awards presented by the Michigan Society. Copies of that record shall be made available to the Secretary and to the Historian.
7. The Boy Scout Committee shall be chaired by a member with a strong background in, and a dedication to the Boy Scouts of America. The Committee shall be responsible for coordinating and implementing the Scouting programs established by the NSSAR and the Michigan Society. The Chairman of the Boy Scout Committee traditionally makes the presentations to recipients of Boy Scout awards.
8. The Grave Marking Committee should be chaired by a member with a strong interest in accomplishing one of the important objectives of the NSSAR and the Michigan Society, that is, the locating of and the identifying of gravesites of all Revolutionary War Patriots who are buried in Michigan. The Chairman shall arrange for any memorials or rededication of markers deemed appropriate.
9. The Committee Emeritus shall be comprised of past MISSAR Executive Officers whose collective wisdom and historical memory makes them an invaluable source for the State President and Board of Managers. This Committee will help the Society maintain its credibility and respect.
 - a) The Committee Emeritus shall consist of three former Presidents of the Michigan Society, SAR, appointed by the current MISSAR President and subject to approval by the Board of Managers. In the absence of available former Presidents willing and able to

- serve, the MISSAR President may select from former Executive Officers of the Michigan Society SAR. All Committee members must remain members in good standing in the MISSAR.
- b) The Committee Emeritus shall elect its own Chairman, to serve a one-year term, conterminous with the term of the State President.
 - c) The Committee Emeritus shall serve as an advisory body to the MISSAR State President and Board of Managers and shall have no vote at Board of Managers meetings.
 - d) The Committee Emeritus shall serve as an “Internal Affairs Committee,” herein referred to as the IAC. No other MISSAR committee, standing or special, will serve this purpose. When serving as an IAC, the Committee shall have the sole responsibility for the full and complete investigation of any charge(s) and/or complaint(s).
 - e) The Committee Emeritus shall act as a resource and consultant for all committees and chapters within the jurisdiction of the Michigan Society.
 - f) The Committee Emeritus is responsible for developing a program that will educate new officers, trustees, and leaders throughout all state and chapter levels regarding the Constitution and Bylaws, policies and procedures, and instruction in the various programs of the SAR.

Article XII – Nominations

The Nominating Committee shall have two (2) basic responsibilities and as follows:

1. The Nominating Committee shall prepare a slate of candidates for the offices of National Trustee, Alternate Trustee, and if applicable, the Vice President General.
2. The Nominating Committee shall prepare a slate of candidates for each office of the Society and for the MISSAR Trustees as called for.

Regarding Item 1

The Committee shall confirm in their own minds by observation and/or discussion with each candidate being considered as to his suitability to serve effectively. Candidates for National Officers shall be limited to those members who have served as President of the Society. The Committee also has the right to nominate members for any office in the NSSAR. Such action, if taken, requires the Committee to be prepared to advise all NSSAR Societies and request their support. All such candidates remain as such until elected at the NSSAR Congress.

The Chairman shall submit the agreed upon slate to the Secretary prior to September 1st. The Secretary shall include the slate of names in the meeting notice for the regular October meeting of the Board.

The Chairman shall present the slate of candidates to the Board at the October meeting. Other nominations from the floor may also be received at that time. The Board has the authority to approve or disapprove all candidates.

The Secretary is required to report the results of accepted candidates for National Trustee, Alternate Trustee, and Vice President General to the NSSAR prior to December 15th.

Regarding Item 2

The Nominating Committee shall prepare a slate of candidates for each Office and members of the Board, and submit same to the Secretary at least thirty (30) days prior to the scheduled Annual Meeting.

Traditionally, the current First Vice President becomes the candidate for the office of President. It is strongly recommended that the candidate nominated for the First Vice President shall have experience as an Officer in the Society and/or a President of a Local Chapter. It is further recommended that such a candidate will have previously attended at least one (1) National Congress or National Trustees Meeting.

Any five (5) members of the Society may also propose candidates for any Office and members of the Board by submitting a written list of candidates to the Secretary at least thirty (30) days prior to the scheduled Annual Meeting.

The Secretary shall include a listing of all candidates proposed by the Nominating Committee and other members in the meeting notice for the Annual meeting.

The Board has the right to approve or disapprove the slate as presented by the Nominating Committee.

An opportunity shall be given at the Annual Meeting to receive additional nominations from the floor.

Article XIII – Removal from Office

The review of charges that could result in a member being removed from Office or from the Board shall be the subject of a Special Meeting of the Board.

Such charges along with all supporting documentation must be submitted in writing to the State Secretary, who shall within seventy-two hours of receiving them, notify the State President and deliver all supporting documents to him. The State President shall, within thirty (30) days of the receipt of such charges, call together the Internal Affairs Committee (Committee Emeritus) and present to them the complaint(s) and all supporting documents. This Committee shall complete a full and complete investigation

of any charge(s), will determine their validity and merit(s), and will advise the President via written report of their finding(s) and recommendation(s). This Committee shall complete its work as expeditiously as possible.

- A. In the event that the IAC/Committee Emeritus investigation determines that such charges against a Compatriot(s) have merit, then the State President shall call a special meeting of the MISSAR Board of Managers within thirty (30) days of the MISSAR President's receipt of the IAC Report from the Committee Emeritus.
1. The notice for such meeting must state the reason for the special meeting including whatever further action, if any, should be pursued by the MISSAR Board of Managers.
 2. The accused, all Officers, and other members of the MISSAR Board must be notified via first class mail no later than twenty (20) days prior to the scheduled meeting.
 3. The Chancellor shall be requested to be present and render opinions, if so requested by the MISSAR Board.
 4. The accused member shall be given every opportunity to refute any and all charges brought against him. He may submit his defense in written form and/or by appearing at the meeting to defend himself in person. He shall have no less than thirty (30) days in which to prepare a rebuttal.
 5. The MISSAR Board, after hearing all testimony and reviewing all documentation, both pro and con, shall act on the matter. A vote of at least two-thirds (2/3) of the MISSAR Board of Managers members present and voting shall be required to remove a member from an office or from the MISSAR Board of Managers. A secret ballot shall be required for such a vote.
 6. In the event a member is removed from office as an Officer or MISSAR Trustee, the MISSAR Secretary shall advise the NSSAR Executive Director of such action taken by the MISSAR Board of Managers.
- B. In the event the IAC/Committee Emeritus investigation determines that such charges against a MISSAR Compatriot(s) does not have merit and/or sufficient grounds, or are frivolous, then the MISSAR President may wait until the next Regular Meeting of the MISSAR Board of Managers for the presentation of the IAC/Committee Emeritus Report and the recommendations of any action the MISSAR Board of Managers may desire to take.

Article XIV – Dissolution

At such time it is determined the Michigan Society to be inactive and dissolved, the Board shall arrange for the surrender, in an orderly manner, the original Charter, and all of the assets and property of the Society to the NSSAR.

Such assets and property shall be designated for inclusion into the NSSAR Permanent Funds, and retained for a period of time, as determined by NSSAR, while efforts are being undertaken to reorganize the Society.

Following such a transfer of assets and property, there shall be no further obligations on the part of the former members of the Michigan Society.

Article XV – Amendments

The Board shall determine, by majority vote, the need to amend or repeal any or all of the Constitution and Bylaws when petitioned to do so.

The Chancellor shall be directed to review any such petitions or motions, and advise the Board of his recommendations.

All changes approved by the Board shall be presented to the membership for ratification at a special meeting so designated or at the Annual meeting. All such changes shall be outlined in the notice for the Annual meeting. Changes shall be ratified by a majority vote of the members present. All such action shall follow Robert's basic rules of order.

Article XVI – Indemnification

Section 1. Except as otherwise provided by law, a volunteer officer of the MISSAR shall not be personally liable to the Society or its members for monetary damages due to a breach of the officer's fiduciary duty. The Society shall assume all liability to any organization or person other than the Society or its members for all acts or omissions of a volunteer officer incurred in the good faith performance of his duties as an officer or trustee.

Section 2. The Society shall assume the liability for all acts or omissions of a non-officer volunteer, provided that:

- a. The volunteer acting or reasonably believed he was acting within the scope of his authority.
- b. The volunteer was acting in good faith.
- c. The volunteer's conduct did not amount to gross negligence or willful and wanton misconduct.
- d. The volunteer's conduct was not an intentional tort.
- e. The volunteer's conduct was not a tort arising out of the ownership, maintenance, or use of a motor vehicle as described in Section 709 (e)(v) of the Michigan Nonprofit Corporation Act.



Status of MISSAR Constitution and Bylaws

The Constitution and Bylaws of the Michigan Society of the Sons of the American Revolution was published in April of 1987. The current edition includes amendments approved on April 23, 1988; April 9, 1990; April 1991; April 18, 1998; April 10, 1999; April 21, 2001; April 24, 2004; April 30, 2005; April 21, 2007; April 26, 2008; and April 18, 2009.

E. Lou Hoos
Chancellor, and Chairman of the
Resolutions Committee
April 22, 2009