

The Michigan Society of the Sons of the American Revolution
Detroit Metropolitan Chapter



Constitution & Bylaws

Revised 1 April 2017





Constitution

ARTICLE I: Name

The name of the society shall be THE DETROIT METROPOLITAN CHAPTER of the MICHIGAN SOCIETY in accordance with the charter granted by the National Society of the SONS OF THE AMERICAN REVOLUTION in 1913.

ARTICLE II: Purpose

The Purpose of the Detroit Metropolitan Chapter of the Michigan Society of the Sons of the American Revolution is:

...to perpetuate the memory of those who strove for American Independence, and whose military or civil acts and sacrifices during the American Revolution contributed to the achievement of that Independence;

...to unite and promote fellowship among the descendants of those who thus participated in the American Revolution;

...to inspire the community at large with profound respect and reverence for the founders of our nation and for the principles of government established by them as expressed in the preamble of the United States Constitution;

...to foster patriotism and to maintain, defend, and extend the institutions of American freedom;

...to bring about the foregoing by active participation of its membership and its duly constituted committees in such matters as education, news and publicity, and government and public welfare.

ARTICLE III: Membership

Anyone who is a member in good standing of the Michigan Society of the Sons of the American Revolution, of good repute in the community, and acceptable to the Board of Governors shall be eligible for membership.

ARTICLE IV: Officers

Section 1. The officers of the chapter shall be President, First-Vice President, Second-Vice President, Secretary, Treasurer, Genealogist/Acting Registrar, Historian, and Chaplain. The officers shall be elected at the annual meeting as prescribed in the By-Laws and shall hold office for one year or until their successors are elected and installed.

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Section 2. In the event that the President or acting President becomes incapacitated or resigns from office, or is otherwise not available to serve in that capacity, his successor shall be the First Vice President who shall then be recognized as President.

ARTICLE V: Board of Governors

There shall be a Board of Governors composed of the elected officers of the Chapter, the immediate Past President, and five others from the membership at large. The members of the Board shall hold office for terms of one year, except for those Board members that were appointed to fill a vacancy, whom shall have full powers to the end of the appointed term.

The Board of Governors shall approve a Nominating Committee that has been recommended by the President. The Nominating Committee shall be responsible for recommending a slate of officers and the Board of Governors for the following year.

ARTICLE VI: Meetings

The President shall serve as Chairman for all meetings. In his absence, the next officer listed in Article IV Officers, Section 1, shall serve as meeting Chairman unless otherwise provided by the President or as otherwise provided by the Board of Governors.

Section 1. Regularly scheduled meetings of the Board of Governors shall include the general membership, but only the members of the Board shall have a vote. The general membership may, with the President's permission, speak in an advisory capacity. A quorum shall consist of five members of the Board of Governors of whom at least two shall be officers. Decisions shall be determined by a simple majority of the Board members present. In case of a tie, the deciding vote shall be cast by the President or the presiding officer.

Section 2. A special meeting of the Board of Governors may be called by the President, or when so directed, by five members of the Board. A quorum shall consist of five members of the Board, of whom at least two shall be officers. Decisions shall be determined by a simple majority of the Board members present.

Section 3. A special meeting of the general membership shall be called by the President when so directed by five members of the Board, or when so requested, by at least ten members of the Chapter in good standing. The membership must have at least ten days' notice of a special meeting and a statement of the exact business for which the meeting has been called, and at which, no other business may be transacted.

Section 4. An annual meeting of the Board of Governors and an annual meeting of the general membership shall be held in April. They shall meet at the same location and day, and shall meet

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in consecutive order. A quorum at the general membership meeting shall consist of seven members. Decisions shall be determined by a simple majority vote of members present.

Section 5. All meetings may or may not include guests, a presentation, and a meal. In general, religious and political subjects of a controversial nature are not acceptable and are not to be confused with presentations of historic and general interest.

Section 6. Those members in arrears for dues or otherwise not in good standing shall not have a voice or vote at any meeting.

ARTICLE VII: Dissolution of the Chapter

At such time the Detroit Metropolitan Chapter can no longer function under the terms of the Charter granted by the Michigan Society and the NSSAR, or is unable to comply with the terms as outlined in the NSSAR Constitution and Bylaws, the Chapter shall be considered to be inactive and dissolved. All assets and property, including the original Charter belonging to the Chapter, shall then revert to the MISSAR/ NSSAR.

ARTICLE VIII: Amendments

This Constitution may be amended, altered, or repealed in whole or in part, provided that written resolutions for that purpose are first presented to the Board of Governors and are approved by a two-thirds vote of the Board members present at a regular meeting of the Board, and further that the said resolutions are ratified by a two-thirds vote of the members of the Chapter that are present at an annual meeting or a special meeting called for that purpose.



By-Laws

ARTICLE I: Admission of Members

Members in good standing of the Michigan Society of the Sons of the American Revolution, residing in the Detroit Metropolitan area, are automatically enrolled in the Detroit Metropolitan Chapter, unless they desire to belong to another chapter.

ARTICLE II: Dues

Section 1. The annual dues for the Detroit Metropolitan Chapter are as set by the Michigan Society for all chapters. A member admitted after the first of November shall be considered as having paid his dues for the following calendar year.

Section 2. The National Society, Michigan Society, and Chapter dues are paid yearly to a designated Michigan Society officer no later than December 31 of that year. Non-payment by that date shall terminate membership. A member so terminated may reinstate upon payment of the current years' dues remitted to the designated Michigan Society officer. No dues are required for lapsed years of the member.

ARTICLE III: Board of Governors

The Board of Governors shall have control and management of the affairs, funds, and property of the Chapter. It shall have power:

...to accept resignations from office and from membership.

...to fill vacancies, except that of President.

...to direct the President to call a special meeting of the Board of Governors or of the general membership.

...to remove a Compatriot from office and to remove a Compatriot from the roster of active membership in the Chapter as hereinafter set forth in Article IX.

...to authorize such special committees as it may deem necessary.

ARTICLE IV: Duties of the Officers

Section 1: Officers. The duties of the officers shall be such as usually pertain to their office. They may have other duties as may be delegated to them by the Board of Governors.

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Section 2: Trustees. The President and another officer appointed by the President shall serve as the Chapters representatives (trustees) to the State Board of Managers. The President may select an alternate to serve as an alternate trustee with the approval of the State President having the rights and duty to vote and take part in the State Board of Governors meetings.

Section 3: President. The President shall preside at all meetings of the Chapter and of the Board of Governors. He shall prepare and distribute an agenda of the business to be conducted by the Board of Governors. He shall appoint the following Standing Committees: Auditing and Finance, Programs, and such other special committees as may be authorized by the Board of Governors. The President may dismiss any or all members of any committee for inaction or for a good and just cause. The President shall be an *ex-officio* member of all committees except Nominations.

Section 4: First Vice President. The First Vice President shall serve as the Chairman of the Program Committee, unless otherwise provided by the Board of Governors. He shall cooperate with the President and the Treasurer in scheduling and arranging all meetings. He shall coordinate meeting dates so they will not conflict with the Michigan Society and National Society meetings. He shall confer with the Treasurer and/or President in establishing the cost of meetings to the members.

Section 5: Second Vice President. The Second Vice President shall function as an assigned representative of the President on special projects, assignments, and committees.

Section 6: Secretary. The Secretary shall provide minutes and proceedings of all meetings of the Board of Governors and of the general membership. He shall ascertain and report to the President the status of meeting quorums. He shall record and include as part of the minutes the names of all members present and shall indicate the number of guests. He shall also fulfill responsibilities that are stated in other parts of this document.

Section 7: Treasurer. The Treasurer shall keep the books of the Chapter on a fiscal year basis. Such fiscal year shall begin on the April 1 of each year and shall end on March 31 of the following year. The Treasurer shall report on the financial transactions of the Chapter during the immediately preceding fiscal year. In addition, the Treasurer will report financial transactions summary at BOG meetings.

The Treasurer shall keep a record of all funds received and disbursed by the Chapter in a ledger belonging to the Chapter and which will become part of the historic record. All disbursements shall be signed by one of the following officers: the President, the Secretary, or the Treasurer.

The Treasurer shall assist in establishing the meeting cost to members and provide advance cash deposits. He shall receive all reservations for meetings and provide the final attendance count. He shall disburse all money required for the meeting costs in a timely manner.

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The Treasurer shall provide full disclosure of all aspects of Chapter finances to the President, and shall cooperate with the Auditing and Finance Committee.

Section 8: Genealogist/Acting Registrar. The Genealogist/Acting Registrar shall be knowledgeable as to genealogical research and provide guidance when requested by a prospective member. The genealogist may request assistance from the Michigan Society genealogist. The Acting Registrar will review all applications and supporting documentation before submitting an application to the State Registrar for further processing.

Section 9: Historian. The Historian shall maintain copies of Secretary's meeting minutes, the Treasurer reports, chapter newsletters, records of membership changes (new, deaths, transfers, etc.), medals and awards received by the Chapter, and other pertinent information, maintained in a yearly format. A copy shall be kept of MISSAR newsletters and the Member Directory for the year. Such records are maintained until turned over to the Secretary for placement in storage.

Section 10: Chaplain. The Chaplain shall perform such devotional and religious duties as they pertain to his office and as may be suggested by the Board of Governors for meetings and exercises of the Chapter.

ARTICLE V: Auditing & Finance Committee

The Chapter shall have an Auditing & Finance Committee to audit the records of the Treasurer, and to review the securities owned at a reasonable time before the annual meeting, or at such time as the Treasurer resigns or is replaced for any reason. This committee shall have a minimum of two members and shall be appointed by the President or the Board of Governors.

ARTICLE VI: Program Committee

The Program Committee is chaired by the First Vice President. The President and/or Board of Governors may form other committees if a need arises. Such would include, but not be limited to: Membership, Genealogy, Public Relations, etc. The Board of Governors may outline the duties and terms of existence of any such committees as are established.

ARTICLE VII: Nominations

Section 1. At the last scheduled meeting of the Board of Governors before the annual meeting and general membership meeting normally held in April, the President shall recommend to the Board a list of Compatriots to serve on a Nominating Committee, which shall consist of three Chapter members in good standing, not holding an office but may be a member of the Board. The Board may approve or disapprove the recommendations and alter the list in any way it sees

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fit. A chairman for the Committee may be chosen by the members of the Committee or, failing to arrive at a consensus, may be appointed by the President.

Section 2. The Nominating Committee shall submit a list of candidates for the officers and for the Board of Governors. One copy shall be given to the President, one copy to the Secretary, and one copy to the Historian. This shall be completed by March 1. The Secretary shall prepare a letter addressed to the general membership to publish the nominations. Such letter may be sent out with the April annual meeting notice that is sent to all Chapter members.

Section 3. The Nominating Committee, at the request of the presiding officer, shall formally present their report at the annual meeting of the Board of Governors.

ARTICLE VIII: Elections

Section 1. At the annual general membership meeting which follows the annual meeting of the Board of Governors, the Secretary shall present the list of nominees in the form of a motion which must be seconded for acceptance.

Section 2. The President or the presiding officer must then request nominations from the floor. In the event that there are nominations from the floor, the election must proceed on an individual basis. If nominations are not made from the floor and if there are no objections, the entire slate of nominees may be voted as a group.

ARTICLE IX: Order of Business

The order of business at the annual meeting of the Board of Governors and at the annual general Membership Meeting shall be:

Agenda for the Annual Meeting of the Board of Governors

1. The meeting is called to order.
2. The Invocation and Pledge of Allegiance are recited.
3. Guests are introduced.
4. There is a determination of quorum.
5. A reading of the minutes of the last annual meeting, as well as the last special meeting, if any.
6. Reports are read, except those of the Nominating Committee.
7. New Business conducted.
8. Other business conducted (communications, letters, etc.).

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9. The report from the Nominating Committee is heard.
10. Meeting is adjourned.

Agenda for the Annual Meeting of the General Membership

1. The meeting is called to order.
2. There is a determination of quorum.
3. A reading of the minutes of the last general membership meeting.
4. A reading of special reports.
5. Unfinished business addressed.
6. New business conducted.
7. Other business conducted (communications, letters, etc.).
8. The Secretary presents the report of the Nominating Committee in the form of a motion. The motion must be seconded. Nominations are requested from the floor.
9. The election is conducted either by single offices in the case of more than one candidate running, or as a group.
10. (Lunch recess with invocation may take place here.)
11. Special announcements, recognition of outgoing officers, the Board of Governors and Committees.
12. Present the newly elected officers and Board of Governors, and conduct the swearing-in. Present the new President with the Gavel. The new President assumes control of the Chapter and the meeting.
13. Adjourn meeting on the President's orders.

ARTICLE X: Removal from Office or from the Roster of Active Members.

Section 1. For sufficient cause, the Board of Governors may remove an officer or a Board member from office, or may remove a Compatriot from the roster of active members of the Detroit Metropolitan Chapter, by a two-thirds vote of the Board members present at a regular meeting or a special meeting providing that a minimum fifteen (15) day notice be given the accused, by mail, to his last known address.

Section 2. Sufficient cause for this Board action shall include the following: a) individual acts in degradation of the organization, the United States, or fellow Compatriots; b) individual acts

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inconsistent with the purpose of the organization; c) individual fails to abide by the Chapter Constitution and By-Laws.

ARTICLE XI: Chapter Funds

The Chapter shall maintain a checking account for deposit of funds received and to timely pay all proper and normal expenses in conducting Chapter business under the control of the Chapter Treasurer. It is recommended that two other officers also be authorized to sign checks. Should the Treasurer be incapacitated or be temporarily away, any excess funds that are not normally needed for ongoing business expenditures (checking account) may be invested in a prudent, conservative financial account on which a normal rate of return is generated for the benefit of the Chapter. The initial investment shall be approved by the Board of Governors. Any withdrawal for a special cause from the special fund must have prior approval of the Board of Governors. Any special fund shall also have the Treasurer and two other officers authorized to deposit or make withdrawals on the account.

ARTICLE XII: Dissolution of the Chapter

Upon the dissolution of the Detroit Metropolitan Chapter of the Sons of the American Revolution, all assets will be forwarded to the Michigan Society of the Sons of the American Revolution, or to the National Society of the Sons of the American Revolution as determined by a vote of Chapter Board of Governors at a special meeting called for that purpose.

ARTICLE XIII: Amendments

These by-laws may be amended, altered or repealed, in whole or in part, provided that written resolutions for that purpose are first presented to the Board of Governors and approved by a two-thirds vote of the Board members present at a regularly scheduled meeting of the Board, and further, that said resolutions are ratified by a two-thirds vote of Chapter members present at an annual meeting or at a special meeting called for that purpose.

Special note: When an amendment is approved, the Secretary shall note in the master copy of the Constitution and By-Laws that a change has been made and the date. Further, the Secretary shall file with the amended Constitution and By-Laws a copy of the previous Constitution and By-Laws as a point of reference.