

**Columbia Gorge
Genealogical Society**
P.O. Box 1088
The Dalles, OR 97058-1088

January, 2018
Volume 32, Number 1-Spcl

Serving Hood River, Wasco and Sher-
man Counties in Oregon and
Skamania and Klickitat Counties
in Washington

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We have New Officers! And Proposed Draft By-Laws Revision

By Jim Bull

At the January 13 meeting the Board recommend to the membership that a motion be made to suspend the By-Laws that would enable us to conduct the election of officers for 2018 and enable the ongoing operation of the society until a revised set of By-Laws can be approved that will provide the Board of Directors greater flexibility in carrying out the society's purpose. The motion was made, seconded and approved by the fifteen members present.

Jim Bull then reported that Juanita Neitling had agreed to continue in her role as Treasurer, Linda Colton agreed to reprise her role as Secretary and that Teddy Parkinson had agreed to serve as Vice-President for the remaining year's term. Additional nominations were requested from the floor but none were made. A motion to elect the slate of officers as presented was made, 2nd and approved.

Since the meeting, the board has been sending many emails back and forth making, discussing, and reaching agreement on a proposal for a By-laws revision. The objectives of this effort were two fold:

1. To minimize the specificity of meeting dates, times and locations to provide more flexibility if circumstances such as weather, conflicts in availability of facilities, etc. should arise.
2. To let the elected officers determine the need for specific committees and not require chairpersons be part of, and need to attend, board meetings in the hopes of encouraging member's willingness to be committee chairpersons.

The following is the proposal that will be considered at the general meeting on Feb. 10. Please review the proposal. If you have any concerns or questions, please send them to Georga dgfoster835@charter.net or me jimbull@gorge.net. We will share them with the board and be considered for the final draft at the Feb. meeting.

~~~~~

TALES & TRAILS is published quarterly in Jan., Apr., Jul. and Oct. **Submissions** by the 20<sup>th</sup> of the previous months may be e-mailed to Jim Bull at [jimbull@gorge.net](mailto:jimbull@gorge.net) or sent by USPS mail to: Jim Bull , T&T Editor, 1767 12th St. #276 Hood River, OR 97031. We welcome articles related to genealogy and family history. © 2018 by Columbia Gorge Genealogical Society

## COLUMBIA GORGE GENEALOGICAL SOCIETY BY-LAWS

### Article 1 – Name and Office

The name of this organization shall be COLUMBIA GORGE GENEALOGICAL SOCIETY hereinafter known as the Society. The principal office of the Society shall be the William Dick Library at the Columbia Gorge Discovery Center. Society mailing address is P.O. Box 1088, The Dalles, OR 97058

### Article 2 - Purpose

The purpose of this Society shall be to maintain an association of persons interested in genealogy and **family and local history** ~~libraries~~; to focus attention on internet and other types of genealogy resources; to seek and obtain from any source available, by lawful means, funds and resources necessary to accomplish and implement the intent and purpose of this Society, to wit:

Section ~~1~~**2**. To provide instruction and assistance to individuals interested in genealogical and family history research with emphasis on those who are beginners and intermediates.

Section ~~2~~**3**. To add to the **Family History and Genealogical resources** ~~section of The Dalles Wasco County Library.~~ **available in the five counties the society serves.**

Section ~~3~~**4**. To inform people of the value of and need to preserve public area records of family and local history for posterity.

Section 4. To receive, hold and invest monies, dues, gifts, sales and to hold and administer property for the benefit of the Society and for its educational purposes.

The Society is registered with the Oregon Secretary of State as a Non-Profit type: PUBLIC BENEFIT WITH MEMBERS.

### Article 3 - Membership

Section 1. Membership in this Society shall be open to all individuals who pay the annual membership dues. Any member whose dues are current shall be considered an active member in good standing, and have voting privileges. Members who have forfeited their membership by non-payment of dues may be reinstated upon full payment of dues for the current year.

Section 2. Each current member shall be entitled to one vote.

Section 3. Life Membership – In recognition of long-term service to the society by a member of the society, the ~~Officers Board of Directors~~ **Officers** may approve a Lifetime Membership. Lifetime members do not have to pay annual dues.

### Article 4 - ~~Board of Directors,~~ Duties and Powers **of Officers**

The Society shall be governed by **the Officers.** ~~a Board of Directors consisting of four (4) elected Directors and four (4) appointed Directors as outlined below.~~ They shall normally serve two (2) year terms of office. There shall be no salaried officers.

~~Both Elected Directors and Appointed Directors~~ **Officers** may serve more than one (1) term. ~~if required by the Society.~~

The Elected ~~Directors~~ **Officers** shall be the President, Vice-President, Secretary and Treasurer.

Section 1. Duties of the President: It shall be the duty of the President to preside at all meetings of the Society; to enforce strict observance of the By-Laws; to create such committees and appoint members thereof as

the President deems advisable; to perform such other duties as custom and parliamentary usage require. ~~The President shall appoint all committee chair persons not otherwise provided for with concurrence of the Directors.~~ The President is an ex-officio member of all committees, with the exception of the nominating committee.

Section 2. Duties of the Vice-President: when called upon, assists the President, and in the President’s absence performs the President’s duties, and shall succeed the President in office in case of death, resignation, or removal. The Vice-President shall be chair of the nominating committee.

Section 3. Duties of the Secretary: It shall be the duty of the Secretary to record the minutes of Society meetings, to conduct the correspondence and other duties befitting the Society.

Section 4. Duties of the Treasurer: It shall be the duty of the Treasurer to keep the financial records of the Society, to pay outstanding bills approved by the Board, and prepare and send annual reports to the Oregon Secretary of State. A current financial report shall be presented at each board meeting. **A summary of financial status shall also be presented at quarterly Membership Meetings.**

~~The Appointed Directors shall be the chairpersons of the Membership Committee, Publicity Committee, Newsletter Editor, and the Program Committee.~~

~~Section 1. Duties of the Membership Chairperson:~~ The Membership Chairperson is responsible for recruiting new members; notifying those members whose dues are in arrears; keeping a record of those members who are in good standing; and maintaining and distributing the membership list to Society members; and shall serve as a Director.

~~Section 2. Duties of the Publicity Chairperson:~~ The Publicity Chairperson is responsible for publicizing meetings and activities of the Society; and shall serve as a Director.

~~Section 3. Duties of the Newsletter Editor:~~ The Newsletter Editor is responsible for preparing and publishing the quarterly Tales & Trails newsletter; and shall serve as a Director.

~~Section 4. Duties of the Program Chairperson:~~ The Program chairperson is responsible for scheduling programs and speakers and other activities of the Society; and will serve as a Director.

~~In the event that an elected or appointed Director is unable to complete their term of office, or fails to perform their duties, the President, with approval of the Board, shall appoint a successor to complete the unexpired term.~~

### Article 5 – Election and Appointment of Directors **Officers**

Section 1. The **President and Vice President will be elected in November of even numbered years and the Secretary and Treasurer will be elected in November of odd numbered years in staggered terms.** ~~society shall elect two (2) Directors and the President shall appoint two (2) Directors as outlined below to the Board of Directors at the meeting held in November of each year.~~

~~The eight (8) persons elected and appointed will be called the Board of Directors.~~

All **Officers** ~~Directors on the Board~~ will have the same authority and responsibility to the Society. ~~They~~ **The** ~~Directors~~ shall assume the duties of their respective offices at the first meeting in January of each year. ~~In November prior to odd numbered years the President and Vice President shall be elected by the membership and the Membership Chairperson and the Publicity Chairperson will be appointed by the President. In November prior to even numbered years the Secretary and Treasurer shall be elected by the membership and the Newsletter Editor and the Program Chairperson be appointed by the President.~~

Section 2. There shall be a Nominating Committee **chaired by the Vice-President.** ~~formed consisting of T~~two (2) members from the general membership **will be recruited to assist in the search for candidates for the November election.** ~~selected by the Vice President at the September meeting. The Vice President shall be the committee chairperson. This committee will be responsible for soliciting nominees from the membership and presenting a~~ A slate of two (2) Director **Officer candidate(s) for each office to be filled,** as shown in Section 1 above, **will be presented** at the October meeting. Nominations may **also** be made by the membership

from the floor in November. The candidates nominated for election will be voted on at the meeting in November and those elected shall assume their duties in January. All nominees shall declare their intent to serve a full term if elected. No name shall be placed in nomination without the consent of the nominee. Election of officers Directors shall be by a show of hands. If the November meeting cannot be held for some reason, an electronic vote can be held, provided that at least half the membership votes and a majority of electronic votes received will rule.

Section 3. An interim vacancy in an office other than President shall be filled by an appointment by the remaining officers. Board of Directors. In case of the unexpired term of the President, the Vice President shall become President. No person shall hold more than one elected office. but may hold both an elected and appointed Director office.

Section 4. The direction of affairs of this Society shall rest with the Directors. The President shall serve as chairperson and appoint committees as needed with the approval of the Directors. The majority of the Directors present shall constitute a quorum for the transaction of business, provided a minimum of four (4) Directors are present. (Pertinent items in this paragraph have been added to different locations.)

Section 5. The President is an ex-officio member of all committees, with the exception of the nominating committee. (Covered in Article 4, Presidents duties.)

### Article 6 – Standing Committees

The President may, with concurrence of the other officers, establish committees and appoint chairpersons to meet the operational needs of the society. Chairpersons will be expected to submit a report of progress/recommendations to the President if they cannot attend Officer meetings. The chairperson of any committee formed will be given a list of duties to be performed.

The following committees are the standing committees of the Society. All standing non-elected committees are appointed by the President with concurrence of the Board of Directors. The President may create and/or remove other committees as the need arises for the smooth operation of the Society.—

- 1. Membership
- 2. Programs
- 3. Publicity
- 4. Newsletter Editor
- 5. Publications

### Article 7 - Meetings

Section 1. Membership meetings shall generally be held at a previously advertised time and location 1:00 PM on the second Saturday of the month (except July, August and December) at a previously advertised location. A majority of members present shall constitute a quorum and a majority vote will rule on all matters.

Section 2. Officer Board of Directors meetings shall be held prior to membership meetings at least quarterly and more often as deemed necessary by the President. A majority of Three officers present will constitute a quorum for the purpose of conducting business provided a minimum of four (4) Directors are present. A majority vote will approve issues before the Officers Directors. Urgent action may be addressed by electronic means, provided a record of such actions is physically documented in the records of the Secretary. All members are welcome to attend Officer’s meetings. Attendance at the Board of Directors meetings may also include other members or non-members who wish to attend.

Section 3. Committee meetings will be held as deemed necessary by the committee chairperson.

### Article 8 – Dues & Finances

Section 1. Annual dues shall be those as set by a vote of the Officers Board of Directors. They are payable at or before the first regular meeting in January

Section 2. The annual membership dues shall cover the period of January 1 through December 31’ and shall

be paid to the Treasurer of the Society. New members who join after September 30 shall be credited with membership for the following year.

Section 3. The Treasurer shall record the names and contact information of members when they pay their dues. The list will be forwarded to the Officers and any committee chairpersons as additions/deletions are made.

Section 4. The Treasurer (or Membership Chairperson if there is one) shall notify any member whose dues are two months in arrears and the member will not be dropped if dues are not paid by the end of the third month. ~~a current member after three months have elapsed.~~

### Article 9 - Funds

Section 1. The Treasurer, who shall be responsible for the funds of the Society, shall maintain adequate accounting records.

Section 2. No funds shall be disbursed without the approval of a majority of the ~~Officers~~ Directors.

Section 3. All purchases shall have the ~~Officers' Board of Directors~~ approval or the President's approval acting on their behalf. No member or members will be authorized to borrow or obligate monies of the Society without approval of the ~~Officers Board of Directors~~. All funds shall be deposited in a designated bank and used only for expenses authorized by the ~~Officers Board of Directors~~. Two signatures will be required on all checks.

Section 4. The President shall appoint ~~an officer~~ Director other than the Treasurer and one or two individuals to audit the Treasurer's books for the past year prior to the February meeting. The individual(s) appointed do not necessarily have to be members of the society but should have skills in basic financial accounting principles.

### Article 10 - Amendments

The By-laws may be amended at any ~~membership regular~~ meeting of the Society by a majority of the members present, provided that notice of the proposed amendment shall have been ~~electronically distributed to members~~ or read at the previous meeting and is voted on at the next regular meeting.

Proposed amendments to the by-laws may be presented to the Society in writing by any current member at any ~~regular membership or officer's~~ meeting for consideration at the next regular meeting.

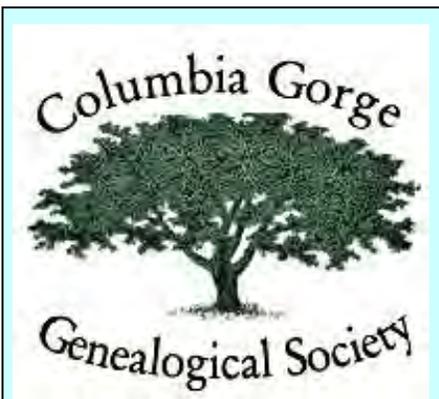
### Article 11 – Dissolution of the Society

~~If the officers conclude that dissolution of the Society should be considered, they will schedule a special meeting for the subject to be discussed and decided upon. If dissolution of the Society be deemed advisable, the required~~ A notice shall be sent giving time and location of the meeting by mail (physical and/or electronic) to all members of record. ~~The agenda would include a review and discussion of the circumstances leading to the officer's conclusion and The a proposed distribution of the remaining~~ assets of the society including all funds, books, pamphlets and all other property remaining to the Society, after satisfying all its just debts. ~~, shall be donated or applied to some society, library or other non profit organization, which has similar objectives, as deemed by the~~ A 2/3rds vote of the majority of those present at the special meeting ~~final~~ meeting will be required.

### Article 121 - Parliamentary Authority

All meetings shall be governed according to Robert's Rules of Order, newly revised, except when in conflict with these by-laws or the laws of the State of Oregon.

### Article 132 – Indemnification and Liability



**Board of Directors**

**President**

Georga Foster 541-296-2882  
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**Vice President**

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**Treasurer**

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**Programs**

Vacant—Any Volunteers?

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**Standing Committees**

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<https://gorgegen.blogspot.com/>  
**(This is a new URL!)**

**Research** – Lorna Elliott  
509-365-5283

**Technology** – Mark Adams  
541-980-8180

**Website** – Cynthia Henschell  
509-365-5283

<http://community.gorge.net/genealogy/>

No individual member of the Society shall be held liable for debts, liabilities or obligations of the Society.

**Officers** ~~Board of Directors~~ recommended approval to the general membership on ~~March 12, 2016.~~ [\(TBD\)](#)

Voted on and approved by the general membership on ~~April 9, 2016~~ [\(TBD\)](#)

Items to be considered for Development of a Policy/Operating Guide in the future.

Developing annual goals/objectives

Development of an annual budget and/or project budgets

Written duties for any appointed Committee Chairpersons

Guidelines for payment of meal expenses, mileage, etc. for program presenters