

BY-LAWS OF THE
RIO COLORADO CHAPTER
ARIZONA HISTORICAL SOCIETY
Amendments Approved by State Board April 12, 2013

ARTICLE I – NAME

Section 1. Name of Organization: The Chapter shall be known as the Rio Colorado Chapter of the Arizona Historical Society.

ARTICLE II – PURPOSE

Section 1. Purpose: The Chapter shall carry out the duties and responsibilities described in the Amended Charter of the Rio Colorado Chapter of the Arizona Historical Society, and such other directives as might be provided to the Chapter by the Board of Directors of the Arizona Historical Society.

ARTICLE III – HEADQUARTERS

Section 1. Location of Headquarters: The official headquarters of the Rio Colorado Chapter of the Arizona Historical shall be located in Yuma, Arizona.

ARTICLE IV - MEMBERSHIP

Section 1. Membership Obligations: Membership in the Rio Colorado Chapter shall be open to all interested persons who are members of the Arizona Historical Society.

ARTICLE V - DUES

Section 1. Additional Dues: In addition to the dues charged members of the Society, the Board of Directors may charge an additional fee for membership in this Chapter.

Section 2. Additional Categories: The Board of Directors of the Chapter may establish different categories of membership for which different membership fees may be charged.

Section 3. Distribution: All dues and other sums given or paid to the Chapter shall be received and disbursed by the Chapter in accordance with Arizona law for such purposes as may be designated by the Board of Directors of the Chapter and the Arizona Historical Society.

ARTICLE VI – DIRECTORS

Section 1. Status Size and Membership. There shall be a Board of Directors, consisting of not less than nine (9) and not more than twelve (12) members.

Section 2. Representation. All Directors must be members of the Arizona Historical Society and the Rio Colorado Chapter of the Arizona Historical Society at the general membership level or higher.

Section 3. Election and Appointments.

- A. Members of the Board of Directors shall be elected by the Rio Colorado Chapter Members at the Annual Meeting from the slate provided by the Nominating Committee. The President shall, on or before 60 days prior to the Annual Meeting, appoint a Nominating Committee. All nominations presented by chapter members must be given in written form to the Rio Colorado Chapter Board President or Nominating Committee sixty (60) days prior to the Annual Membership Meeting. The written nomination shall include biographical information on the nominee. No nominations can be accepted that do not meet these conditions.
- B. Members who attend the Annual Meeting shall constitute a quorum, with 1 vote per membership category.
- C. Directors shall serve a three (3) year term so that the terms of one-third of the board members shall expire each year. No more than 1/3 of the Chapter Board shall be made up of Yuma County Historical Society Board Members.

ARTICLE VII – OFFICERS

Section 1. Number of Officers: The Officers of the Chapter shall consist of a President, Vice President and Secretary, all of whom shall be elected by the Board of Directors on the first meeting after the Annual Meeting.

Section 2. Officer Term Limits: No officer may serve more than two (2) consecutive terms.

Section 3. Officer Vacancies: In event of the demise, resignation, or three (3) consecutive absences of any office of the Board of Directors of the Chapter, with the exception of an approved leave of absence, the President may appoint, with the approval of the Board, a successor to complete the unexpired term. In the event of the incapacity, demise or resignation of the President, the Vice President shall assume the duties of the President without further action.

ARTICLE VIII – POLICIES/POWERS

Section 1. Policies: The Rio Colorado Chapter Board shall follow policies set by the Arizona Historical Society Board of Directors and the State of Arizona.

Section 2. Powers: The Directors shall have the power to fill the vacancies occurring in their number for any cause whatsoever, and shall in addition have the power to appoint and employ managers, advisors, and agents to assist in the conduct of the affairs of the Chapter and for such purposes may enter into the management contract. The affairs of the Chapter shall be conducted by the Board of Directors. Chairmen of committees, if not Board members of the Chapter, shall serve as ex-officio, without vote, on the Board of Directors.

ARTICLE IX – COMMITTEES

Section 1. Composition of Committees: The President shall appoint board members to serve as chair of each established committee, or in case of a vacancy, replace the chair. The chair with concurrence of the President, shall appoint the remaining committee members.

Section 2. Established committees: The established committees shall be Publications, Collections, Acquisitions, Docent Recruitment and Recognition, Education, Oral History and Genealogy, Tours, Property and Building Management, Publicity, Membership, Wills/Trusts, Lobbying, Fundraisers, Executive Committee.

Section 3. Ad Hoc Committees: The Board of Directors shall authorize the President to appoint such committees as deemed necessary.

Section 4. Appointment of Non-Board Members. Chairman of committees, if not Board members of the Chapter, shall serve as ex-officio, without vote on the Board of Directors.

Section 5. Presidents Representation: The President shall be an ex-officio, non-voting member of all committees and shall serve as chair of the Executive Committee.

Section 6. Executive Committee:

- A. Composition: The Executive Committee shall consist of the Officers of the Board of Directors and not more than two (2) Directors as selected by the Board.
- B. Powers: The Executive Committee shall have full authority to act for the Board of Directors between its regular meetings with the following exceptions: fill vacancies in their own membership; sell, mortgage or encumber any property of the Chapter; amend or repeal any section of the By-Laws. A majority of the Executive Committee shall constitute a quorum for action by the Committee. All actions taken by the Executive Committee shall be reported to the Board at the next full Board meeting.

ARTICLE X - - MEETINGS

Section 1. Annual Meeting

- A. The Annual Meeting of the Chapter shall be held in May.
- B. Notification to the members of the Rio Colorado Chapter of the Annual Meeting must be given no less than thirty (30) days prior to the meeting. A list of nominees for election to the Board will be enclosed with this notification.
- C. Those members present at the Annual Meeting shall constitute a quorum.

Section 2. Board of Directors Meetings:

- A. The Board of Directors shall meet at least four (4) times each year. Board Members who are absent three (3) times without a valid excuse may be ask to resign.

B. Special Action: Any action required to be taken at a meeting of the Board of Directors at an announced Executive Committee Meeting and shall be reported at the next full meeting of the Board of Directors.

Section 3. Open Meeting Law Obligations: Open Meeting Laws of the State of Arizona shall be observed for all meetings of the Chapter and its committees.

Section 4. Parliamentary Procedures: Unless otherwise stated by these By-Laws, *Roberts Rules of Order* most recent edition shall be observed on the rules of procedure for all meetings of the Chapter and its committees.

Section 5. Quorum: A majority of members of the Board of Directors shall constitute a quorum for any meeting of the Board.

ARTICLE XI – AMENDMENT OF BY-LAWS

Section 1. Procedure: These By-Laws may be altered, amended, or repealed and new By-Laws may be adopted by the majority of the members present at any regular meeting, or at any special meeting, of the Board of Directors at which a quorum is present. Proposed amendments must be mailed to the full Board or announced at the meeting previous to their consideration.