

BYLAWS OF THE GERMAN GENEALOGY GROUP, INC.

ARTICLE I - Name

Section 1. The name of this organization shall be the "German Genealogy Group, Inc.", (GGG).

ARTICLE II - Purposes

Section 1. The purposes of the GGG are to:

- a. Promote education in the research of Germanic ancestry.
- b. Encourage active participation of all members in the activities of the GGG.
- c. Provide a convenient, friendly and authoritative forum through which members may participate in and learn about genealogy.
- d. Encourage the preservation and dissemination of German American genealogy research.

Section 2. These objectives can best be realized by encouraging an active membership, having a widely distributed newsletter, evaluating and recommending reliable resources, acquiring and making available a library of research materials and holding regular general meetings that appeal to a wide spectrum of those persons who are interested in Germanic research.

Section 3. This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE III - Board of Directors

Section 1. The Board of Directors (Board) shall consist of nine (9) Board members elected by the general membership. Each Board member shall have one vote. The nine (9) Board members shall be elected in three (3) groups of three (3) members each whose terms shall be three (3) years.

Section 2. The Board shall be the policy making body of the GGG. A quorum for conducting the business of the Board shall be not less than five (5) members of the Board. The board shall not operate with less than 7 members and a quorum of 5 members will always be required.

Section 3. The general membership attending the Annual Business meeting in June shall elect the members of the Board for terms of three (3) years. If at all possible, no Board member should serve more than two consecutive three year terms. The nominating committee will make every effort to find willing and qualified candidates so that a Board

member does not have to serve three consecutive terms. The term of office will start immediately upon their election. Qualification for membership on the Board shall be membership in good standing in the GGG.

Section 4. If a vacancy occurs on the Board, it shall be filled by a special election of the remaining Board members and a majority vote will govern. The filled position shall be held only until the next election of Board members at the Annual Business Meeting. If at that time, any time remains in the 3 year term of the member who created the vacancy, a new election will take place to fill the balance of the 3 year term. The person who filled the seat until the Annual Business Meeting will be eligible for election for the balance of the member's term.

Section 5. Board meetings shall be open to all members in good standing. Upon the vote of a majority of Board members attending any Board meeting, the Board can go into Executive Session and any member-guest present will be excused for the duration of the discussion and/or vote on the sensitive material that was the cause of entry into Executive Session.

Section 6. Removal of a Board member from the Board may be by resignation or by a Board vote for cause. After written notification by the Board of intent to remove, said Board member will have ten (10) days to respond in writing, after which the (8) remaining Board members and President will vote on dismissal. In the interest of fairness to all parties, the voting body should consist of all (9) voting members. If necessary, any member not able to attend may vote via email to another Board member or the President. A 2/3s vote will be required for dismissal.

ARTICLE IV — Officers

Section 1: The Board shall elect the Officers of the GGG at its first meeting after the election of the new Board. Officer terms shall be for two years.

Section 2: The officers of the GGG shall be a President, a Vice President, Treasurer and Secretary. Each officer shall hold office until a successor has been duly elected. Newly elected officers shall assume office immediately upon their election. The officers and their appointees shall handle the regular business of the GGG.

Section 3: The President shall be the chief executive officer of the GGG. As such, will conduct Board meetings and preside at general membership meetings.

Section 4. The Vice President shall assist the President with the executive functions and in the absence of or at the request of the President, will conduct the Board meetings or preside over the general membership meetings.

Section 5. The Secretary shall keep a record of all general and special meetings of the Board.

Section 6. The Treasurer shall be responsible for the safe keeping of all funds of the GGG. Such funds shall be kept on deposit in a financial institution approved by the Board. The Treasurer shall pay authorized expenses. Checks shall have one authorized signature. In addition to the Treasurer there shall be two (2) other members, selected by the Board, that shall be authorized to sign checks in the absence of the Treasurer. In this situation, the Treasurer will select one of the other authorized members to sign checks in an emergency. The Treasurer shall make a monthly report to the Board and an annual report at the September General Membership Meeting.

Section 7. Qualification for office shall be membership in good standing in the German Genealogy Group, Inc.

Section 8. Removal from office may be by resignation or by a majority vote of the Board for cause.

Section 9. If vacancies occur in any office because of death, resignation, disqualification or otherwise, that office may be filled by nomination by any Board member and an affirmative vote of a majority of the Board. The newly elected officer shall serve for the remaining portion of the term of the departing officer.

Section 10. Officers, members of the Board and other members shall not receive any salary or remuneration for their services. Reimbursement will be made for duly authorized expenses incurred by any authorized member in transacting GGG business insofar as funds on hand may warrant. Only those members designated as a Chairperson of an activity or as authorized by the Board shall be reimbursed for expenses.

ARTICLE V - Committees

Section 1. There shall be a Nominating Committee made up of all Board members with one person appointed by the President as Chairperson. The entire Board will offer suggestions for potential nominees at the February Board meeting each year. By the March Board meeting, and after a discussion of the potential candidates, each member of the Board will vote their approval of each nominee. The candidates approved by a majority Board vote will become the Board's slate of candidates if they are willing to serve. The Chairperson will be responsible for contacting each nominee to determine if they are willing to serve a three year term. The Chairperson will give notice to the general membership of the upcoming June election in the April and May newsletters and at the April and May general Membership meetings. The slate of Board candidates shall be published in the May newsletter and announced at the May general meeting. Additional nominations will be accepted from the floor at the May Membership Meeting if seconded and the nominee is willing to serve. Any candidate nominated from the floor must accept his or her nomination at or prior to the May general meeting. Notification prior to the meeting must be made to a Board member or Officer. All members attending the Annual

Membership Meeting will vote on the candidates nominated. Candidates receiving the most votes will be elected.

Section 2. A Finance Committee shall be chosen by the Board at the March Board meeting to investigate, develop and submit a budget for the approval of the Board. The budget year for the GGG will be from July 1 through June 30 of the following year. Each committee chairperson will be responsible to submit his or her budget to the Finance Committee no later than the April Board meeting. The Treasurer will provide a report of actual income and expenses, for the period starting July 1st of the previous year through to March 31st of the current year. The recommended budget will be presented to the Board no later than the May Board meeting and approved by the Board at the June Board meeting. Each committee chairperson will be responsible to stay within his or her budget. Any monies not expended within the budget year may not be carried forward to the following year. The Board must authorize additional funds for unexpected expenses in excess of the budget.

Section 3. An Auditing Committee shall be chosen by the Board annually at the June Board meeting to audit the financial records of the GGG. The report of the Auditing Committee shall be presented at the October general meeting.

Section 4. The President shall appoint such committees not herein provided as may be necessary to facilitate the management of the GGG. All such committee appointments shall be made for a term coincident with that of the President unless otherwise provided in the GGG bylaws. The committee coordinators (chairpersons) will keep the President informed of their committee's activities.

Section 5. The Board may remove any committee member appointed by the President whenever, in its judgement, the best interests of the GGG would be served thereby, but such removal shall be without prejudice of the person so removed.

ARTICLE VI - Membership

Section 1. Any person interested in the purposes of the GGG may join by the payment of dues. Members in good standing in the GGG shall be entitled to one vote, to stand for office, to receive notices of meetings, and to receive newsletters and other publications that the GGG may issue. Annual dues shall cover one full year of membership beginning from the date the dues are received and recorded by the membership committee. A member in good standing shall be defined as one whose dues are current. Only members in good standing are eligible to vote.

Section 2. The Board may recommend changes in the annual dues. Changes in the membership dues must be approved by a majority vote of those attending the Annual June Business Meeting.

Section 3. When any member of the GGG shall be in default in the payment of their dues, the Membership Committee, in the manner approved by the Board, may thereupon terminate said member.

Section 4. The Board may award Honorary and Special memberships for one year. Honorary and Special members shall be exempt from the payment of dues or assessment of fees. Honorary and Special members have no voting privileges. By a unanimous vote of the board, Honorary memberships may be extended for longer than one year.

Section 5. Membership privileges may be revoked by the unanimous vote of the Board if it is determined that the actions of the member would be destructive or counter productive to the objectives of the GGG.

Section 6. The GGG shall make available its services and membership without regard to race, creed, age, sex, color, ancestry or national origin.

ARTICLE VII—General Membership Meetings

Section 1. The location of the principal General Membership Meeting place can be changed by the recommendation of the Board and approved by a majority vote of the general membership present at the following General Membership Meeting.

Section 2. The President may select a temporary location for a General Membership meeting if necessary or desirable or if the principal meeting place should become temporarily unavailable.

Section 3. General Membership Meetings shall be held on the first Thursday of each month except July and August. The Board may make exceptions if necessary.

Section 4. The General Membership meeting held in June shall be designated the Annual Business Meeting. At the Annual Business Meeting the Nominating Committee will present the Board recommended candidates and any or all other candidates nominated by General Membership during the May General Membership meeting. The Nominating Committee will then conduct and oversee the voting procedure and the announcement of new Board members. The voting and announcement of new Board members will be completed before the end of the Annual Business Meeting.

Section 5. All issues voted upon at General Membership Meetings shall be decided by a majority of the General Membership present and voting.

ARTICLE VIII - Amendments to the Bylaws

Section 1. Amendments to these Bylaws may be proposed by any member in good standing at a General Membership Meeting of the GGG. If, after being seconded by another member, one third of the members at that meeting vote in favor of the proposed amendment, then the proposed amendment shall be published in the next regular edition

of the Newsletter of the GGG. It may then be adopted by a simple majority of the voting membership present at the next General Membership Meeting following the publication of the GGG newsletter containing the proposed amendment.

Section 2. The Board may make non-substantive changes and grammatical corrections to the bylaws.

Section 3. The Secretary shall be responsible for printing any proposed bylaws or amendment(s) initiated in accordance with Section 1 of this Article, and for submitting them to the members for consideration at the General Membership Meeting.

ARTICLE IX - Records of the GGG

Section 1. All records of the GGG, printed or electronically generated, prepared by a member or a nonmember in pursuance of activities, projects, or as part of their job in the GGG shall be the property of the GGG. These records shall include, but are not limited to, the Newsletters, quarterlies, publications, syllabi, membership and other lists, documents, research records and other GGG material.

Section 2. The Church of Jesus Christ of Latter-day Saints, 160 Washington Ave., Plainview, Nassau, County, New York, or any other location designated by the Board, shall be the repository for the archival collection of the GGG. This collection shall contain the bound minutes of the meetings, a printed copy of the yearly official membership list, and any other material the Board shall decide to place in the archives.

Section 3. It will be the responsibility of the Secretary of the GGG to assemble and place the collection in the archives of the GGG.

Section 4. Members in good standing may, upon request, receive a copy of Board meeting Minutes, Treasurer's reports, etc. A minimal fee may be required to cover copying, mailing and other costs.

ARTICLE X - Dissolution

Section 1. A 2/3 vote of all members is required for dissolution of the GGG.

Section 2 Upon dissolution of the GGG, the Board of Directors shall dispose of all assets including but not limited to financial and material, to a genealogical, historical and/or archival institution(s) qualified under Section 501 (c) (3) of the Internal Revenue Code.