



## BYLAWS

### CONTINENTAL SOCIETY DAUGHTERS OF INDIAN WARS, INC.

#### ARTICLE I NAME

The name of this organization shall be: **CONTINENTAL SOCIETY DAUGHTERS OF INDIAN WARS, INC.**

#### ARTICLE II OBJECTS/PURPOSE/TAX EXEMPTION

**Section 1.** **Objects.** The objects of this Society shall be:

- a) to assist and encourage the preservation of records and historic sites associated with our native and immigrant American ancestors;
- b) to cherish the memory of those native and immigrant Americans who waged war and/or committed other acts of hostility together or one against the other in defense of their people's freedom, liberty and ideals;
- c) to strengthen fellowship and to encourage cooperation between descendants of native and immigrant Americans;
- d) to foster, in a spirit of patriotism, the support and endorsement of all treaties and laws made and agreed upon between the state and federal governments and the several tribes, bands, and nations of Native Americans;
- e) to publish a lineage book of the names and ancestral data of members of the Society, and original materials relating to this aspect of American history and promote and support worthy programs and projects of educational benefit to Native American Indians.

**Section 2.** **Purpose.** This Society is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations described under 501(c)(3) of the *Internal Revenue Code*, or corresponding sections of any future federal tax code.

**Section 3.** **Tax Exemption.** This Society is incorporated as a non-profit, non-stock corporation, and shall operate within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. Accordingly, the Society shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under this section.

### ARTICLE III FISCAL YEAR

The fiscal year of this Society shall be from November 1 through October 31, and all reporting dates required that are due to the General Organization shall align with these dates.

### ARTICLE IV ELIGIBILITY

**Section 1. Eligibility.** Any woman who is of good moral character, who is not less than (16) sixteen years of age, shall be eligible for membership, provided she is personally acceptable to the Society and a lineal descendant of a Native American or Immigrant American ancestor who participated in any capacity in actual hostilities, together or one against the other, or in any other activity with each other during the period May 14, 1607 to 1900.

**Section 2. Proof of Descendancy.** Each applicant shall agree to conform to the Bylaws adopted by the Continental Society and shall submit references and proof to document the ancestor's service or activity. An application, in duplicate (one original and one photocopy), proving each generation, shall be presented with references to establish proof of the legitimate blood lineage of the applicant from generation to generation. Approved applications from another lineage society will be accepted as proof of lineage for membership in this organization.

**Section 3. Ineligibility.** No person shall be admitted as a member of this Society who pledges to (or advocates by force or violence), to overthrow the Government of the United States, or who has been guilty of other treasonable acts. This Society shall have the right to expel such member for any of these causes and any question arising under this section shall be determined by the Society.

### ARTICLE V MEMBERSHIP

**Section 1. Classes of Membership.** The classes of membership in this Society shall be: Active, Life, Member-at-Large, and Associate.

**Section 2. Active.** An Active Member is defined as those members whose names appear on the list mailed with per capita taxes/fees, as members of a chapter in good standing, submitted to the Treasurer General.

**Section 3. Life Member.** Life Membership is defined as a member in good standing who has paid the required fee for life membership and will no longer need to pay National dues.

**Section 4. Member-at-Large.** Member-at-Large is defined as those members who are not members of a Chapter, or State/Provincial Society and shall be known as Members-at-Large (MAL).

**Section 5. Members-in-Abeyance.** Members-in-Abeyance shall be new members who are in the process of organizing a new state society. They shall be called organizing charter members of the new State/Provincial Society.

**Section 6. Associate Member.** Associate membership shall be defined as an Active Member who, after receiving an invitation to join, may also desire to become an Associate Member of a different Chapter or State/Province upon payment of the required annual dues for Associate membership. Associate members shall not be eligible to hold an elective office or vote at any meetings of her Associate Chapter.

**Section 7. Founders and Charter Members.** Members admitted by 15 December 1988, shall be known as “Founders.” Members admitted by 26 April 1989, shall be known as “Continental Charter” members.

## ARTICLE VI OFFICERS

**Section 1. Officers.** The officers of the Continental Society shall be: Governor General, First Deputy Governor General, Second Deputy Governor General, Chaplain General, Recording Secretary General, Corresponding Secretary General, Organizing Secretary General, Treasurer General, Registrar General, General, Historian General, and Librarian General. Collectively, they shall be known as the Executive Committee, or Executive Officers, which is synonymous with Executive Board.

**Section 2. Eligibility.** To be eligible for the office of Governor General, a member must have served one (1) term as a State Society Governor or as an elected officer of the Continental Society.

**Section 3. Term.** Each officer of this Society shall be elected for a term of two (2) years or until her successor is elected. No member may be re-elected to the same office until an interval of at least one (1) two-year term has elapsed (with the exception of the Treasurer General and Registrar General, who may succeed themselves by a vote of the Council). The term of office shall begin at the close of the annual meeting at which they are elected.

**Section 4. Ineligibility.** A Member-at-Large (MAL) may not hold an elected office in a State/Provincial or in the Continental Society.

**Section 5. Vacancies.** Should the office of Governor General become vacated, the Deputy Governors General shall succeed to that office in order of rank. Should any officer become incapacitated or unable to perform the duties of her elected office, the Governor General shall declare the office vacated and appoint a qualified member to fill the vacancy for the unexpired term, subject to the approval of the Executive Committee.

**Section 6. Honorary Governor General.** At the end of a complete term of office the Governor General may receive the honor of being elected Honorary Governor General.

## ARTICLE VII DUTIES OF OFFICERS

**Section 1. Governor General.** The Governor General shall: preside at all meetings of the Council of the Continental Society; appoint chairmen of any committees she deems necessary to perform tasks not otherwise assigned; be ex-officio member of all committees except the Nominating Committee; select appointed officers to serve during her term of office; and her signature shall be on file with the bank for the financial accounts of the Society’s funds to sign or countersign checks in conjunction with the First Deputy Governor General and Treasurer General.

**Section 2. First Deputy Governor General.** The First Deputy Governor General shall: perform the duties of the Governor General in her absence; read the Objects of the Society at the Annual Council and Board of Management meetings or any other appropriate function; and serve as the chairman of the Spring Board Meeting and Annual Council Meeting. She shall also be authorized to sign checks for the Society.

**Section 3. Second Deputy Governor General.** The Second Deputy Governor General shall: perform the duties of the First Deputy Governor General in her absence.

**Section 4. Chaplain General.** The Chaplain General shall perform the duties pertaining to that office, including but not limited to: opening meetings of the Society with the reading of scripture and prayer; giving meal blessings; providing a closing benediction at meetings; conducting a brief Memorial Service, if required, at each

Annual Council meeting; sending condolences to families of members of the National Board of Management who have passed during the year; sending birthday greetings to members celebrating a 90<sup>th</sup> and 100<sup>th</sup> birthday; reminding State Chaplains to report the names of deceased members during the year; and conducting religious services and ceremonies, when required.

**Section 5. Recording Secretary General.** The Recording Secretary General shall: keep a record of the proceedings of all Executive Committee meetings, Council Meetings, Board of Management Meetings, and Special Meetings; furnish the Governor General with a copy; send copies to the members of the Minute Approval Committee; keep all minutes in her custody and possession, except by vote of the Council members; permit members to read the minutes when requested; and prepare and send a digest of the business transacted at an Executive Committee meeting when requested to do so.

**Section 6. Corresponding Secretary General.** The Corresponding Secretary General shall: handle all correspondence of the Society not assigned to others; issue any notices as ordered by the Executive Committee or requested by the Governor General; and may be requested to read all reports of officers, chairmen, and State Governors who are not in attendance at Council Meetings.

**Section 7. Organizing Secretary General.** The Organizing Secretary General shall: present all requests and local recommendations for the appointment of Organizing State/Provincial Governors to the Executive Committee for approval; keep a complete record of organizations including names, dates, and names of organizing members as well as disbandments/dissolutions; and report them to the Treasurer General.

**Section 8. Treasurer General.** The Treasurer General shall: be responsible for the Society's funds; collect and deposit such funds in the Society's bank account in the name of the Continental Society Daughters of Indian Wars, Inc., in an FDIC or FSLIC financial institution selected and approved by the Executive Committee; pay all approved and authorized bills from said account; sign or countersign all checks, in conjunction with the Governor General, when necessary; file vouchers for all expenditures; prepare and submit a complete treasurer's report to the Council; prepare and submit an annual proposed Budget for review and approval by the Executive Committee to be adopted by the Council; inform the Registrar General of all changes in membership reported; serve as the chairman of the Finance Committee; and be responsible for up-to-date information and timely preparation of the IRS 990-N forms and, if applicable, Charitable Trust forms CT-TR-1 and RRF-1, with the appropriate agencies regarding the Society's non-profit tax exemption under Section 501(c)(3). Only one (1) signature need be required for written checks or withdrawal of funds. The financial records of the treasurer shall be available for examination at any time, by the Executive Committee or by a Certified Public Accountant, if requested.

**Section 9. Registrar General.** The Registrar General shall: examine all new application papers; verify the genealogical data for accuracy; if approved, forward the information to the Corresponding Secretary General who will notify the applicant of admission to the Society; have on file a record of all lineage papers of members, returning the duplicate paper to the Chapter or State/Provincial Society; assign all Continental Membership Numbers; maintain a register of all marriages, deaths, resignations, and dropped members that include their Continental Numbers; duplicate papers of Members-in-Abeyance shall be held in the files of the Registrar General until the Organizing State or Province has been confirmed by the Executive Committee; and once confirmed, send said papers to the Registrar of the new State/Provincial Society.

**Section 10. Historian General.** The Historian General shall maintain a record in chronological order of all matters of historical significance pertaining to the Continental Society.

**Section 11. Librarian General.** The Librarian General shall: compile a list of desirable historical records, genealogical books, and source materials for recommendation to donors.

## ARTICLE VIII APPOINTED OFFICERS

**Section 1. Appointment.** The Governor General may appoint officers, at her discretion, before the close of the Annual meeting at which she was elected. She shall announce the names of the Appointed Officers and their names, addresses, telephone numbers, and e-mail addresses shall be printed in the Annual Yearbook or Directory.

**Section 2. Designation.** The appointed officers shall include, but not be limited to, Parliamentarian (who may or may not be a member of the Continental Society) and an Assistant Registrar General, who shall review and approve supplemental applications, issue Certificates of Membership, and assist the Registrar General.

**Section 3. Duties.** The appointed officers may attend all meetings of the Executive Committee, Annual Meetings, or any Special Meetings. Appointed officers shall not be counted in order to declare a quorum present at any Executive Committee meeting and shall not be entitled to a vote on any issue, but may enter into all discussions, and receive copies of all correspondence. If a member of the Society serves as its Parliamentarian, she shall **not** be precluded from having the right to vote by ballot as an individual member at all meetings. She may not, however, participate in debate or make motions, but may assist a member in making a motion in the proper manner. She shall not be entitled to cast a deciding vote.

## ARTICLE IX EXECUTIVE COMMITTEE

**Section 1. Composition.** Collectively, the elected and appointed officers of the Society shall constitute the Executive Committee.

**Section 2. Supervision.** The Executive Committee shall have general supervision over the affairs of the Society between its Council business meetings, at a time and place agreed to by members of the Executive Committee. It shall make recommendations to the Council and perform such other duties as are specified by these Bylaws. This Committee shall be subject to the orders of the Society, and none shall conflict with action taken by the Society. The Governor General, at her discretion, may conduct business of the Executive Committee by U.S. Mail, telephone, e-mail, or other electronic media as set forth in these bylaws.

**Section 3. Quorum.** Six (6) members of the Executive Committee shall constitute a quorum for the transaction of business.

**Section 4. Meetings.** *Regular meetings* of the Executive Committee shall be held immediately prior to each Board of Management Meeting and Annual Council Meeting. *Special meetings* may be called by the Governor General or upon written request of a majority of the members of the Executive Committee, subject to a prior three (3) day notice. Said notice shall state the purpose of the special meeting. Only the business stated in the Call or Notice of a Special Meeting may be considered for discussion and action at such meeting.

## ARTICLE X NOMINATIONS AND ELECTIONS

**Section 1. Composition.** A Nominating Committee of three (3) members, who are in good standing, shall be elected during the Annual Council meeting in the year preceding an election year. Nominations can be made from the floor. No more than five (5) members may be nominated to serve on this committee. A nominee must give her consent to serve (either orally or in writing) and have been a member of the organization for at least one (1) year.

**Section 2. Election.** The election of the Nominating Committee shall be by ballot. The three (3) nominees that receive the greatest number of votes cast from the five (5) nominees (if that many), shall constitute the committee. The nominee receiving the highest number of votes shall serve as the Chairman of the Committee as well as the Head Teller at all meetings. In the event there is a vacancy on the committee, the Executive Committee shall have the authority to fill any vacated position or allow the remaining members to serve alone.

**Section 3. Duties.** The elected Nominating Committee shall receive the names of proposed candidates and obtain the candidate's consent (oral or written) to serve in order to verify their qualifications to fill the various offices. Names of candidates shall be submitted in writing to the Chairman of the Nominating Committee no earlier April 1 and no later than May 31 prior to the Annual Council Meeting in an election year so that the names of candidates can be included in the June issue of the *Calumet*. Any candidate wishing to withdraw her name must notify the Nominating Committee in writing at least five (5) days prior to the election.

## ARTICLE XI NOMINATION and ELECTION PROCEDURES

**Section 1. Ballot Vote.** The Officers of the Society shall be elected by ballot in an election year at the Annual Council. A majority vote shall elect. In case there is only one (1) nominee for each office, the ballot may be dispensed with and the election conducted by *viva voce* vote. Any member has a right to request a written ballot vote upon proper motion. In addition to the slate provided by the Nominating Committee, nominations for all elective officers may be made from the floor at the time of the election. Officers shall assume the duties of their respective office at the close of the meeting at which they are elected.

**Section 2. Computer Skills.** To be eligible for nomination of any National elective office, all nominees must be computer literate.

**Section 3. Candidate for Governor General/First Deputy Governor General.** If a member desires to be a candidate for the office of Governor General or First Deputy Governor General, she must have been an active member of the Society for at least two (2) years; served one (1) term as an elected state officer or appointed officer; and, served at least one (1) term as an elected officer of her home chapter.

**Section 4. Other Candidates for Office.** To be eligible to serve in **any other** elective office, a candidate must have been an active member of her Chapter and State Societies for at least two (2) years and served as an officer in her chapter for at least one (1) term. A portion of this requirement may be waived if the candidate has served as an elected officer of another organization or has had similar experience.

**Section 5. Requirements for Treasurer.** To be eligible of the office of Treasurer, the same requirements are necessary as in Section 4 above, except that the candidate shall have held office as a chapter or state treasurer for at least one (1) term of office or have had substantial bookkeeping experience and proficient in electronic financial programs.

**Section 6. Dual Offices.** No member may hold more than one (1) elected office at a time. Except for the Treasurer and Registrar, no member shall hold the same elective office more than two (2) consecutive two-year terms. Newly elected officers will assume their duties at the close of the Annual Council Meeting at which they were elected. All outgoing Officers shall deliver to their successors, all instructions, records, and Society property pertinent to their office within thirty (30) days following the close of the Annual Council Meeting.

## ARTICLE XII COUNCIL MEETINGS

**Section 1.** **Annual Council Meeting.** The Annual Council of the Continental Society shall be held during the month of September.

**Section 2.** **Quorum.** Twenty-one (21) members in good standing who are registered and present, six (6) of whom shall be elected National officers, shall constitute a quorum for the transaction of business.

**Section 3.** **Voting Body.** The voting body at any Annual Council meeting shall be all members of the Society, in good standing, who are registered and present.

**Section 4.** **Call and Notice.** The Governor General shall send a Call and Notice of the Council Meeting to all members at least sixty (60) days prior to the scheduled date of said meeting. The Call shall include the date, time, and location of the meeting and any charge associated therewith.

**Section 5.** **Purpose.** The purpose of the Annual Council meeting shall be: to receive annual reports of the Continental Officers, State/Provincial Governors, and Continental Chairmen; to conduct an election of officers, when required; to elect a Nominating Committee, in the year prior to election of officers; to disseminate pertinent Society information and instructions to members; and to conduct such other business as necessary for the efficient management of the Society.

**Section 5.** **Special Meetings of Members.** **Special meetings** of the Society's members may be called by the Governor General or upon the written request of ten (10) members in good standing, who are not officers of the Society. Notice shall be given to all Officers, State, and Chapter Governors, subject to a prior thirty (30) day written notice if held electronically and a prior forty-five (45) day written notice if held as an "in-person" special meeting. Said notice shall state the date, time, and purpose of the special meeting. Only the business stated in the Call or Notice may be considered for discussion and action at such meetings.

## ARTICLE XIII BOARD OF MANAGEMENT

**Section 1.** **Composition.** The Board of Management shall be comprised of the elected Continental Officers General, the Honorary Governors General, the State/Provincial Governors (or in their absence the State/Provincial First Deputy Governors or other representative) and all Continental Chairmen.

**Section 2.** **Duties.** The Board of Management shall: consider all matters affecting the welfare of the Society; may submit recommendations for consideration at the Annual Council for final action; review and recommend the annual budget for the upcoming fiscal year at each Spring Meeting to be presented for approval by members attending the Annual Council Meeting.

**Section 3.** **Meetings.** In addition to attending the Annual Council Meeting held in the Fall of each year, the meeting held annually in the District of Columbia on the first Thursday in April, shall be known as the Spring Board of Management meeting.

**Section 4.** **Quorum.** Fifteen (15) members in attendance at any Board of Management meeting, six (6) of whom shall be elected officers, shall constitute a quorum for the transaction of business.

## **ARTICLE XIV ELECTRONIC MEETINGS**

**Section 1. Electronic Meetings.** When necessary, meetings may be conducted electronically by any of the media platforms available to Officers, Chairmen, Committees, and members, except regular email. However, electronic meetings should not become the normal routine, and should take place only when a physical meeting cannot be held. The Call & Notice for the meeting must meet the requirements and guidelines in the bylaws or standing rules of the organization. The items of business should be kept to a minimum and announced in the Call to the meeting. A quorum must be in attendance before the presiding officer calls the meeting to order; all participants must be able to see and/or hear each other simultaneously; and remain online until the meeting is adjourned. An anonymous vote conducted through a designated Internet meeting service shall be deemed a valid ballot vote. Non-ballot voting may be conducted by a show of hands or viva voce. The Recording Secretary shall take the minutes of an electronic meeting in the same manner as for a physical meeting and they shall be reviewed for accuracy in the same manner. Executive Committee minutes taken during an electronic meeting shall be approved by its members. Minutes of an Annual Meeting or Board of Management meeting taken in an electronic meeting, when approved, shall be made available to all Chapters. The Minutes of any electronic meeting shall become part of the permanent records of the organization.

**Section 2. e-Mail Voting.** Voting required on any motion during an e-mail type meeting among the officers that is not an electronic meeting as described above, shall be given to the Recording Secretary by a response of affirmative, negative, or abstention. When voting by e-mail, the response shall be sent electronically by each member in attendance to the Recording Secretary as a **separate and clean response** without an e-mail string or thread attached, so that the Recording Secretary can tally the responsive votes to include the number of affirmative, negative, and abstentions, if any, for the Minutes on each motion considered.

**Section 3. Ratification of Votes.** All motions arising from an electronic or e-mail meeting, shall be ratified and approved by each participating member of the Executive Committee by signing a copy of the official minutes of said meeting as prepared by the Recording Secretary at its next scheduled meeting.

## **ARTICLE XV FEES AND DUES**

**Section 1. Dues.** The annual dues of the Continental Society shall be determined by the Executive Committee and payable to the Treasurer General no later than August 1 each year. Members whose applications are approved after May 1 shall not owe dues until the year following acceptance. (See Standing Rules for Fees/Dues.)

**Section 2. Application Fees.** Each application for membership shall require a non-refundable application fee that must accompany the application for membership. (See Standing Rules for Fees/Dues.)

**Section 3. Copy Fees.** A reasonable fee shall be charged for the purpose of copying any approved and accepted application papers. . (See Standing Rules for Fees/Dues.)

**Section 4. Supplemental Papers.** Each Supplemental Application shall require a non-refundable processing fee that must accompany the supplemental lineage application. (See Standing Rules for Fees/Dues.)



**Section 5. Life Member.** Members who are age sixty (60) years and over may have the option to pay a one-time fee for life membership status at a rate determined by the Executive Committee. Members under the age of sixty (60) years may also become a life member for a higher fee, also to be determined by the Executive Committee. These funds are to be kept in an escrow account with only the interest going into the general fund each year.

**Section 6. Members-at-Large.** Annual dues of Members-at-Large (MAL) shall be determined by the Executive Committee and payable to the Treasurer General by August 1 each year. (See Standing Rules for Fees/Dues.)

**Section 7. Resign/Reinstatement.** A member who has resigned in good standing from the Society may be reinstated by invitation of the Governor General or by a State/Provincial Governor provided she has the endorsement of two (2) members in good standing of a Chapter or State/Province and upon payment of the current year's dues and the reinstatement fee.  
(See Standing Rules for Fees/Dues.)

## ARTICLE XVI COMMITTEES

**Section 1. Advisory Status.** Honorary Governors General of the Continental Society shall constitute the Advisory Committee.

**Section 2. Standing Committees.** Governor General shall appoint any necessary committees, including, but not limited to the following: Bylaws, Financial Review, Curator, Finance, Insignia, Printed Supplies, Sashes and Ribbons, Scholarship, and Yearbook/Directory. She may also appoint members to chair other committees as listed in the Handbook of the Society, when necessary. She shall also have the authority to appoint the chairman of an ad hoc committee, subject to the approval of the Executive Committee and Board of Management. (Refer to the Handbook for other standing committees.)

## ARTICLE XVII STATE/PROVINCIAL SOCIETIES

**Section 1. Composition.** A State/Province may commence organizing with ten (10), or more, members. The Governor General shall appoint a State or Organizing Governor, with the approval of the Executive Committee, to oversee the organizing process for a period of one (1) year from the date it is confirmed. A State/Province having twenty-one (21), or more, members may be chartered. Specific instructions on forming a State Society are contained in the organization's handbook.

**Section 2. Name.** All State/Provincial Societies shall be known as the Continental Society Daughters of Indian Wars, State or Province of \_\_\_\_\_.  
(Name of new organization)

**Section 3. Confirmation.** State/Province organizations may be confirmed at a Continental Executive Committee meeting. Newly organized State/Provincial Governors may be installed at the Annual Council. The term of office shall begin at the close of the Annual Council meeting.

**Section 4. Officers.** Every State/Provincial Society shall have the following officers: Governor, Deputy Governor, Chaplain, Recording Secretary, Corresponding Secretary, Treasurer, Registrar, Historian, and Librarian. Each officer shall be responsible for reporting to her State and General counterpart.

**Section 5. Duties of Officers.** The duties of the State/Provincial Officers, except the Registrar, shall be as defined in the bylaws of the Continental Society or as contained in *Robert's Rules of Order, Newly Revised*. However, the State/Provincial Registrar shall keep a permanent record of the membership in her State/Province,

including the name, address, date of admission, assigned Continental Membership Number, and the name of each ancestor. She shall immediately report all changes in membership due to death or resignation to the Registrar General and Treasurer General. She shall examine all application papers for accuracy before forwarding them to the Registrar General for final review and approval.

**Section 6. Per Capita.** By August 1 each year, the State/Provincial Treasurer shall annually send to the Continental Society Treasurer General the required dues for each member listed on the State/Province roster as of July 1, and whose dues have been paid.

**Section 7. Bylaws.** Each State/Provincial shall adopt its own set of Bylaws and Standing Rules for guidance provided they do not conflict with the Bylaws of the Continental Society. Any change to the Continental Society Bylaws that affect a State/Provincial Society will automatically become a change in the State/Province Bylaws.

**Section 8. Dues.** The number of annual dues may be set by each State/Province.

**Section 9. Delegates/Alternates.** Delegates or alternates to Continental Society Meetings shall be, by right of office, the State/Provincial officers.

**Section 10. Annual Meetings.** Each State/Provincial Society shall hold its Annual Meeting prior to the Annual Meeting of the Continental Society, at a time fixed by that State's/Province's Bylaws.

## **ARTICLE XVIII CHAPTERS**

**Section 1. Chapters.** For the purpose of promoting the objects of the Continental Society, members may be organized into chapters within the State/Provincial Society. No chapter may organize without the approval of its State/Provincial Executive Committee and a vote of its membership. Specific instructions on forming a Chapter are contained in the organization's handbook.

**Section 2. Primary.** A primary chapter may be organized and chartered with not less than twelve (12) members in a city, town, or village where no chapter exists.

**Section 3. Secondary.** A secondary chapter may be organized and chartered in a locality where a chapter already exists, provided that each secondary chapter shall have a least twelve (12) members of whom eight (8), or more, have never been members of another chapter; and, provided that the organizing of the chapter has been approved by the Continental Executive Committee.

**Section 4. Organizing Chapter Governor.** The State/Provincial Governor may recommend a Member-at-Large (MAL) as the Organizing Chapter Governor, who is a member in good standing. The recommendation must be submitted in writing to the Organizing Secretary General. The appointment of an Organizing Chapter Governor shall expire by limitation if no chapter is formed within one (1) year, except that upon the request of the State/Provincial Governor, the appointment may be extended for one (1) additional year.

**Section 5. Chapter Names.** The names of all chapters chartered prior to 2010, shall be considered "grandfathered" into the Society. The name of any chapter chartered after 2010, shall be confined to the name of a location, historical event, or a Native American name within the historical period, subject to the approval of the Executive Committee. Three (3) chapter names shall be selected with first, second, and third choices submitted for consideration.

**Section 6. Transfers.** A member of a chapter who wishes to become an organizing member of a prospective chapter shall be transferred to Member-at-Large (MAL) status prior to the organization of the new chapter.

**Section 7. Documentation.** No chapter organizing under any of the provisions of this section shall be recognized as a chapter until a copy of the Minutes of the organizing meeting and its bylaws have been transmitted, in duplicate, to the Continental Society's Executive Committee for verification and approval.

**Section 8. Collection of Dues.** Dues collected by the Chapter for Continental Society membership shall be paid through the State/Provincial Treasurer, who shall forward them to the Treasurer General.

## **ARTICLE XIX INSIGNIA and COLORS**

**Section 1. Insignia.** The insignia of the Society shall consist of a seven-pointed star with a peace pipe in the center and a curved arrow at the top.

**Section 2. Ribbon.** The insignia shall be attached to a ribbon with stripes of blue, red, white, yellow, which are the colors of the Society.

## **ARTICLE XX PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised* shall govern this Society in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Society may adopt.

## **ARTICLE XXI SPECIAL RULE OF ORDER**

Pursuant to the meeting schedule set forth in these Bylaws, the organization does not currently hold meetings within a quarterly interval as suggested by its parliamentary authority, *Robert's Rules of Order, Newly Revised* (current edition). Therefore, this special rule of order is formulated so that all business of the organization that is of a continuing nature, either ongoing or that remains incomplete at the conclusion of any meeting or officer's term where the next meeting is scheduled for more than a quarterly interval, may be automatically postponed to the next scheduled meeting for action.

## **ARTICLE XXII INDEMNIFICATION and LIABILITY**

**Section 1. Indemnification.** The Society shall indemnify officers and other persons in accordance with applicable law.

**Section 2. Liability.** Officers shall not be personally liable for monetary damages for breach of fiduciary duty in their respective capacities, provided that the foregoing shall not limit the liability of any officer for: (a) appropriation, in violation of her duties, or any business opportunity of the organization; (b) acts or omissions that involve intentional misconduct or a knowing violation of the law; (c) the types of liability set forth in state or federal codes; or (d) receipt of an improper personal benefit under the state or federal codes.

**Section 3. Propaganda.** No substantial part of the activities of this organization shall consist of carrying on propaganda, or otherwise attempting to influence legislation and the organization shall not participate or intervene in any political campaign (including publishing or distributing statements) on behalf of any candidate for public office.

**Section 4. Personal Benefit.** The property of this organization is irrevocably dedicated to educational and charitable purposes and no part of the net income or assets shall ever inure to the personal benefit of any officer, director, member, or to the benefit of any private individual. Officers and chairmen may be reimbursed for normal operating expenses associated with her office or chairmanship.

## **ARTICLE XXIII AMENDMENTS**

**Section 1. Bylaw Amendments.** These Bylaws may be amended at any Annual Council Meeting by a two-thirds vote of members present and voting in person at a duly noticed Council meeting. Notice of any proposed amendment(s) or complete revision shall be mailed with the Official Notice and Call to the Annual Council Meeting at least forty-five (45) days prior thereto. However, under certain circumstances, the members shall have the right to vote on any amendment(s) or implement any change in the Bylaws at any time, in the event of an emergency or when it would be in the best interests of the Society to do so, provided said amendment(s) or change(s) is/are deemed reasonably prudent for the operation of the Society. The Bylaws Committee shall first determine if any such amendment(s) meet(s) these criteria and if they should be brought before the Executive Committee and members for consideration.

**Section 2. Implementation by States/Provinces.** Any revision or amendments to these Bylaws that affect the following: reporting dates; Historical Proof of Eligibility; requirements of membership; per capita taxes/fees; or other fees imposed by the National Society, or by federal law (Internal Revenue Service), or other such changes shall automatically change such requirements in the Bylaws of the any State/Provincial Society, or its chapters. Any changes therefor shall be implemented as soon as practical, without a meeting, after receiving notification of the adoption of such amendment(s) from the National Society.

**Section 3. Effective Date.** Unless otherwise provided, prior to its adoption or upon a motion to adopt, any amendment(s) or revision to these Bylaws shall take effect at the close of the Annual Council meeting at which it/they was/were adopted, unless a proviso date is indicated.

## **ARTICLE XXIV DISSOLUTION**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the *Internal Revenue Code*, or corresponding sections of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose.

Approved 9/12/98

Corrected 2/5/99

Amended 9/11/99

Amended 9/7/02

Amended 9/24/05

Amended 9/18/10

Amended 9/16/17

Prior motions to amend have been implemented in a review by an appointed committee in May 2019

Complete Revision 4/1/2021