

**CONSTITUTION AND BY-LAWS
OF THE
MIDWEST AFRO-AMERICAN GENEALOGICAL INTEREST COALITION (M.A.G.I.C.)**

Amended October 27, 2007

MISSION STATEMENT:

The purpose of M.A.G.I.C is to promote genealogy and family history through the presentation of structured classes, exhibition of genealogies, guest lecturers and tours of agencies that are considered sources of genealogical interest.

ARTICLE I: NAME

The name of this corporation is The Midwest Afro-American Genealogical Interest Coalition (M.A.G.I.C.). The principal office of the Corporation is the state of Missouri shall be located in Kansas City, Missouri, County of Jackson. The Corporation may have other offices, either within or without the state of Missouri as the Board of Directors may designate or as the business of the Corporation may require from time to time.

ARTICLE II: PURPOSE

The purpose of this corporation is to associate its members in study and in efforts to advance genealogies and family histories through educational and cultural presentation of structured classes, exhibition of genealogies, guest lectures, and tours of agencies that are considered sources of genealogical knowledge.

ARTICLE III: MEMBERSHIP

Section 1. Eligibility

Membership is open to the general public.

Section 2.

Term of membership shall be from January 1 to December 31 of each calendar year.

Section 3.

The amount of annual dues for membership shall be determined as needed by the Board of Directors. A majority vote of the members voting shall be required to adopt the amount for annual dues.

Section 4. Classes of Membership

A. There shall be three classes of membership, namely Active members, Active members in good standing, and Honorary members.

- B. Active members in good standing are those who have paid their dues for the current year on or before January 31 of the current calendar year.
- C. Active members are those who have paid their dues during the calendar year but after January 31.
- D. Members not paying their dues for the current calendar year by June 30 will be removed from the active member roster.
- E. Honorary members are those who have rendered outstanding service to the organization, and are proposed by honorary membership to the Board of Directors in writing, with the endorsement of at least eight members. Their candidacy having been approved by the Board. Honorary members are exempt from annual dues for a specified period by the Board and shall be granted the privilege of attendance to all organization general meetings.

ARTICLE IV: OFFICERS

Section 1. Officers of the organization shall be President, Vice President, Recording Secretary, Assistant Secretary, Corresponding Secretary, Treasurer, Assistant Treasurer, and Historian.

Section 2. Duties of Officers

A. PRESIDENT

The President shall:

1. Preside over all meetings of the organization.
2. Call special meetings and be responsible for additional special activities.
3. Be responsible for all activities, including those of active members.
4. With approval of the Board of Directors appoint standing committee chairpersons.
5. Be ex-officio member of all committees.
6. Ensure that the organization is represented by an elected officer at all public functions.
7. Be authorized to sign checks.
8. Appoint special and ad hoc committees as needed. Disband special or ad hoc committees once their function is completed.
9. Set up agenda for monthly general meetings and Board of Director meetings as needed.
10. Sign all contracts.

B. VICE-PRESIDENT

The Vice-President shall:

1. Preside over meetings of the organization in the absence of the President.
2. In the absence of the President ensure that the organization is represented at all public events.
3. Co-sign checks written from the organizations account in the absent of the President.
4. Serve as chairperson of the program committee.
5. Schedule speakers and/or activities for membership meetings.
6. Inform the President Elect and the Secretary of upcoming programs.
7. Maintain a list of people and /or organizations for program ideas.

C. RECORDING SECRETARY

The Recording Secretary shall:

1. Keep record of the activities of the organization.
2. Take minutes at all Board of Directors meetings and regular meetings of the organizations as well as other meetings designated by the President.
3. Keep accurate minutes and copies of agenda of each meeting.
4. Circulate, maintain and record the names of officers, chairpersons, members, and guests in attendance at each meeting.
5. Record and file the names and addresses of members, special committees, and of standing committees with chairpersons.
6. Preside over meetings in the absence of the President and Vice-President by calling the meeting to order and conducting it until a temporary chairperson is appointed.
7. Bring a copy of the constitution and by-laws to each meeting.
8. Sign all contracts.
9. Be authorized to sign checks.

D. ASSISTANT SECRETARY

The Assistant Secretary shall:

1. Serve in the absence of the secretary.
2. Serve as Chairperson of the education committee.

E. CORRESPONDING SECRETARY

The Corresponding Secretary shall:

1. Write Thank You Notes/Card pertaining to the organization.
2. Read correspondence at meetings as requested by the President.
3. Keep records of the names and addresses of members.
4. Send out call notices of Board of Directors and of special meetings, and amendments to be made as requested by the President.
5. Be responsible for sending benevolent correspondence to members or friends of M.A.G.I.C., this shall include, parents, children, and spouse; one benevolent per family if a monetary consideration.
6. Serve as a member of the membership committee.
7. Sort, Log and distribute correspondence to the appropriate society members.

F. TREASURER

The Treasurer shall:

1. Be entrusted with the custody of the funds of the organization.
2. Receive all moneys and deposit same in a bank of other institution designated by the Board of Directors.
3. Make all withdrawals and disbursements by check.
4. Issue checks for the operations of the organization upon authorization of the Board of Directors and upon receipt of documentation necessary for reimbursement.
5. Keep a proper set of books and present a monthly Treasury report and mail an annual report to the membership.
6. Serve as a member of the public relations committee.
7. Keep record of paid memberships and dates paid.

G. ASSISTANT TREASURER

The Assistant Treasurer shall:

1. Assist and perform in the absence of the Treasurer.
2. Issue checks for the operations of the organization in the absence of the Treasurer.
3. Be under the tutorage of the Treasurer.

H. HISTORIAN

The Historian shall:

1. Be the custodian of all documents, artifacts, reports, official papers of the organization, and other such materials as designated by the Board of Directors.
2. Collect photographs, news clippings, etc., which document the history of the organization.
3. Maintain an achievement record of all members.
4. Perform special assignments as designated by the Board of Directors.
5. Store, maintain, catalog, and care for all books, publications, and other materials donated or bought by the organization.
6. Report annually on the holdings of the organization.
7. Serve as member of the constitution and by-laws committee.

ARTICLE V: BOARD OF DIRECTORS

Section 1. The Board of Directors shall be the governing body of the organization.

Section 2. The Board of Directors shall consist of the elected officers, appointed officers, the chairpersons of standing and special committees, and the immediate past president.

Section 3. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining Directors though less than quorum of the Board of Directors, unless otherwise provided by Constitution. A Director to fill a vacancy shall be elected for the unexpired term of the present predecessor in office. Any Directorship to be filled by reason of an increase in number of Directors may be filled by election by the Board of Directors for a term of office continuing only until the next election of Directors by the membership.

Section 4. Any member, officer or agent may be removed by the Board of Directors whenever, in its judgment, the best interest of the Corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the persons so removed. Election or appointment of member, officer or agent shall not of itself create contract rights, and such appointment shall be terminable at will.

Section 5. The Board of Directors shall:

- A. Transact all business of the organization or designate committees or individuals to transact business.
- B. Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings

of the Board of Directors may fix the place for holding any special meeting of the Board of Director call by them.

- C. Take no action that conflicts with actions approved by the general membership.
- D. Designate someone to audit the financial records of the organization.
- E. Approve, by December 15, a budget for the organization for the new calendar year beginning January 1.

Section 6. Ex-Official Board Members

- A. Past Presidents.

ARTICLE VI: ELECTION AND TERMS

Section 1. The election of officers shall be held each year in January.

Section 2. Only members, active members with dues paid for at least a year prior to election are eligible to hold office.

Section 3. Elected officers serve a one-year term.

Section 4. The President shall appoint a nominating committee each November. The President shall not serve as a member of the committee.

Section 5. The nominating committee shall make out a slate of officers, and the chairperson of the committee shall present it to the organization at the December meeting.

Section 6. Eligible members shall also be able to submit names of eligible members to the nominating committee up to and including nominations from the floor the day of the election.

ARTICLE VII: MEETINGS

Section 1. Monthly meetings will be held on the first Saturday of each month, unless otherwise designated, and at a location to be designated by the President.

Section 2. An Annual meeting will be held at a time specified by the Board of Directors.

Section 3. The Board of Directors shall meet no less than quarterly to conduct business of the organization, and two-third of the elective officers must be involved in every meeting.

Section 4. A quorum for a meeting of the membership shall consist of a minimum of eight (8) dues paying members.

ARTICLE VIII: COMMITTEES

Section 1. The standing committees of the organization shall be: Public Relations, Membership, Constitution and by-laws, and Program Education.

Section 2. The President, with the approval of the Board, may appoint standing committee chairpersons.

Section 3. All standing committees shall prepare annual reports and submit them to the President.

Section 4. Public Relations Committee

The Public Relations Committee shall be responsible for the development and distribution of flyers, brochures, graphics, including logos, and other items to be used by the media or be the organization to publicize or improve the image of the organization. The Public Relations Committee will work closely with the Program Committee to ensure the success of all planned programs. The Public Relations Committee shall work closely with the newsletter staff.

Section 5. Membership Committee

The membership committee shall maintain an accurate list of all financial members of the organization and conduct vigorous membership campaigns. The committee is also charged with the following responsibilities: (1) Reminding members of dues payable. (2) Developing membership packets and keeping them updated as information changes. (3) Introducing new members to the organization and formally presenting them with a membership card and membership packet.

Section 6. Program Committee

The Program committee shall be responsible for the programs for the organization year, with the Vice-President serving as chairperson. The committee shall carefully plan programs in order to fulfill the goals and objectives of the organization. The Board shall set guidelines and amounts for honorariums. The Committee shall submit planned programs to the Board of Directors. The Committee shall also develop programs as designated by the Board of Directors. The Committee shall utilize the skills of current members whenever possible. The Committee shall make necessary arrangements for programs to ensure a successful program. The Committee will notify the Public Relations committee of all planned programs.

Section 7. Education and Training Committee

The Education Committee shall plan the monthly presentation and various training conference topics, which will stimulate interest in all phases of Afro-American genealogy. The Committee shall submit constructive education program suggestions to the Program committee. The Committee shall strive to advance the educational needs of the membership as a whole by selecting topics and suggesting speakers. The Committee shall plan other educational activities as designated by the Program committee. The Education Committee will report to the Program Committee to ensure the success of all education activities.

ARTICLE IX: FISCAL RESPONSIBILITY

1. Four signatories will be on the bank account with two signatures required for withdrawals.
2. There shall be an annual audit review of the treasury account.

ARTICLE X: Contracts, Loans and Checks.

Section 1. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

Section 2. No loan shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name unless authorized by resolution of the Board of Director. Such authority may be general or confined to specific instances.

Section 3. All checks, drafts, or other orders, for the payment of moneys, notes, or evidences of indebtedness, issued in the name of the Corporation, shall be signed by such officers or agents or the Corporation and in such manner as from time to time be determined by resolution of the Board of Directors.

Section 4. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 5. No property of M.A.G.I.C. may be donated without the approval of the Board and/or vote at a regular M.A.G.I.C. meeting.

Section 6. No gifts valued over \$10 (ten dollars) can be given in the name of M.A.G.I.C., unless approved by the Board.

ARTICLE XI: Inurement of Income

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

ARTICLE XII: Corporate Seal

The Board of Directors shall provide a Corporate Seal, which shall be circular in form and shall have inscribed thereon the name of the Corporation and the state of incorporation and the words, "Corporate Seal".

ARTICLE XIII: Dissolution Clause

Section 1. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organization organized and operated exclusively for charitable, educational, religious, or scientific purposed as shall at the time qualify as an exempt

organization or organizations under Section 501© (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

Section 2. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposed or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposed.

ARTICLE XIV: AMENDMENTS

Section 1. Any member may submit suggested amendments to the Constitution and by-laws Committee, which will review the suggestion and recommend action by the Board of Directors.

Section 2. Upon a vote of approval by the Board, all proposed amendments go to the membership for a vote.

Section 3. A majority vote of all those voting shall be required to adopt an amendment.

Section 4. The above by-laws are certified to have been adopted by the Board of Directors of the Corporation on the 27th day of October 2007.