

Old Baldy

Civil War Round Table of Philadelphia

Constitution & By-Laws

Fully Revised for Voting Date of October 10, 2013 - Approved

Revised for Voting Date of November 13, 2014 - Approved

- By-Laws - Article III - Moved Election From January to December

Revised for Voting Date of March 14, 2019 - Approved

- Constitution – Article III – Addition of Honorary status and status definitions.
- Constitution – Article III – Deletion of “one vote” statement.
- Constitution – Article IV – Change amendment notice requirement from “30 days” to “one monthly meeting”.
- By-Laws – Article IX – Adopt new status terminology.
- By-Laws – Article X – Adopt the same notice and approval procedure as required for the Constitution.

Revised for Voting Date of December 8, 2022 – Approved

- Constitution – Article II – Addition of Vision and Mission Statements

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CONSTITUTION

Article I—NAME

This organization shall be known as the Old Baldy Civil War Round Table of Philadelphia. For the purpose of this Constitution and By-Laws the Old Baldy Civil War Round Table of Philadelphia is also known as the Old Baldy Civil War Round Table and the Round Table.

Article II—MISSION, VISION, and PURPOSE

Mission: The Mission of the Old Baldy CWRT is to promote education, preservation, and memory of the American Civil War Era.

Vision: We are a leader in American Civil War Era education and preservation.

Purpose: The purpose of this organization is to promote education in regard to the American Civil War era, to further stimulate interest in, and discussion of, all aspects of the American Civil War era, and to support and encourage the preservation of American Civil War monuments and sites. The Round Table shall strive to bring into the organization members, guests, and speakers who may share knowledge about all aspects of the Civil War, its causes, influences, and consequences. Participants in Round Table discussions are encouraged to share historical information and their interpretations thereof and to be respectful of the opinions and varying views of others.

Article III—MEMBERSHIP

Persons will be admitted to membership upon payment of dues and approval of the Board of Directors. Membership categories will include the following:

- Section 1: Individual Membership—meaning one individual person.
- Section 2: Family Membership—meaning the adult parent or parents and all children living in the residence under eighteen years of age.
- Section 3: Student Membership—meaning any individual currently registered in high school, college, trade school, or technical school.

With the approval of the membership, the Board of Directors will establish the cost for each membership category.

The Board of Directors can recognize past members and other individuals with Emeritus status in the Round Table. Emeritus status grants a free, individual lifetime membership to said member. The Board of Directors can recognize other non-members with Honorary status in the Round Table. Honorary status is a public relations gesture to promote Old Baldy and to foster good-will in the Civil War historical community. It is a free, individual membership for the current year, following the term of membership guideline in By-Laws Article VIII – DUES.

Membership status will include the following;

- Active – meaning the member is current with paid dues.
- Inactive – meaning the member is not current with paid dues.
- Honorary – meaning the member is within the term of this status.
- Emeritus – meaning the member has been granted emeritus status.

Article IV--BOARD OF DIRECTORS

The officers and three At-Large elected members shall constitute the Board of Directors of the Old Baldy Civil War Round Table and as such will be responsible for the operations of the Round Table. The President may at his/her discretion select either one or two individuals of his/her choice, from the current Committee Chairpersons, to also serve as At-Large members on the Board of Directors. The choice to include appointees to the Board of Directors is solely at the President's discretion.

- Section 1: The Board of Directors consists of the following: President; Vice President; Secretary; Treasurer; three elected At-Large members; immediate past President; and the Presidential appointee(s). Each individual shall have one vote.

Article V—OFFICERS

The administration of the Old Baldy Civil War Round Table of Philadelphia shall be vested in the following officers: President; Vice President; Secretary; and Treasurer.

Article VI –AMENDMENTS

Amendments to this Constitution may be proposed at any time, to the President of the Round Table, by an active member of the Round Table. Proposed amendments and/or changes to this Constitution require approval of the Board of Directors and a two-thirds (2/3) vote of the membership present at a General Membership Meeting and will become effective fifteen (15) days after approval. The membership shall be notified of the proposed amendment(s) at least one monthly meeting prior to voting taking place.

Article VII—DISSOLUTION

This organization may be dissolved only under the affirmative vote of the majority of the entire membership by written ballot. In the event of such dissolution, all assets shall be converted to cash, excepting real estate, equipment, or other fixed assets suitable for transfer to a museum, and after payment of all outstanding indebtedness the assets of the Round Table shall be distributed as follows: To any worthy museum or educational organization exempt under the United States internal Revenue Code, Section 501 (c) (3). This shall not be construed to mean that distribution shall be limited to one such organization but only that such organization must be non-profit and exempt under Section 501 (c) (3) of the Internal Revenue Code.

BY-LAWS

Article I—RIGHTS AND PRIVILEGES OF MEMBERS

All members in good standing are permitted full participation in all Round Table activities, to elect and serve as officers, serve on committees, to receive Round Table publications, and to enjoy whatever other benefits may be realized. Members agree to subscribe to the purpose of the Round Table as stated in the Constitution and By-Laws.

Article II—DUTIES OF THE OFFICERS

Individual duties for specific officers are noted below.

- Section 1: The President shall oversee the administration of all Round Table business and serve as Chairperson of the Board of Directors. He/she will have the authority to appoint the chair and members of all committees. He/she shall preside at all Round Table functions, unless circumstances prevent him/her from doing so.
- Section 2: The Vice President shall assume the duties of the President in his/her absence. In the event the President should leave office before his/her term expires, the Vice President shall assume the duties of the President. The Vice President shall work with the President regarding the advancement of the Round Table and assume additional responsibilities as assigned by the President.
- Section 3: The Secretary shall record the minutes of the meetings, maintain a roster of the members, arrange for the mailing and printing of meeting notices, and shall handle general correspondence for the Round Table. Such mailings and correspondence shall be by whatever means are appropriate to that communiqué. He/she shall maintain all records for the Round Table.
- Section 4: The Treasurer shall collect all monies and dues and administer all funds for the Round Table. He/she shall issue all checks for the Round Table. The Treasurer shall keep the Round Table's records with detailed accounts in chronological order of the receipts and expenditures affecting the administration of the Old Baldy Civil War Round Table.

At each meeting of the Board of Directors the Treasurer shall supply a balance of all Round Table funds and the amount of all monies received and the source of said monies and the amount and reason for all disbursements.

During the first quarter of each calendar year the treasurer shall present to the Board of Directors an Income and Expense Summary Report that shall be distributed to the membership before April 1 of that year.

Article III—ELECTION OF OFFICERS

The officers and three At-Large (Trustee) Board Members shall be elected biennially at the December General Membership Meeting to serve a term of two years. At the October Meeting the President shall appoint a Nominating Committee, which shall inquire among the membership and recommend a slate of candidates for office at the November meeting. This Committee shall conduct the actual election, which will be by secret ballot for all contested offices. Nomination from the floor will be accepted at the November and December meetings. Election will be by majority of the members present during the voting, with each member having one vote. There will be no limitation on consecutive terms served for any office. In the case of a Family Membership, a family is entitled to two votes maximum. Two votes are only permitted if two family members are present at the time the vote takes place. If only one family member is present for voting, the family is entitled to only one vote. The minimum voting age is 16 years of age.

- Section 1: In the event that the Office of President is vacated for any reason, the Vice President will immediately assume the duties of President. If a time frame of six months or more will elapse before the next election a special election should be held. This special election should take place within three months of the Presidency being vacated. If less than six months times exist from the time of the vacated Presidency to the next scheduled election a special election will not be required.
- Section 2: The order of succession of the Round Table officers is: President; Vice President; Secretary; and Treasurer.

Article IV—STANDING COMMITTEES

The President shall appoint or re-appoint chairpersons of the following Committees: Trip; Publicity; Programs; Newsletter; Membership; and Preservation. Committee members and chairpersons may serve on multiple committees, at the discretion and approval of the President, and with the approval of the Round Table officers.

Article V—DUTIES OF COMMITTEES

Individual duties for specific Committees are noted below.

- Section 1: The Trip Committee is responsible for all Round Table trips. The Committee should set a goal of a minimum of two trips per year.

- Section 2: The Publicity Committee is responsible for the release of Round Table information to the general public, with the approval of the Round Table officers. The Committee shall update the Round Table's Facebook page, website, send out press releases to local papers and websites, historical groups and schools, and seek opportunities to promote the Round Table and its events. The Committee shall also handle other matters dealing with the general public.
- Section 3: The Programs Committee is responsible to find and acquire speakers and presenters for the monthly Round Table meetings. This Committee should also arrange for and coordinate special events including speakers, symposiums, commemorative ceremonies, banquets, and other events.
- Section 4: The Newsletter Committee is responsible for the preparation of the Round Table's regularly issued newsletter. The newsletter should carry notice of the Round Table's meetings, activities, news, and stories and articles about Civil War history, events, and happenings. The newsletter should be released to the membership about one to two weeks before any upcoming General Membership Meeting. Members should be encouraged to submit material for publication in the newsletter.
- Section 5: The Membership Committee is responsible for seeking new members for the Round Table and for processing all membership applications. The Committee will recruit new members, address the needs of the current members, and maintain membership cards.
- Section 6: The Preservation Committee is responsible to seek out and investigate worthy sites, organizations, and other preservation causes in which the general membership of the Round Table can consider donations of money, materials, or member's time. The Committee should investigate, and take action on, opportunities to raise funds to be used for financial support of the previously stated causes. The Round Table officers must approve all donations of any kind. In the event of inadequate funds or other donations the President can direct a stoppage of the work of this Committee.

Article VI—SPECIAL COMMITTEES

Special Committees may be appointed by the President, with the approval of the Round Table officers, to handle specific assignments. Such Special Committees will terminate on completion of the assignment or dismissal by the President.

Article VII—MEETINGS

- Section 1: General Membership Meetings, also known as General Meetings, are to be held on the second Thursday of every month and are open to all members and the general public. Variations from this schedule may be permitted, if required by special circumstances, with the approval of the Board of Directors.
- Section 2: Special Meetings may be held when necessary and will be open to members and their guests.
- Section 3: Executive Meetings shall be held when necessary and are not open to the membership or the general public. At least four (4) members of the Board of Directors must be present to constitute a quorum. The minutes of the Executive Meeting will be entered into the official minutes of the Round Table.
- Section 4: The official day and week of the monthly General Membership Meeting may be changed at the request of the Board of Directors. This change will require a revision to these By-Laws. Said change will require a vote of the general membership. If approved said revision will become effective as directed in these By-Laws.

Article VIII—DUES

The amount of the Round Table dues shall be set by the Board of Directors with approval by a majority vote of the membership present at a General Membership Meeting. Membership dues will be due by the January General Membership Meeting in a given year and will cover membership for that year. Those new members joining the Round Table and making dues payment between October 1 and December 31 of the year will receive membership for the remaining days of their joining year plus the full following calendar year.

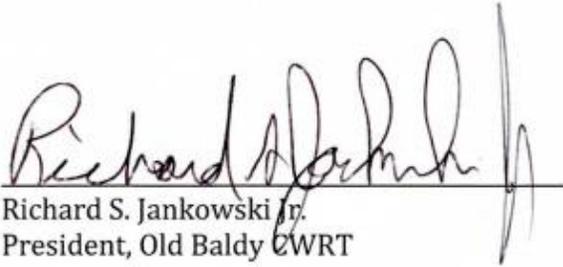
Article IX—REVOCATION OF MEMBERSHIP

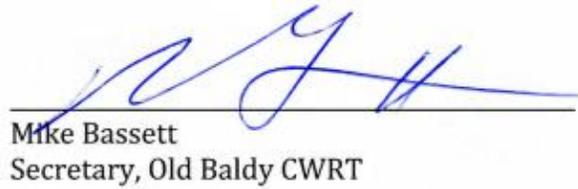
Any member who shall damage or jeopardize the good name of the Round Table will be subject to having his/her membership revoked by the Board of Directors. The member involved has the right to present his/her case before a quorum of the Board of Directors in company with another Round Table member of his/her choosing. The Board shall render a unanimous decision. As of March 31 of the dues year, unpaid Active and Honorary members will be moved to Inactive status. Said member can be reinstated upon payment of dues.

Article X—AMENDMENTS

Amendments to these By-Laws may be proposed at any time, to the President of the Round Table, by an active member of the Round Table. Proposed amendments and/or changes to these By-Laws require approval of the Board of Directors and a two thirds (2/3) vote of the membership present at a General Membership Meeting. The membership shall be notified of the proposed amendment(s) at least one monthly meeting prior to voting taking place.

CERTIFICATION:


Richard S. Jankowski Jr.
President, Old Baldy CWRT


Mike Bassett
Secretary, Old Baldy CWRT

Date: 12-5-23

Date: 1/12/23

- Approved – Full Document – October 10, 2013
- Approved – Revised By-Laws Article III – November 13, 2014
- Approved – Revised Constitution – Article III – March 14, 2019
- Approved – Revised Constitution – Article IV – March 14, 2019
- Approved – Revised By-Laws – Article IX – March 14, 2019
- Approved – Revised By-Laws – Article X – March 14, 2019
- Approved – Revised Constitution – Article II – December 8, 2022