

San Francisco Chapter
Sons of the American Revolution
BYLAWS

Adopted by unanimous vote on September 23, 2010

Preamble

These Bylaws (“Bylaws”) of the San Francisco Chapter of the Sons of the American Revolution (“SFSAR”) are derived from, and intended to be fully consistent with, the Articles of Incorporation and Bylaws of the California Society of the Sons of American Revolution (“CASSAR”) and the Constitution and Bylaws of the National Society of the Sons of the American Revolution (“NSSAR”).

I: Chapter

1. The SFSAR is chartered by the CASSAR and the NSSAR.
2. The SFSAR regulates its own affairs, subject to the Articles of Incorporation and Bylaws of the CASSAR and to the Constitution and Bylaws of the NSSAR.
3. The SFSAR maintains its principal location in San Francisco, California.
4. The official address of the SFSAR is the address of the current SFSAR Secretary (see Section III.7 below).
5. The business year of the SFSAR is January 1 through December 31.

II: Membership

1. SFSAR Members (“Members”) are lineal bloodline descendants of patriots who, as determined by the NSSAR, participated in establishing American Independence.
2. Members may reside anywhere.
3. Prospective Members apply for membership to any SFSAR officer (see Section III below) by completing all forms required by the NSSAR. Approval of membership applications requires acceptance first by the SFSAR Registrar (see Section III.9 below), next by the CASSAR Registrar and finally by the NSSAR Registrar General.
4. Member dues of the SFSAR, CASSAR and NSSAR for the next year are due on November 15. A Member continues in Good Standing (“Good Standing”) as long as the Treasurer receives his annual dues for the next year by December 10. The Executive Committee may terminate the membership of any Member who does not pay his dues for the next year by December 10 (see Section IV.4 below).
5. All Members in Good Standing constitute the Membership of the SFSAR (“Membership”).
6. Any Member in Good Standing having all the necessary skills, as judged by the Nominations Committee (see Section V.13 below), may hold an elected office (see Section III.1 below). Any Member in Good Standing having all the necessary skills, as judged by the President (see Section III.4 below), may hold an appointed office (see Section III.3 below).
7. Any Member in Good Standing may cast one vote in person at SFSAR meetings. The SFSAR prohibits proxy or cumulative voting.
8. Members requesting transfer into or out of the SFSAR, resigning SFSAR membership or a SFSAR office, and former Members requesting reinstatement of their membership do so in writing to the Executive Committee (see Section IV.4 below). Transfers, resignations and reinstatements become effective when the Executive Committee, CASSAR and NSSAR accept them.
9. The SFSAR encourages Members to promote enrollment of qualified relatives into the NSSAR, the National Society of the Daughters of the American Revolution and the National Society of the Children of the American Revolution.

III: Officers

1. The Elected Officers (“Elected Officers”) of the SFSAR are President, First Vice President (Membership), Second Vice President (Programs), Secretary, Treasurer, Registrar, Genealogist, Chaplain, Historian, and Chancellor. They serve two-year terms beginning in odd-numbered years and a maximum of two consecutive terms in the same office.
2. The Nominations Committee proposes a slate of candidates for the elected offices (see Section VI.13 below). Election of each officer requires a majority vote of a quorum of the Membership present for the Election (see Section V.4 below). Elections are by written ballot; however, if only one candidate is in nomination for an office, the Members may elect him by voice vote.
3. The President (see Section III.4 below) may appoint and assign duties to an Awards Chairman, Color Guard Commander, Newsletter Editor, Parliamentarian, Quartermaster, Sergeant-at-Arms, Webmaster, Assistants to any of the Elected Officers, chairman and members of General Committees (see Section VI.5 below) and Standing Committees (see Section VI.6 below), and other officers or Special Committees (see Section VI.7 below) as he deems necessary. The President serves as a member of all committees except the Nominations Committee (see Section VI.13 below); represents the SFSAR at all events or appoints a Member in Good Standing to act in his place; enforces these Bylaws and those of the State and National Societies; and is responsible for all meetings, events and activities of the SFSAR. The President keeps the Executive Committee (see Section IV below) apprised and up-to-date on all SFSAR matters. He presents to the Executive Committee at its October meeting a proposed schedule of meetings and events for the next year. The President represents the SFSAR as a Delegate to the annual and midwinter meetings of the Board of Managers of the CASSAR. If he cannot attend and the First or Second Vice President (see Sections III.5-6 below) cannot serve in his place, then the President appoints a Member in Good Standing to represent the SFSAR.
4. The First Vice President (Membership) chairs the Membership Committee (see Section VI.8 below) and oversees Member recruiting and development. He assists with SFSAR operations as directed by the President, performs the duties of the President when he is absent or unable to do so and carries out other tasks as directed by the President or Executive Committee (see Section IV below). The First Vice President may also serve as the Sergeant-at-Arms (see Section III.19 below).
5. The Second Vice President (Programs) is chairman of the Program Committee (see Section VI.10 below). He obtains speakers, schedules joint meetings with other SAR and DAR chapters, coordinates SFSAR programs – such as Annual Awards, Eagle Scout, Historic Flag, Knight Essay, Poster Contest, Valley Forge, ROTC/JROTC Recognition and CASSAR Contest – and performs other duties as directed by the President or Executive Committee (see Section IV below).
6. The Secretary handles all SFSAR notices, correspondence and reports. He maintains the SFSAR Membership roster and notifies the State and National Societies of all changes in Member status and Member contact information. The Secretary maintains SFSAR mailing and email lists for circulation of the SFSAR Newsletter and the distribution other notices and materials. He provides current versions of these lists to the Newsletter Editor (see Section III.15) as needed. The Secretary notifies all Members by mail or email, and by no later than October 15, that dues for the next year are due by November 15. He prepares the annual Membership Reconciliation and Dues Report for the following year and submits it by mail or email to the CASSAR Secretary by no later than December 15. The Secretary prepares the Annual Report for the previous year and submits it and a list of officers for the current year by mail or email to the CASSAR Secretary by no later than January 15. He completes the CASSAR Activities Award Contest Reporting Form and submits it by mail or email to the CASSAR Secretary by January 31 of the following year. The Secretary prepares the annual Membership roster booklet and distributes copies to all Members by no later than February

15. He updates the SFSAR Brochure by February 28 and makes copies available, as needed, throughout year. The Secretary prepares Federal 990N and State 199N declarations, files them by their respective due dates and sends copies of the filing receipts to the State Secretary. He prepares written agendas for the SFSAR and Executive Committee meetings and records a full written record of the proceedings; if he is absent or unable to record the minutes of a meeting, the President or Presiding Officer (see Section V.2 below) appoints a temporary Secretary to do so. The Treasurer chairs the Finance Committee (see Section VI.9 below) and, under the direction of the Executive Committee (see Section IV below), receives all SFSAR funds, deposits funds in one or more SFSAR accounts, makes all authorized payments, maintains the SFSAR account records, provides copies of monthly bank statements to all signers on SFSAR accounts, reports on the financial status of the SFSAR when requested by the Executive Committee (see Section IV below), cooperates with all audits of SFSAR accounts, prepares a preliminary budget for the following year and presents it at the September meeting of the Executive Committee, and at the January SFSAR meeting presents a detailed financial report covering the previous year and the approved budget (see Section IV.4) for the current year. The Treasurer receives the annual dues payments, prepares a written report of dues payments received and submits this report by mail or email to the SFSAR Secretary by no later than December 31.
7. The Registrar is a member of the Membership Committee (see Section VI.8 below). He reviews and records all membership and supplemental applications and prepares them for submission to the CASSAR Registrar. The Registrar may also serve as the Sergeant-at-Arms (see Section III.19 below).
 8. The Genealogist is a member of the Membership Committee (see Section VI.8 below). He maintains the SFSAR genealogical library and oversees the preparation of all applications submitted to the SFSAR Registrar.
 9. The Chaplain offers an Invocation and a Benediction at meetings. The President or Executive Committee may ask the Chaplain to bolster the spiritual well-being of Members, such as visiting the sick, shut-ins, and others.
 10. The Historian, as directed by the Executive Committee (see Section IV below), records and preserves SFSAR history and provides the Membership with written and oral reports on SFSAR history.
 11. The Chancellor is an attorney and chairs the Bylaws Committee (see Section VI.11 below). He provides interpretations of these Bylaws and opinions on legal matters affecting the SFSAR when requested by the President or the Executive Committee. The Chancellor may also serve as the Parliamentarian (see Section III.17 below).
 12. The Awards Chairman coordinates the selection of awardees and the purchase, preparation and presentation of all medals and awards bestowed by the SFSAR.
 13. The Color Guard Commander leads the SFSAR Color Guard at all parades and public events. He maintains a calendar of Color Guard activities and informs the President and Executive Committee in advance of all events involving the Color Guard. The Color Guard Commander may also serve as the Quartermaster (see Section III.19 below).
 14. The Newsletter Editor prepares, publishes and distributes the monthly SFSAR newsletter (“SFSAR Newsletter”) under the direction of the Executive Committee (see Section IV below).
 15. The Parliamentarian advises the President or Presiding Officer on matters of parliamentary procedure (see Section V.3 below) to ensure productive, efficient, and legitimate meetings.
 16. The Quartermaster safely stores and cares for all SFSAR property, including its flags, and makes them available for use at SFSAR functions.

17. The Sergeant-at-Arms is a member of the Membership Committee (see Section VI.8 below). He works to encourage attendance at SFSAR meetings, where he greets arriving attendees and records the names of all Members and guests who attend. He places these attendance records in the meeting minutes. If he is absent or unable to perform his duties at a meeting, the President or Presiding Officer appoints a temporary Sergeant-at-Arms.
18. The Webmaster develops and maintains the SFSAR web site under the direction of the Executive Committee (see Section IV below).
19. Any officer or Member may officially represent or obligate the SFSAR only after the advance approval, orally or in writing, of the Executive Committee. The Secretary records any oral approvals in the minutes of the Executive Committee meetings.
20. If an officer is temporarily unable to perform his duties, the Executive Committee may appoint a Member to temporarily fill his office, except that the First Vice President temporarily fills the office of President.
21. Declaring a vacancy in any office, for cause and after impartial hearing, requires a two-thirds vote of the Members present at a meeting attended by a quorum of the Membership. When an office is vacant, the Executive Committee appoints a Member to fill the office for the remainder of the term of the office; except that the First Vice President fills the office of President.

IV: Executive Committee

1. The Elected Officers (see Section III.1 above) and the most recent Past President serve as members of the Executive Committee.
2. The President calls for all meetings of the Executive Committee at least one week before the date of any meeting. Members in good standing may attend Executive Committee meetings.
3. The President chairs the Executive Committee. If he is absent or unable to do so, another Elected Officer, in the order listed in Section III above, acts in his place.
4. The Executive Committee develops plans for the SFSAR, reviews proposed expenditures and authorizes the Treasurer to make payments from SFSAR accounts, reviews Officers' reports, confers with Committee Chairmen, approves the transfer, termination and reinstatement of Members, approves the SFSAR Newsletter before its distribution to Members, approves the content of the SFSAR website before it goes online, advises the President and undertakes specific activities that he requests. It reviews, if necessary amends and approves, by no later than November 30, the proposed schedule of meetings and events for the next year, The Executive Committee reviews the proposed budget for the next year, makes any necessary changes and approves it by no later than its November meeting. It sets the following year's annual dues for the SFSAR (see Section II.4 above) by no later than September 30. The Executive Committee appoints Special Committees and defines their purposes and objectives (see Section VI.7 below). The Executive Committee appoints Delegates, in addition to the President (see Section III.3 above), to represent the SFSAR at each annual and midwinter meetings of the Board of Managers of the CASSAR.
5. The conduct of Executive Committee business follows the currently available edition of Robert's Rules of Order.
6. A minimum of five (5) Executive Committee members constitute a quorum for the transaction of Executive Committee business.
7. Any Elected Officer may call a Special Meeting of the Executive Committee in writing to the President. The Special Meeting will take place when at least three Elected Officers endorse the request.

V: SFSAR Meetings

1. The SFSAR meets at locations, dates and times set by the Executive Committee and arranged by the President.
2. The President presides at all SFSAR meetings. If he is absent or unable to do so, another Elected Officer, in the order listed this Section III above, acts as the Presiding Officer (“Presiding Officer”).
3. The conduct of SFSAR business follows the currently available edition of Robert's Rules of Order.
4. A minimum of seven (7) Members in Good Standing constitute a quorum for the transaction of SFSAR business.
5. The SFSAR holds its election of officers (“Election”) at its November meeting in odd numbered years and installs the Elected Officers at its January meeting of the following year. The Secretary mails or emails a written notice of the Election to all Members in Good Standing no less than twenty-one (21) days prior to the Election. The written notice may be an announcement of the Election in the SFSAR Newsletter.
6. The President may call for a special SFSAR meeting at any time or in response to the written request from at least ten (10) Members. Each special SFSAR meeting undertakes one item of business. The Secretary mails or emails a written notice of a special SFSAR meeting to all Members in Good Standing, no less than seven (7) days prior to the special SFSAR meeting. The written notice may be an announcement of the special SFSAR meeting in the SFSAR Newsletter.

VI: Committees

1. Section IV above describes the Executive Committee.
2. The President appoints the Members of all committees in consultation with the Executive Committee, except as specified otherwise in these Bylaws.
3. Each committee selects its own chairman, except as specified otherwise in these Bylaws.
4. Each committee chairman, except the chairman of the Nominations Committee, announces the meetings of his committee in the SFSAR Newsletter.
5. The General Committees are Membership, Finance, and Program.
6. Standing Committees are: Audit, Bylaws, Eagle Scout Recognition, Elementary School Poster Contest, Historic Flag Project, Knight Essay Contest, Nominations, ROTC/JROTC Recognition Program, Scholarship Program, and Valley Forge Project.
7. The President or the Executive Committee may appoint Special Committees at any time and define their purposes and objectives (see Sections III.3 and IV.4 above).
8. The Membership Committee works to reinstate dropped Members, retain current Members, and recruit new Members.
9. The Finance Committee prepares and oversees the SFSAR budget and solicits financial contributions to the SFSAR for the general fund or for specific purposes.
10. The Program Committee plans the programs and entertainment for SFSAR Meetings and plans all special events together with the President and Executive Committee.
11. The Bylaws Committee drafts and revises the Bylaws under the direction of the Executive Committee.
12. The Audit Committee, comprising at least two Members in Good Standing appointed annually by the Executive Committee, annually reviews SFSAR financial reports and certifies that they are complete and accurate.
13. The Nominations Committee, comprising no more than the five (5) Active Past Presidents (see below), with the most recent Active Past President who is willing to serve as chairman, and no more than two (2) other Members in Good Standing appointed by the Executive Committee, interviews

and recommends to the Membership qualified candidates for all elective offices (see Section III.1). Active Past Presidents are those who attended no fewer than five (5) SFSAR Meetings in the previous twelve (12) months. The Nominations Committee publishes its slate of candidates for elected offices in the October SFSAR Newsletter.

14. Each committee, except the Nominations Committee, keeps a full written record of its proceedings and submits copies of these records by mail or email to the Executive Committee, the Secretary, and the Historian.
15. Members in Good Standing may attend all committees meetings except those of the Nominations Committee.

VII: Amendments

1. Approval of amendments to these Bylaws requires a two-thirds vote of the Members present at a meeting attended by a quorum of the Membership. A copy of any proposed change is mailed or emailed to all Members at least twenty-one (21) days before the meeting at which the vote takes place; this written notice may be an announcement of the proposed change in the SFSAR Newsletter.
2. The Bylaws Committee patterns amendments after the Bylaws of the CASSAR, and ensures that amendments are consistent with the Articles of Incorporation and Bylaws of the CASSAR, as set forth in Article V, Section 5 of the CASSAR Bylaws.

We the Bylaws Committee attest that these Bylaws were adopted by a unanimous voice vote of a quorum of Membership of the SFSAR at the Regular Chapter Meeting on the September 23, 2010.

Alexander G. Mitchell
Member *ex-officio*, 2010 Bylaws Committee
Chapter President

Anthony P. X. Bothwell, Esq.
Chairman, 2010 Bylaws Committee
Chapter Chancellor

Jon P. Miller, Ph.D.
Member, 2010 Bylaws Committee
Chapter Secretary

Marston Watson
Member, 2010 Bylaws Committee
Chapter Registrar

History of these bylaws: On 22 April 2010, the SFSAR Executive Committee appointed Chancellor Anthony Bothwell (Chairman), Secretary Jon Miller and Registrar Marston Watson to the Bylaws Committee that prepared a draft of these bylaws. During May and June 2010, the Executive Committee reviewed the draft and recommended improvements. The Bylaws Committee incorporated the recommended changes into a final version that the Executive Committee endorsed on 24 June 2010. The proposed new Bylaws were mailed/emailed to all SFSAR members on 26 August 2010, and adopted by a unanimous voice vote of a quorum of the Membership at the 23 September 2010 Chapter Meeting.