

SOCIETY OF ARCHITECTURAL HISTORIANS – ST. LOUIS CHAPTER

BY-LAWS

FINAL REVISIONS as amended June 3, 2021

I. CHAPTER

- 1.00 The name of the Chapter shall be “Society of Architectural Historians – St. Louis Chapter” herein described as “Chapter.”
- 1.01 The Chapter shall be granted authority by the Society of Architectural Historians to constitute itself into a Chapter of the Society.
- 1.02 The objectives of the Chapter shall be as follows:
 - A. To further the stated objectives of the National SAH.
 - B. To hold meetings for the study and observation of architecture and especially architectural history.
 - C. To promote visits to significant works of architecture.
 - D. To make the public aware of the value of the architectural heritage of this region and of mankind.

II. MEMBERS

- 2.00 Membership of the Chapter shall consist of subscribers of these By-Laws and such other persons as shall hereafter become associated with them through payment of annual dues as set by the Board of Directors.
- 2.01 Membership in the St. Louis Chapter shall not be conditioned on membership in the Society of Architectural Historians.

III. MEMBERSHIP DUES

- 3.00 Annual membership dues shall be due and payable on the first day of January of each calendar year. Members whose annual dues are not paid by April 1st shall be dropped from the membership of the Chapter.
- 3.01 The amount of dues shall be determined by the Directors and approved by the membership.

IV. MEETING OF MEMBERS

- 4.00 Annual Meeting: The annual meeting of members for the election of the officers and Directors of the Chapter and for such other business as may be brought before the meeting shall be held during the months of May or June of each year at such place as the President shall fix. Written notice of the time and place of the meeting shall be mailed or emailed to members at least fifteen calendardays before the meeting. The meeting shall be conducted in accordance with Roberts Rules of Order.
- 4.01 Regular Meetings: Regular meetings shall be held at such places and times and on such notice as shall be fixed by standing or special resolution of the Board of Directors.
- 4.02 Special Meetings: Special meetings may be held on five days written notice by mail or email to members at the request of the Board of Directors or of the President or of three members of the Chapter to be held at the place and time, approved by the Board of Directors, for the purpose stated requesting the meeting.
- 4.03 Quorum: Provided that due notice of meetings is given, no quorum shall be required at an annual or special meeting of members.
- 4.04 Voting: Votes for the Board of Directors or for the amendment of by-laws may be cast by mail or by email or in person at the annual meeting. Ballots shall be counted four weeks after they the annual meeting. The vote shall be determined by a majority of those voting by ballots received.

V. OFFICERS AND DIRECTORS

- 5.00 Officers: Officers of the Chapter shall be a President, a Vice President, a Secretary and a Treasurer, each of whom shall hold office for a term of one year, or until a successor has assumed office.

5.01 Board of Directors: The policies and activities of the Chapter shall be managed, directed, and controlled by a Board of Directors consisting of the above-named officers, the immediate past President, and Past Presidents as appointed/elected; and the NewsLetter Editor of the newsletter, and the Website Manager, both of whom shall be nominated by the President and approved by the Board of Directors.

5.02 The Officers and Board of Directors are to be elected at the annual meeting by Chapter members and shall take charge of the affairs of the Chapter following their election.

5.03 Other members may be invited to attend meetings of the Board of Directors but shall not vote on matters before the Board.

5.04 The duties of the officers shall be as specified below and as enumerated in other sections of these by-laws:

A. The President shall:

1. Preside at all meetings of the membership and the Board of Directors.
2. Appoint and serve on committees as specified in Article 9.
3. Be an authorized signer on bank accounts.

B. The Vice President shall:

1. Assume the duties of the president in the event of absence, incapacity or resignation of the president.
2. Perform duties delegated by the President.

C. The Secretary shall:

1. Keep minutes of meetings of the membership and the Board of Directors.
2. Send timely notice of meetings and prepare other routine communications.

D. The Treasurer shall:

1. Be custodian of funds.
2. Maintain financial records and see that all bank accounts are properly reconciled.
3. Prepare a financial report as specified in Section 10.00, and at board meetings.
4. File required tax information as required by law.
5. Be an authorized signer on all bank accounts.

VI. ELECTION

- 6.00 The President, at least one month prior to each annual election, shall appoint a committee, whose duty it shall be to nominate officers and Directors of the Chapter (only one person is to be nominated for each office) for the next ensuing calendar year. A listing of these candidates shall be distributed by mail or email to members no less than two weeks prior to the annual meeting.
- 6.01 Any other member of the Chapter in good standing may nominate, subject to it being seconded, a candidate or candidates for any of said offices and Directors at the time designated by the President at the annual meeting. In the case of a virtual annual meeting, a nomination and a second shall be submitted by mail or email prior to the virtual meeting, or by those “attending” the virtual meeting.
- 6.02 All officers shall serve without compensation.

VII. VACANCIES IN OFFICES

- 7.00 In case of vacancy in any office of the Chapter from any cause, the Board of Directors may elect from the members of the Chapter a person to fill the unexpired term of such officer.

VIII. DIRECTORS MEETINGS

- 8.00 Meetings of the Board of Directors shall be called by the President or whenever requested by a majority of the Board of Directors.
- 8.01 Three members of the Board of Directors shall constitute a quorum for the transaction of business.

IX. COMMITTEES

- 9.00 The President of the Chapter may appoint standing committees of the Chapter and may appoint such other committees as may, from time to time, be required to conduct the business of the Chapter.

X. ANNUAL REPORTS

- 10.00 At the end of each program year, a statement shall be made in writing and filed with the Chapter by the Treasurer showing all moneys received by the Chapter, and how expended, which statement shall be on file and open to the Chapter members and shall be submitted for approval to the membership of the Chapter at the first meeting of the Chapter thereafter.

XI. FISCAL

- 11.00 The fiscal year of the Chapter shall be from July 1 to June 30 inclusive.

XII. AMENDMENTS TO BY-LAWS

- 12.00 The by-laws of the Chapter may be amended by a majority vote of ballots cast by mail, email or in person at an authorized meeting within four weeks of any mailed ballots, as described in section 4.04.

XIII. DISSOLUTION

- 13.00 In the event of the dissolution of the Chapter all of its financial assets shall be given over to the national Society of Architectural Historians.