

BYLAWS
Of the
KENNEDY SOCIETY OF NORTH AMERICA



October 2012
Amended May 2018

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Section 1: Name, Incorporation, and Financial Constraints of the Society

The name of the Society shall be *Kennedy Society of North America, Inc.*, incorporated in the State of North Carolina. The official address shall be:

Kennedy Society of North
America 6415 Barberry Hill
Drive Gainesville, GA 30506

The Society shall not be operated for pecuniary profit or commercial gain, and its net income shall not inure to the benefit of any member, officer, or any other individual.

In the event of dissolution, after payment of all liabilities, all remaining assets and property of the Society shall be paid and transferred to the Council of Scottish Clans and Associations, or to its successor governing body unless such entity no longer qualifies as an exempt institution under Section 501(c)(3) of the Internal Revenue Code of 1986, in which case all assets shall be paid to any corporation, fund, or foundation organized and operated exclusively for charitable, literary, or educational purposes, no part of the net earnings of which inures to the benefit of any individual having a personal or private interest in the activities of the corporation.

Section 2: Purpose of the Society

The Society shall be organized for the purpose of promoting charitable, educational, national sporting, social, fraternal, and historical activities and interest in the Scots and Scots-Irish and their descendants who emigrated to North America, especially those affiliated with the Kennedy family.

The purpose of the Society shall be pursued and encouraged by means of the following historical, familial, genealogical, educational, and literary activities:

1. Distributing to members books, pamphlets, bulletins, and other material published by the Society or others, relating to:
 - a. History of Scotland and Northern Ireland and of Scots in America, Britain, Ireland, and elsewhere.
 - b. Kennedy family and interconnected Septs, Clans, and dependents.
 - c. Kennedy castles and great houses.
 - d. Ayrshire and other lands of the Kennedys.
 - e. History of the Kennedy Clan in Scotland.
2. Collecting, preserving, and providing a repository for records and genealogical information relating to Scotland, Ireland, the Kennedy family, and members of the Society.
3. Encouraging visits by members to the lands and houses of Kennedy in Scotland and Ireland.
4. Encouraging visits to North America by the Hereditary Chief of Kennedy and other Kennedy family members from Scotland.
5. Encouraging the study of Scottish, Irish and Welsh customs, history, language, arts, and music such as dance, pipes, drums, harp, and fiddle, and providing scholarship assistance to deserving students (preferably Kennedy Society members or relatives of Kennedy Society members) of such subjects.
6. Promoting Scottish, Irish and Welsh traditions and customs, fostering clan and family gatherings, sponsoring Clan tents at Highland Games, encouraging sentiment and sociability among its members, and furthering the happy relationship between Scotland, Ireland, and North America.
7. Honoring distinguished members of the family or others who have contributed significantly to the Society or to our Hereditary Chief.
8. Encouraging participation in Highland Games and activities throughout North America.

Section 3: Membership

1. The Society membership shall comprise the Hereditary Chief of Kennedy, his or her spouse, and other membership types as described in items 2.a through 2.d below.
2. Types of membership shall be as follows:
 - a. **Household (family) membership**, for:
 - A person and his/her immediate family of Scottish or Irish origin having the surname Kennedy, however spelled, or a person connected by marriage with or descended from an ancestor who bore the name of Kennedy or one of the septs or branches of the Kennedy family.
AND (if applicable)
 - The above person's spouse and children (sons, daughters, legally adopted stepchildren, legally adopted orphaned grandchildren) under 21 years of age.

Household members pay dues and are entitled to vote at the Kennedy Society annual general meeting, with one vote per household. A widow or widower is entitled to household membership.

Names of the septs are as follows: Carrick, Cassels, Cassillis, MacOulric, MacUlric, Maculric, MacUlrig, MacWalrick, and Ulric. The Board of Governors may vote to accept other septs as also related to Kennedy.
 - b. **Honorary membership**, for someone who has been elected by the Board of Governors. The Board of Governors may elect as an honorary member any person who has rendered special meritorious service to the Society or the Kennedy family. Honorary members are not required to pay dues and are not entitled to vote.
 - c. **Distinguished membership**, for someone who has been selected and publicly accepted into the Kennedy Clan by the Hereditary Chief of Kennedy. Distinguished members are not required to pay dues and are not entitled to vote.
 - d. **Associate membership**, for someone who has a strong interest in the Kennedy Society and its activities but does not have a family tie to Clan Kennedy or its septs. Associate members may join the Society and participate in its activities but cannot hold an elected office. Their dues requirement is the same as for household members, and they have the right to vote, with one vote per household.
3. **Lifetime membership**, for anyone who chooses to pay a one-time fee. The fee satisfies the annual Kennedy Society dues for the rest of the member's life.
4. Requirements for membership are as follows:
 - a. Members must provide reasonable proof that they are eligible for that type of membership as described in item 2 above.
 - b. All applications for membership shall be made on an official form provided for that purpose.
 - e. All household membership applicants with a Kennedy connection shall provide the birthdates and birthplaces of themselves and their parents.

5. Termination of membership shall result from any of the following situations or actions:
 - a. Non-payment of dues (see *Section 6: Fiscal Year, Dues, Budget, and Financial Disbursements*) for two years shall automatically terminate a member's membership.
 - b. Membership shall terminate upon written request by the member to the Board of Governors.
 - c. If a member's conduct is deemed by the Board of Governors, at a meeting of said Board, inimical to the best interests of the Society, the member may be terminated, after careful and detailed investigation, by unanimous vote of the Board.
6. Reinstatement of membership may be made by the following actions:
 - a. A member dropped for non-payment of dues may submit a new membership application with appropriate application fees.
 - b. A member terminated under the terms of item 4.c above may petition the Board of Governors for readmission. If the Board, at a meeting of said Board, acts favorably on the petition by unanimous vote to reinstate, the petitioner may pay current-year dues to be reinstated.

Section 4: Officers and Duties

1. Officers and Board of Governors:
 - a. The Hereditary Chief of Kennedy shall be the supreme head of the Society.
 - b. Elected officers, each of whom shall be a member of the Board of Governors, shall be:
 - President
 - Vice President
 - Secretary
 - Treasurer
 - e. Other officers may be appointed by the President.
 - d. The affairs of the Society shall be managed by a Board of Governors, composed of not more than 18 members, which shall consist of at least the Hereditary Chief of Kennedy when resident or visiting North America, the President, the Vice President, the Secretary, the Treasurer, and other officers appointed by the President. The immediate past President may remain a member of the Board of Governors for four years after retirement if he/she so desires. Other officers or full members may be recommended by the President or nominated at the annual meeting and elected to the Board at the annual meeting.
 - e. In the event of a vacancy in an office, the President may appoint any member in good standing to fill an office until the next annual meeting.
 - f. The Hereditary Chief of Kennedy may choose to bestow honorary clan titles on Kennedy Society officers as follows:
 - **Chief**, for the Society President
 - **Deputy Chief**, for the Society Vice President
 - **Chief First Class Retired** for the most recently Retired President
2. Election of officers:
 - a. The President, Vice President, Secretary, and Treasurer shall be elected for a one-year term at the annual general meeting of the membership as defined in *Section 5: Meetings*.

- b. Secretary and Treasurer may succeed themselves for no more than seven consecutive years. The President and Vice President cannot hold the respective office more than four consecutive years. The Vice President automatically succeeds the President. Candidates for officers shall be proposed by the Nominating Committee (see *Section 7: Committees*). It is advised that the terms of the officers and other key BOG positions be staggered so that continuity may be preserved.

3. Removal of officers

If an officer's conduct is deemed by the other members of the Board of Governors, at a meeting of said Board, inimical to the functioning of the Board, the officer may be removed from that office, after careful and detailed investigation, by unanimous vote of the rest of the Board. If those Board members decide that the officer's membership in the Society also should be terminated, they will follow the procedure outlined in *Section 3: Membership*, item 4.c.

4. Duties of the President of the Society:

- a. The President of the Society shall be elected by the membership.
- b. The President of the Society shall preside at the annual membership meeting and at any and all other meetings where official business of the Society is transacted. He or she will preside at any other Board or Committee meetings he or she attends.
- c. The President of the Society shall recommend to the Board of Governors such programs and activities as he or she considers worthy of furthering the aims and purposes of the Society.
- d. The President of the Society shall submit a report annually to the Hereditary Chief of Kennedy and the members of the Society of activities during the year and plans for the future. If possible, this report should be submitted at the annual membership meeting.

5. Duties of the Vice President of the Society:

- a. It shall be the duty of the Vice President of the Society to act as the presiding officer in the absence of the President of the Society and to succeed in his or her place in the case of long-term incapacity, resignation, or death. He or she will remain in this capacity and a new Vice President will be chosen by popular vote at the next annual membership meeting. Any time served less than three months will not be considered as a term and therefore not count toward the four-year span.

6. The Vice President shall meet all of the same qualifications as the President of the Society.

7. Duties of the Secretary of the Society:

- a. The Secretary shall keep a roster of all committees, officers, and boards of the Society.
- b. The Secretary shall make, or have made, and preserve records of all Board and annual membership meetings. In the event that the Secretary cannot attend a meeting, the meeting chair shall designate another member to record the minutes of that meeting.

8. Duties of the Treasurer of the Society:

- a. The Treasurer shall receive and collect all dues, donations, and contributions to the Society, and shall make and keep records and receipts thereof.
- b. The Treasurer shall maintain records of all funds received, funds disbursed, and Society bank accounts and shall submit reports of these records at least quarterly to the President, and as requested but at least annually to the Board of Governors.
- c. The Treasurer shall pay all bills, invoices, and charges relating to expenses of the Society for conduct of Society activities. All such payments and disbursements must have the prior approval of the Society President, an officer designated by the President to provide such approval, or the Board of Governors.

- d. The Treasurer shall submit annually to the general meeting of the membership a full statement of the funds, dues, and disbursements of the Society.
 - e. A Financial Committee appointed by the President of the Society shall audit the records of the Treasurer at least annually.
9. Duties of the Board of Governors:
- a. The Board of Governors shall be elected annually at the membership meeting. The Board shall oversee, manage, and direct the affairs of the Society.
 - b. The Board of Governors shall prepare an annual budget for the upcoming year based on information provided by the Treasurer (see *Section 6: Fiscal Year, Dues, Budget, and Financial Disbursements*) and present it for approval at the annual meeting.

Section 5: Meetings

1. Meetings of members:
 - a. Meetings of members shall be held at such times and places as the Board of Governors shall determine. If feasible, at least one annual general meeting of members will be held each year at a site selected and approved at the previous annual meeting. The annual general meeting shall be rotated among various geographical locations, if feasible. Any regional meeting of members may be held anywhere in North America, with the date and location established by the Board of Governors or local officers.
 - b. Special meetings of members may be held at any time upon the call of the President of the Society, or three members of the Board of Governors, or of ten percent (including proxy votes) of the full membership in good standing and entitled to vote, and at such time and place as the Board of Governors shall designate.
 - c. Twenty members shall constitute a quorum at all meetings, with members as defined in *Section 3*.
 - d. Proxy voting by eligible members (as defined in *Section 3: Membership*) in good standing is approved for fulfilling the requirements of meeting quorums. Proxies may assign voting responsibility to the President of the Society, a member of the Board of Governors, or another member in good standing and entitled to vote. Proxy assignment must be in writing or e-mail and must include both the assignee name and the name of the member assigning the proxy. It also must include the time, date, and description of the meeting for which the proxy assignment is made.
2. Meetings of the Board of Governors:
 - a. The Board of Governors shall hold an annual meeting at such time and place as the Board shall determine in accordance with the provisions of item 1.a above, or as specified by the President of the Society. In the absence of the President of the Society, the Vice President shall specify the time and place of the annual meeting.
 - b. At least 30 days' notice of all meetings of the Board shall be given to each Board member. Notices may be disseminated by phone, e-mail, or U.S. mail, but must be posted on the Kennedy Society web site (www.kennedysociety.org) at least 30 days prior to the meeting.
 - c. Three members of the Board shall constitute a quorum.
 - d. At the discretion of the Hereditary Chief, the President of the Society, or the Vice President, other full members in good standing may be invited to participate in meetings of the Board except that such members shall have no vote.

Section 6: Fiscal Year, Dues, Budget, and Financial Disbursements

1. Fiscal Year:
 - a. The Society's fiscal year shall be determined by the Board of Governors.
 - b. Changes to the fiscal year will be announced to the membership one year in advance at the annual meeting and by notice in the newsletter and on the Kennedy Society web site.
2. Society Dues:
 - a. Dues and registration fees for each type of membership shall be fixed by the Board of Governors and approved at the annual meeting of the membership.
 - b. In accordance with the provisions of *Section 3: Membership*, Honorary Members and Distinguished Members shall be exempt from the payment of dues.
3. Society Budget:
 - a. The budget shall be prepared each year at a Board of Governors meeting and presented for approval at the annual membership meeting. This budget will include financial coverage for Games tents, Games attendance expenses for the President and Vice President, and expenses for the attendance of the Hereditary Chief at North American Games. The budget also will recommend a percentage of dues for use in scholarship awards.
4. Financial Disbursements:
 - a. The funds of the Society shall be disbursed for its administrative expenses such as printing, postage, web site maintenance, clerical help, newsletter publication, for yearly budget items (see item 3.a above), for the purposes as specified in *Section 2: Purpose of the Society*, or for other purposes as determined by the Board of Governors. Disbursement shall be made by check signed by the Treasurer and/or other such officer or officers as the Board of Governors shall designate.

Section 7: Committees

There shall be a Financial Committee, a Nominating Committee, a Membership Committee, a Newsletter Committee, a Scholarship Committee, a Fund Raising Committee and such other committees as may be deemed necessary. Committee Chair and members will be appointed by the President and approved by the Board of Governors.

1. The **Financial Committee** shall consist of three (3) members, at least one of whom shall be Treasurer. Their duties shall include auditing the financial records, accounts, and other documents as required, and advising the Board of Governors on all matters concerning the receipts and disbursements of the funds of the Society. The Committee shall present a report of their findings at the annual membership meeting.
2. The **Nominating Committee** appointments shall be made one year before each election of officers. The Nominating Committee shall consist of not fewer than three (3) members of the Society. The duty of such Committee shall be to submit the names of candidates for consideration for election as Society officers, with assurances that each candidate is willing to serve if elected. Any member may make written or verbal nominations at any time prior to the annual meeting. Such nominations must be accompanied by a statement indicating that the nomination is done with the permission of the nominee.
3. The **Membership Committee** shall consist of three (3) or more members. The duties and responsibilities of the Membership Committee are to establish and maintain a list of members, keep members aware of their dues status by means of annual invoices, provide membership certificates and other Society documentation to new members, and develop programs and activities to increase membership in the Society.

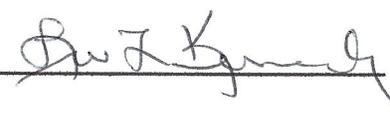
4. The **Newsletter Committee** shall consist of three (3) or more members. The Committee is responsible for preparing, publishing, and distributing the Society newsletter, the *Kennedy Gazette*, to all members. The content of the newsletter should provide information to support the objectives in *Section 2: Purpose of the Society*. As a goal, such a newsletter should be published four times a year.
5. The **Scholarship Committee** shall consist of three (3) or more members. The Committee is responsible for determining scholarship award criteria, receiving and reviewing annual scholarship requests, selecting candidates to receive scholarship awards from the Lady Mary Burns Kennedy Scholarship Fund, and presenting those scholarship candidates to the Society President for final approval. Candidates shall be selected in accordance with the Society Scholarship Policy. The Scholarship Committee will provide an annual budget request to the President and Board of Governors at least 90 days prior to the annual meeting.
6. The **Fundraising Committee** shall consist of at least three (3) members. The Committee function shall be to seek and develop additional sources of revenue through merchandising, fundraising, endowment, etc. to aid the Society in its stated purposes (Section 2).

Section 8: Amendments

1. These Bylaws may be altered, amended, or repealed at the annual meeting of the members by a majority vote of those present and those voting by proxy. A 30-day notice of any/all changes shall be provided to the general membership via normal notification procedures, including U.S. mail, e-mail, newsletter, and web site.
2. Any member at the annual membership meeting, or in writing at any time, may submit a proposal to amend these bylaws, provided that such proposal shall be first received by the Board of Governors for study before being considered and acted upon at the next annual membership meeting. The minimum time for such written proposal submittal shall be not fewer than 60 days prior to the annual meeting.

Section 9: Policy and Procedure

The more specific activities and functions of the Society are part of the separate Policy and Procedure Manual and include: application, membership categories, dues, officer duties, committee function, and other pertinent information and directives.

Signed – President  Printed name - Leo F. Kennedy

Vice President  Printed name - Mary Lynn Grant

