

Bylaws of the Arkansas Chapter, Trail of Tears Association

ARTICLE I

PURPOSE

Section 1. Terminology. The terminology listed in these Bylaws has the meanings as listed in this section.

- a. The term ASSOCIATION shall designate the National Trail of Tears Association.
- b. The term CHAPTER shall designate the Arkansas chapter, Trail of Tears Association (ARTOTA), a chartered chapter of the Trail of Tears Association, established in 1996.
- c. The term BOARD shall designate the Arkansas Chapter Board.

Section 2. Purposes. The CHAPTER is organized to promote and engage in the protection and preservation of the Trail of Tears National Historic Trail (PL-100-192) and to utilize management and development techniques that are consistent with the National Park Service's Trail of Tears National Historic Trail Comprehensive Management and Use Plan. It should also raise awareness of the historical legacy associated with the Trail such as the effects of the U.S. Government's Indian Removal Policy on the Cherokees, as well as the other Five Tribes (Choctaw, Muscogee, Chickasaw, and Seminole) that were removed.

Section 3. Projects and Programs. The major objective of the CHAPTER shall be to assist the ASSOCIATION and the National Park service with providing oversight of the Trail of Tears in Arkansas; to assist with developing and interpreting sites, to establish standards of appearance, maintenance, and management, and to coordinate improvements, additions, and corrections as agreed upon by the ASSOCIATION, including conducting and coordinating programs and projects that assist in implementing the objectives of the ASSOCIATION and the National Park Service, subject to comment and approval by the ASSOCIATION BOARD.

ARTICLE II

OFFICES

Section 1. Principal Address. The principal address of the CHAPTER shall be the Shiloh Museum of Ozark History, 118 N Johnson Avenue, Springdale, AR 72764.
Artota1995@gmail.com

ARTICLE III

MEMBERSHIP

Section 1. Membership. Members shall be persons interested in advancing the purpose of the ASSOCIATION and CHAPTER and willing to abide by its Bylaws. All CHAPTER members shall have voting privileges. The BOARD will be the authority over membership status. A CHAPTER member may also be an entity, such as an organization, corporation, non-profit, or government agency, with one institutional representative with voting privileges.

Section 2. Acceptance of Members. Any person who meets the requirements of Article III, Section 1., completes the appropriate application and pays the prescribed dues is eligible for membership.

Section 3. Membership Dues. Membership dues shall be set by the National Board.

Section 4. Dues, Payable When. The National Board will establish the billing period for annual dues. Any member in arrears for three months will be dropped from membership.

ARTICLE IV

MEETINGS

Section 1. Annual assembly. An annual membership assembly shall be held at the time and the place designated by the chapter president or the chapter board. Notice of the meeting and of any business to be transacted shall be communicated to each member at least 30 days prior to the meeting date. Election of officers and other significant chapter business shall take place at the annual assembly, except when these bylaws require or the board recommends that ballots be mailed to each member.

Section 2. Other scheduled meetings. The president or the board may schedule other meetings. Meetings may be in-person or virtual. Members should be notified of time and place at least 30 days in advance.

Section 3. Special meetings. Special meetings of the members may be called for any purpose by a majority of the board. Notice of any special meetings must be given at least 10 days prior to such meeting.

Section 4. Voting. Any dues-paying member in good standing shall be entitled to vote at all elections and assemblies of the membership. A current list of members, as provided by the Association office, shall be available at any meeting at which a vote is scheduled to be taken. Unless otherwise provided, any proposition passed by a majority vote of members present and voting shall be enacted.

Section 5. Quorum. A quorum shall consist of the number of members equaling 10 percent of the membership or five CHAPTER members, whichever is greater.

Section 6. Proxies. No proxy voting shall be allowed; an individual designated to cast the vote of an institutional member is not considered to be casting a proxy vote.

ARTICLE V

BOARD OF DIRECTORS AND OFFICERS

Section 1. General Powers. The business and affairs of the CHAPTER shall be managed and controlled by the BOARD. The officers and directors, as outlined herein, shall in all cases act as a board and may adopt such rules and regulations for conduct of their meetings and the management of the CHAPTER as they deem proper, consistent with these bylaws.

Section 2. Number, Term of Office, Qualifications. The BOARD shall consist of at least five members, including the four officers elected by the membership and the immediate past president. The officers shall include a **president**, a **vice president**, a **secretary**, and a **treasurer**. Each term of office will be for **two years**, or until a successor is elected. Any candidate for office must be a member in good standing of the ASSOCIATION. In the event that the immediate past president is unable to serve on the board, the president may appoint a special director, subject to confirmation by the board.

If not already on the chapter board by virtue of other office, the chapter delegates to the national Association board will serve as ex-officio directors on the chapter board. Persons appointed by the president or the board to head special projects may also serve as ex-officio directors on the chapter board.

Section 3. President. The president shall be the principal executive officer of the CHAPTER and shall preside at all meetings of the BOARD and the membership. The president shall perform all duties incident to the office of the president and such other duties as may be prescribed by these bylaws, by the BOARD, or by the ASSOCIATION.

Section 4. Vice President. In the absence of the president, the vice president shall preside at meetings of the BOARD and the membership. In the event that the president is not able to complete his/her term, the vice president shall succeed to the presidency. The vice president will perform such other duties as may be prescribed by these bylaws, the president, or the BOARD.

Section 5. Secretary. The secretary shall attend all meetings for the purpose of recording attendance, keeping a record of any votes, and reporting on the proceedings or, in the event of unavoidable absence, arrange for someone else to perform those duties. Whether s/he was able to attend the meeting or not, the secretary shall forward copies of all minutes and reports to the ASSOCIATION office. The secretary shall be the custodian of chapter records and oversee the safe storage and access of all archival files of the chapter. From time to time, the president or the BOARD may assign the secretary additional duties.

Section 6. Treasurer. The treasurer shall keep accurate records of the CHAPTER's finances, paying bills as instructed by the BOARD and maintain an inventory of assets. A financial report shall be submitted to the CHAPTER membership at its annual assembly and to the ASSOCIATION as required. From time to time, the president or the BOARD may assign the treasurer additional duties.

Section 7. Historic Preservation Officer. The preservation officer, shall be appointed by the BOARD, and shall be responsible for guiding the CHAPTER regarding decisions to the promotion and engagement in the protection and preservation of the Trail of Tears National Historic Trail (PL100-192) and to utilize management and development techniques that are consistent with the Nation Park Service's Trail of Tears National Historic Trail Comprehensive Management Plan.

Section 8. BOARD Directors. The BOARD Directors who represent the state CHAPTER to the national ASSOCIATION shall work for the good of the CHAPTER, attempt to attend all meetings of the BOARD and the CHAPTER membership, participate in the CHAPTER business conducted by mail, email, telephone, or virtually, and promote the work of the CHAPTER whenever possible.

Section 9. Nominations and Election of Officers and Directors. The BOARD shall serve as a nominating committee. As soon as possible before the expiration of terms, a notice will be sent to the membership soliciting nominations and indicating which incumbents are willing to continue to serve. The nominating committee will be responsible for confirming the willingness to serve, of any member nominated by others, and for recruiting nominees in the absence of nominations from the membership. Contested elections, with more than one announced nominee for a given position, will be settled by mail ballots. When there is only one nominee per position, the election will take place at the annual assembly. Nominees must be announced to the membership at least 30 days before the annual meeting, through the CHAPTER newsletter or other written communication. Proxy voting will not be allowed.

Section 10. Vacancies. Vacancies in any position will be filled by presidential appointment. A written notice of the appointment should be filed with the ASSOCIATION office and with the custodian of chapter records. If the presidency becomes vacant, the vice president will succeed until the next election. In the event that the vice president is not able to succeed, the board may designate an acting president to serve until the next election.

Section 11. ASSOCIATION Directors. The CHAPTER will elect two individuals to serve on the ASSOCIATION Board. These ASSOCIATION directors may also hold other positions in the chapter.

Section 12. Quorum. In any decision of the BOARD, a majority of the members shall constitute a quorum for the transaction of business. Proxy voting shall not be permitted.

a. Quorum: Email Meeting. An email BOARD meeting will be called to order with a message from the chair containing a "subject" (or equivalent) line stating "Call to Order" and a body beginning with "The email meeting will come to order." The call-to-order message will explain the purpose of the email meeting. For a vote to be valid in the context of an email meeting, a quorum of ballots must be returned. Unless otherwise provided for, the quorum will be the majority. Minutes will consist of the full transcript of the meeting, comprising all the email messages that were part of it and need not be read or approved.

b. Quorum: Virtual Meeting. A virtual BOARD meeting will be called to order by the chair, by "Calling the virtual Meeting to order". For a vote to be valid in the context of a virtual meeting, a quorum must be present during the meeting to vote. Unless otherwise provided for, the quorum will be the majority. Minutes will consist of the full recording of the virtual meeting, and need not be viewed or approved.

Section 13. Compensation. No officer or director is to be compensated for their services as an officer or director. Any compensation to an officer or director for services rendered beyond the scope of duties of their office requires a resolution of the BOARD.

Section 14. Removal of Officers and Directors. Any officer or director, or any agent elected by the membership or appointed by the BOARD, may be removed by the BOARD when in the judgment of the BOARD the best interests of the CHAPTER would be served thereby.

Failure of any officer to continue as a member in good standing will be cause for removal from office.

ARTICLE VI

COMMITTEES and APPOINTED POSITIONS

Section 1. Committees. The president may create and appoint committees, subject to review by the BOARD. Each committee's assignment, list of appointees, and projected timetable will be recorded in the CHAPTER files. Written committee reports are expected and will become part of the CHAPTER files.

Section 2. Additional Positions. The President or Board may appoint members to positions including but not limited to Project Coordinator, Chapter Recruitment Liaison, Regional Representative, Education Representative, and Advisory Board members.

ARTICLE VII

ARCHIVES

Section 1. Archives. Officers shall maintain written records of CHAPTER activity. Inactive records shall be placed in CHAPTER archives, the depository for which shall be established by the BOARD and reviewed annually.

ARTICLE VIII

CHAPTER FUNDS

Section 1. Reports to ASSOCIATION. The chapter will provide an annual financial report to the Association, as required by its bylaws.

Section 2. Dissolution. If the CHAPTER fails to meet established standards or its charter to the ASSOCIATION is revoked or the membership votes to dissolve the chapter, all financial obligations will be completed and the remaining funds will be returned to the ASSOCIATION.

ARTICLE IX AMENDMENTS

Section 1. Amendments to Bylaws. These bylaws may be amended, or repealed and new bylaws adopted, after submission to and approval by the Association Board of Directors.