

**BY-LAWS OF
RODEHAM MOORE DESCENDANTS ASSOCIATION
A NOT-FOR-PROFIT CORPORATION**

ARTICLE I ORGANIZATION

The name of the organization shall be the "Rodeham Moore Descendants Association".

ARTICLE II PURPOSES

The following are the primary purposes for which this organization has been organized: 1) care and restoration of certain family cemeteries, which are the final resting places of Rodeham & Elizabeth Moore and their children, 2) annual or bi-annual family association reunion meetings; 3) limited distribution of our master family tree book of over 10,000+ descendants; 4) newsletters containing family news and board activities; 5) journals of family historical writings and research, and 6) family website for worldwide family outreach. Thus, this organization is a non-profit, non-political organization for the benefit of the descendants of Rodeham & Elizabeth Moore's family.

ARTICLE III MEMBERSHIP

Active membership in this organization shall consist solely of descendants of Rodeham & Elizabeth Moore. Associate memberships may be granted to non-family members, however all memberships are subject to approval and acceptance by the Board of Directors. Membership in this organization is not transferable or assignable.

ARTICLE IV MEETINGS

The annual or bi-annual membership reunion meeting of this organization shall be held annually or bi-annually in the fall, at a date, place, and time determined by the Board of Directors. The annual meeting of the Board of Directors shall be held within 48 hours of the annual membership reunion meeting, and at the same general location.

ARTICLE V BOARD OF DIRECTORS

A Board of Directors shall manage the business of this organization. All directors shall be members of record, in good standing, as determined by the current membership roll, as maintained by the Secretary. The Board of Directors will determine the number of directors comprising the Board, and those positions shall be elected bi-annually (every two years) by the Board of Directors at the annual board meeting of the Association in odd-numbered years. Additional Directors may be added at anytime by a 3/4th's (75%)

vote of the Board, but the entire Board will stand for election at the Board meeting at the next odd-numbered year. Similarly, in order to remove a director from the Board of Directors, it shall take a 3/4ths (75%) vote of all board members. Should a quorum not be obtained at the annual board meeting, then the current directors shall continue until a quorum and vote can be obtained, either in person or by teleconference. Each director shall have one vote, but said voting may be done by proxy, if directors cannot attend, or participate by speakerphone. A duly signed proxy from a director may be filed with the Secretary at anytime preceding or during any meeting of the Board of Directors, either delivered-by hand, sent by fax or authorized in an e-mail.

A quorum at any kind of meeting of the Board of Directors shall consist of a simple majority of the current members of the Board, either in-person or by proxy. All votes for approval on any issue shall be required to receive a 2/3rds supermajority vote of those present, unless otherwise stated in these bylaws.

Board meetings may be conducted via teleconference call, subject to quorum requirements, and board votes may be taken via letter, fax, and/or e-mail, provided the Secretary or President has previously notified all directors via letter, fax, or e-mail of record, of the agenda to be considered by the Board. Board members may participate in actual Board meetings via speakerphone, and vote as if they were present in person.

The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary, unless otherwise expressed herein, and shall observe Robert's Rules of Order, Newly Revised, in all its deliberative proceedings.

ARTICLE VI OFFICERS

The Officers of the organization shall be as follows:

President, Vice-President, Treasurer, and Secretary

The President shall preside at all membership meetings, and by virtue of his office, be Chairman of the Board of Directors. He shall present at each annual board meeting of the organization an annual report of the work of the organization. With the approval of a majority vote of the Board of Directors, he shall 1) appoint all committees, temporary or permanent, 2) oversee that all books, reports and certificates required by law are properly kept or filed, 3) shall be one of the officers who may sign checks or drafts of the organization, 4) shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

The Vice President shall in the event of the absence, or mental incapacity of the President to exercise his office, become acting president of the organization with all the rights, privileges and powers as if he had been the duly elected president at the annual board meeting.

The Secretary shall: 1) keep the minutes and records of the organization in appropriate books, 2) file any certificate required by any statute, federal or state, 3) shall give and serve all notices to members of this organization, 4) shall be the official custodian of the records and seal of this organization, 5) shall be one of the officers required to sign the checks and drafts of the organization, and 6) shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.

The Treasurer shall: 1) have the care and custody of all monies belonging to the organization and shall be dutifully responsible for such monies or securities of the organization, 2) shall cause to be deposited in a regular business bank all monies belonging to the organization, 3) must be one of the officers who shall sign checks or drafts of the organization, 4) shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Boards of Directors of such meeting, and 5) shall exercise all duties incident to the office of Treasurer.

ARTICLE VII COMMITTEES

The President, with the approval of the Board of Directors, shall appoint any and all committees of this organization and their term of office shall be for a period of one year or less if sooner terminated by the action of the Board of Directors.

ARTICLE VIII DUES

The dues of this organization shall be not less than twenty-five dollars (\$25.00) per calendar year, and shall be due no later than October 1st of each calendar year. Dues must be paid in full to be considered a member in good standing.

ARTICLE IX BOOKS AND RECORDS

The books, records and papers of this organization shall at all times, during reasonable hours, be subject to inspection by any member. The Articles of Incorporation, these By-Laws of the organization, and any conditions and restrictions shall be available for inspection by any member of the organization and copies may be purchased at a reasonable cost.

ARTICLE X AMENDMENTS

These By-Laws may be altered, amended, repealed or added to by a majority vote of a quorum of the Board of Directors present in person, at a regular or special meeting of the Board of Directors. These By-Laws may also be altered, amended, repealed or added to by a majority vote of the entire membership.

ARTICLE XI FISCAL YEAR

The fiscal year of this organization shall begin on the 1st day of October and end on the 30th day of September of every year.

IN WITNESS WHEREOF, we, being all of the Officer of the Board of Directors of the Rodeham Moore Descendants Association, Inc. have hereunto set our hands this 25th day of October, 2015.

Clint Moore, President

Priscilla Rogers, Vice-President

Sarah Hitesman, Secretary

Jay Moore, Treasurer