

**Mid-Atlantic Chapter of
The Society for the Preservation of Old Mills
Bylaws**

Article I. Name

Section 1 This non-profit organization shall be known as The Mid-Atlantic Chapter of the Society for the Preservation of Old Mills (SPOOM)

Article II. Purpose

Section 1 The purpose of this chapter is to provide a regional forum for promoting the overall purpose of The Society for the Preservation of Old Mills to members residing in, but not limited to, the states of Maryland, Delaware, Virginia, and Pennsylvania.

Article III. Membership and Dues

Section 1 Any person may become a member of the chapter upon receipt of formal application and payment of the current dues for one year.

Section 2 Annual dues for chapter members shall be set by the Board of Directors.

Section 3 All members of the chapter are strongly encouraged to become members of SPOOM.

Article IV. Meetings of Members

Section 1 At least two (2) meetings of the members shall be held each calendar year.

Section 2 Minutes of the meetings of the members shall be sent to the secretary of SPOOM within thirty (30) days of the meeting.

Article V. Officers

Section 1 The Officers of the Chapter shall include a President, Vice President, Secretary, and Treasurer.

Section 2 All Officers shall be members in good standing of SPOOM.

Section 3 Officers shall serve a term of two (2) years. A person may serve one or more terms as an officer.

Section 4 Officers shall be elected at a biennial meeting of the members. Officers shall be elected by a majority of the members present. The time and place of the meeting shall be determined by the Board of Directors and members shall be notified at least thirty (30) days in advance.

Article VI. Board of Directors

Section 1 The Board of Directors (referred to hereafter as the Board) shall include the four (4) officers and the At-Large Directors, if any.

Section 2 At-Large Directors shall be appointed as necessary by majority vote of the Board, and shall serve at the pleasure of the Board.

Section 3 Any Officer may be removed by majority vote of the Board, and the Board, also by majority vote may appoint a person to serve out the remainder of the term.

Section 4 The Board may appoint committees as necessary.

Section 5 Meetings of the Board may be called by the President of by a majority of the Directors.

Section 6 The Board shall be responsible for paying bills, keeping account of income and expenses, and preparing an annual financial report for the chapter.

Section 7 The Board shall be responsible for maintaining a list of current Chapter members.

Article VII. Amendments to the Bylaws

Section 1 The Bylaws may be amended as necessary.

Section 2 Amendments to the Bylaws may be proposed by the Board of Directors or any member of the Chapter. Amendments shall be approved by a majority vote at a meeting of the members or by majority of members responding within thirty (30) days to a written poll (i.e., mail ballots).

Article VIII. Conformity with SPOOM

Section 1 The Chapter shall strive to conduct its business in a manner that conforms to the SPOOM constitution and bylaws.

Section 2 The Chapter shall take no action on any public issue using the name of SPOOM or on behalf of SPOOM without the approval, in advance, of the SPOOM board of directors.

Section 4a The first slate of officers shall be elected by the members in attendance at the first meeting of the chapter. Officers elected in this election shall serve until the election in 2000? After that date, this section (4a) shall be deleted from the bylaws.