

# Stiles Family of America & Affiliated Families, Inc.

FOUNDED 1635  
Windsor, Connecticut

ORGANIZED 1936  
Southbury, Connecticut

## BYLAWS

### ARTICLE I - NAME

Sec. 1. The name of this non-profit, non-stock Association, organized under section 501(c)7 of the federal tax code, shall be THE STILES FAMILY OF AMERICA AND AFFILIATED FAMILIES, INCORPORATED, herein after known as the Association. (2007)

### ARTICLE II - PURPOSE

Sec. 1. The declared intents and purposes of this Association and its members shall be:

a.) To locate, identify, record, acquire, maintain, restore and protect for the educational use, genealogical study, and enjoyment of the members, their descendants and other properly interested persons, Stiles Family records, papers, heirlooms, landmarks, memorabilia and any thing of significance to and illustrative of their lives and times; (2007)

b.) To encourage historical and genealogical research relating to the Stiles Families, and, when possible, record and publish the results thereof;

c.) To encourage the study of and interest in American History and the role of Stiles in its making, preserve and enrich the blessings of our American Heritage, and, as free citizens worthy of this heritage, bring honor to the name of Stiles;

d.) To sponsor, promote, and support appropriate activities and receive, acquire, administer, disburse and use funds, real property and other assets as may be desirable, necessary, and lawful to carry out these intents and purposes.

### ARTICLE III – MEMBERSHIPS

Sec. 1. **ACTIVE MEMBERSHIP** - Any person of good character who shall be over eighteen years of age and a citizen of the United States or the Dominion of Canada and who shall show direct lineal descent from a Stiles emigrant from England to America or Bermuda, and the wife or husband of such lineal descent, shall be eligible to apply for active membership in this Association. Upon approval by the Board of Governors, and payment of the required dues and assessments the applicant shall be considered an active member. (July 1990) (2007)

Sec. 2. **JUNIOR MEMBERSHIP** - All persons under eighteen years of age but otherwise having all the qualifications for active membership shall be enrolled in the Junior Membership of the Association, but shall not be liable for the payment of dues or assessments.

Sec. 3. **INACTIVE MEMBERSHIP** - All members eligible for active membership but who shall fail to pay dues or assessments shall be enrolled in the inactive membership of this Association. Refer to Article IX, Sec. 3 for reinstatement procedures. (2007)

Sec. 4. **ASSOCIATE MEMBERSHIP** - Any person not eligible for active membership but who shall support this Association and its programs shall be, upon approval by the Board of Governors, acknowledged and enrolled permanently as an Associate Member of this Association. (2007)

Sec. 5. **HONORARY MEMBERSHIP** - Any person who shall have direct lineage as described in Article III, Section 1, may be proposed for honorary membership. The qualification necessary for such honor shall be an outstanding achievement reflecting honor to the name of Stiles. The proposal requesting such distinction must be presented to the Board of Governors, together with a transcript of the accomplishments, at least six months prior to the Annual Meeting at which time the Board must report its finding and recommendations. Upon the election at the annual meeting the board shall award a suitable certificate or citation which will entitle the recipient to continuous membership and exemption from annual dues. No other special benefits shall accrue. (June 1968)

#### Sec. 6. **LIFE MEMBERSHIPS**

a.) Any person qualifying for active membership and paying twenty times the annual dues shall be enrolled as life members of this Association and thenceforth shall not be liable for payment of annual dues.

b.) A membership shall cover the active member and spouse, and either survivor, and their unmarried children under 21 years of age living at home or away at school or in the armed forces.

c.) All proceeds from subscriptions to Life Memberships shall be deposited in a permanent endowment fund, the income from which shall be made available for expenses of the Association at the discretion of the Board of Governors. (July 1990)

Sec. 7. Members of all classifications shall enjoy the privilege of attendance at and participation in all meetings and activities of this Association, but only an active member shall have the right to vote, cast a ballot or serve in an elective office or on the Board of Governors.

#### ARTICLE IV - ELECTED OFFICERS

Sec. 1. The Elected Officers of this Association shall be President, First Vice-President, Second Vice-President, Secretary, Treasurer, Assistant Treasurer, Registrar, three (3) Trustees, three (3) Members-at-Large, Historian and Assistant Historian. They shall be elected at the Annual Meeting and hold office for one year or until their successors are elected; except that the election of the three (3) Trustees and the three (3) Members-at-Large shall be staggered, one to be elected each year and serve for a three year term. Elected officers may serve an unspecified number of terms. (2007)

Sec. 2. The PRESIDENT shall be Chairman of the Board of Governors and shall preside at all meetings of the Association and of the Board. The President shall be responsible for the proper functioning of Officers and Committees in accordance with the policies and procedures determined and required by the Board of Governors. The President shall sign all official documents for the Association. (July 1996)

Sec. 3. The FIRST VICE-PRESIDENT shall, in the absence of the President, preside at meetings of the Association and of the Board, shall assist the President as required in the management of Association affairs, and, in the event of the President's resignation, incapacity or absence from the country, shall assume and perform the duties of the President. The First Vice-President shall serve as Chairman of the Documents Preservation Committee. (2007)

Sec. 4. The SECOND VICE-PRESIDENT shall, in the absence of both the President and First Vice-President, preside at meetings of the Association and the Board, and shall assist the President as required in the management of Association affairs. The Second Vice-President shall serve as Chairman of the Membership Committee. (2007)

Sec. 5. The SECRETARY shall record and keep permanent minutes of all meetings of the Association and of the Board of Governors, shall keep a roll of members of all committees, shall handle correspondence not specifically belonging to other offices or as may be requested by the President, shall issue the call for every meeting of the Association, shall attest all official documents of the Association, and shall be custodian of official records, including the most current set of Bylaws, of the Association unless otherwise provided herein. A copy or summary of the minutes of the Annual Meeting shall be provided to the Publications Committee for inclusion in the Newsletter following the Annual Meeting each year. (1990) (2007)

Sec. 6. The TREASURER, unless otherwise provide herein, shall receive and be responsible for the safe-keeping of all funds of this Association in a manner approved by the Board of Governors, shall keep adequate and itemized records of all receipts, disbursements, accounts payable and receivable, and all other financial transactions of this Association and make all such records available for examination at reasonable times by any member of the Board of Governors or by an accredited auditor for this Association. Except as hereinafter provided in Article IX, Sec. 4, the Treasurer shall not withdraw or transfer any sums from any fund of this Association without authorization of the Board of Governors or vote of the membership.

Sec. 7. The ASSISTANT TREASURER shall assist the Treasurer as required, and in the absence or incapacity of the Treasurer shall assume and perform all duties of Treasurer as and when so directed by the Board of Governors.

Sec. 8. The REGISTRAR shall keep and furnish to all applicants for membership the official membership application forms of this Association, shall keep a record of all persons receiving such forms, and shall receive, verify, record and submit promptly to the Credentials Committee all applications for membership. The Registrar shall be the custodian of all processed applications and shall maintain a record of every applicant's name, address, date of admission to membership, the applicant's earliest Stiles ancestor in America, or Stiles relationship.

Sec. 9. The BOARD OF TRUSTEES shall consist of three (3) active members who shall, as described in Article IX, Sec. 5, preserve and/or administer the special and permanent funds of this Association, including the Carlton and Muriel Ida Tiffany Stiles Memorial Education Fund, the Document Preservation Fund and the Reserve/Life Membership Fund and any other funds as the Association may establish. (2007)

Sec. 10. The HISTORIAN and ASSISTANT HISTORIAN shall acquire and preserve any other material and data valuable to the record of accomplishment of this Association, its members and any Stiles/Styles family. (2007)

Sec. 11. The three (3) MEMBERS-AT-LARGE shall serve as the Bylaws Committee along with other members the President may appoint. They will serve as parliamentarians for the association. (2007)

Sec. 12. In addition to specific duties listed herein, all officers shall assume and perform, unless otherwise provided, the duties and functions customarily ascribed to their offices and shall perform any other duties assigned to them by the President or Board of Governors.

Sec. 13. Any vacancy in an elective office shall be filled by the Board of Governors, the appointee to serve until the next Annual Meeting.

#### ARTICLE V - APPOINTED OFFICIALS

Sec. 1. The Appointed officials of this Association shall be, Chaplain, Agent and all Standing Committee Chairmen. Each official and committee chairman shall be appointed by the President at the Annual Meeting and hold office for one year or until a successor is named. Appointed officials may serve an unspecified number of terms. (2007)

Sec. 2. The CHAPLAIN shall perform those functions appropriate to his office when requested by the President.

Sec. 3. The AGENT shall reside in the state of Connecticut and will renew the Charter of the Stiles Family as required by the laws of the state of Connecticut. (July 1990)

Sec. 4. The Committee Chairmen in consultation with the President shall choose their committee members.

Sec.5. In addition to specific duties listed herein, all appointed officials shall assume and perform, unless otherwise provided,

the duties and functions customarily ascribed to their offices and shall perform any other duties assigned to them by the President or Board of Governors. (2007)

Sec.6. Any vacancy in an appointed office shall be filled by the Board of Governors, the appointee to serve until the next Annual Meeting. (2007)

#### ARTICLE VI - BOARD OF GOVERNORS

Sec. 1 The voting members of the Board of Governors shall be the elected officers as listed in Article IV, Section 1. (2007)

Sec. 2. The Board of Governors shall always be subject to the mandates of this Association, shall be continually responsible for the sound management and good conduct of the Association's affairs in the best interest of the members, and shall take whatever action is advisable and desirable to achieve the intents and purposes of the members as set forth in Article II of these By-laws Bylaws. (2007)

Sec. 3. The Board of Governors shall provide for an annual audit of the Association's financial records by an auditing committee and submit a report thereon to the Board of Governor's meeting prior to the Annual Meeting. (2007)

#### ARTICLE VII –COMMITTEES

Sec. 1. The members of the following Standing Committees shall be appointed as described in Article V, sections 1 and 4, to serve until their successors are appointed:

a.) BYLAWS COMMITTEE – shall consist of the three Members-at-Large and any other members appointed by the President, whose duty it shall be to review the Association Bylaws, at least once every ten years, and in conjunction with the Board of Governors, make recommendations to the Annual Meeting. (2007)

b.) CREDENTIALS COMMITTEE - shall consist of the Registrar, Historian, and Assistant Historian, whose duty it shall be to study, develop and recommend to the Board of Governors the genealogical and other qualifications for active and associate membership in this Association, and shall verify each application for membership. July 1996 (2007)

c.) DOCUMENTS PRESERVATION COMMITTEE – shall consist of the First Vice-President as Chairman, the Historian, Assistant Historian, and 2 other active members the President shall appoint. The Committee shall be responsible overseeing the maintenance, restoration, and protection of the Stiles Family records, papers, heirlooms, landmarks, and memorabilia. (2007)

d.) MEMBERSHIP COMMITTEE - shall consist of active members of whom the Second Vice-President shall be the Chairman, to secure and increase the enrollment in the active membership of this Association. July 1996 (2007)

e.) PUBLICATIONS COMMITTEE – shall consist of at least four members to prepare, edit, publish and circulate one or more issues of the Stiles Family Newsletter each year in a form, manner and at times approved by the Board of Governors, and to publish any brochures, books, or other material of the Association as may be approved and directed by the Board from time to time.

f.) SCHOLARSHIP COMMITTEE - shall, following the Protocol, send forth applications and, with the Chair having received the applications and after consideration by the whole Scholarship Committee, the Committee shall present their recommendations to the Board. The Board, having considered their recommendations, will vote. July 1996 (2007)

g.) ANNUAL REUNION COMMITTEE shall be appointed not later than September 1 of each year to make all necessary and suitable arrangements and preparations for the holding of the Annual Meeting and Stiles Family Reunion, to publicize the event, to make provision for the accommodation, food, recreation and entertainment thereat, and to establish procedures and facilities as may be required for the fullest enjoyment and comfort of those attending.

h.) NOMINATING COMMITTEE shall consist of the Assistant Historian and two (2) active members appointed by the Board of Governors to prepare and present to the Annual Meeting a verified list of candidates for election to the Offices and Board of Governors by the Association. (2007)

i) AUDITING COMMITTEE shall consist of at least 2 persons and shall report as directed in Article VI Section 3.

Sec. 2. SPECIAL COMMITTEES may be appointed by the President with the approval of the Board of Governors when deemed desirable and necessary to expedite the work and programs of this Association.

Sec. 3. A written report shall be given at the Board of Governors meeting preceding the Annual Meeting by each chairman of the committees named in Art. VII (2007)

#### ARTICLE VIII – MEETINGS

Sec. 1. The Annual Meeting of the Association and the Annual Stiles Family Reunion for members, relatives and friends shall be held on the second Saturday, in July unless otherwise directed by the Board of Governors, at a time and place to be designated by the Board. The Annual Meeting shall receive and act upon reports of Officers, the Board and Committees; shall elect by majority vote Officers and members of the Board, and transact any other business proper to come before said meeting.

Sec. 2. A special meeting of this Association may be called by the President with the approval of the majority of the Board of Governors or shall be called by the Secretary upon written petition of twenty (20) active members. The Board of Governors shall set the time and place of any special meeting, and written notice thereof shall be mailed by the Secretary to all active members at least thirty (30) days prior to the date of said meeting, said notice to state the time, place and purpose of the meeting. No business other than that specified in the call shall be transacted at any special meeting. A special meeting requested by member's

petition shall be held within sixty (60) days of the date the petition is received by the Secretary.

Sec. 3

a.) The Board of Governors shall meet in regular session on the day preceding the Annual Meeting, once in the Spring and once in the Fall at a time and method to be determined by the President, either in person, by e-mail or by telephone conference call. (2007)

b.) A Special Meeting of the Board of Governors may be called by the President whenever necessity requires. No business other than that specified in the call shall be conducted. Notice of such Special Meeting shall be made known to all Board Members by the Secretary stating the reason for the call, the time and place. A quorum as required by Sec.4.b. shall apply. (June1968)

c.) At the Board of Governors meeting preceding the Annual Meeting, each member of the Board shall be provided a written copy of the Annual reports of the Secretary and Treasurer. (2007)

Sec. 4.

a.) For transaction of business at the Annual Meeting or a Special Meeting, there shall be a majority of those present and voting, or voting by proxy, in addition to at least three members of the Board of Governors. (2007)

b.) A quorum for transaction of business at a meeting of the Board of Governors shall be a majority of the total membership of the Board, present and voting or voting by proxy. (2007)

Sec. 5. Roberts Rules of Order, Revised, shall govern the parliamentary procedure in meetings of this Association when not in conflict with these Bylaws.

Sec. 6. The order of business at the Annual Meeting shall be as follows:

Call to Order

Invocation

Minutes of the Last Annual Meeting

Report of the Treasurer

Report of other Officers

Reports of Committees

Reports of the Board of Governors

Unfinished Business (2007)

New Business

Memorial Service (2007)

Report of the Nominating Committee

Nominations from the Floor

Balloting

Election of Officers and Board Members

Installation of New Officers

Adjournment

ARTICLE IX - DUES AND FINANCES

Sec. 1 The dues of the Association shall be recommended by the Board of Governors and determined by a majority vote of the active members present and voting at any Annual Meeting (2007)

Sec. 2. The fiscal year for this Association shall be the calendar year, and the annual dues shall become due and payable on January 1 of each year without notice. Active members whose dues have not been paid on or before the Annual Meeting shall be transferred to the inactive membership.

Sec. 3. Any inactive member shall upon payment of dues for the current year be transferred to ~~the~~ active membership.

Sec. 4. All payments of dues shall be made to the Treasurer of the Association, who shall properly acknowledge, record and deposit them in the general fund of the Association. Withdrawal from the general fund shall be made by the Treasurer only, and only with approval of the Board of Governors. No Board approval shall be required for withdrawals for normal office expenses of the Association. Withdrawals other than normal office expenses in any one month over \$50.00 shall be authorized by three (3) members of the Board of Governors. Money expenditures under \$50.00 in any one month shall be authorized by two members of the Board of Governors. No withdrawal shall be made without a properly authorized voucher presented to the Treasurer. The Treasurer shall keep an up-to-date record of paid-up members and have this record available at all meetings of the Association and the Board of Governors. (2007)

Sec. 5.

a.) The Trustees shall deposit at interest in accounts guaranteed by the United States Government, directly or indirectly the principal of all permanent or special funds of this Association, and make an accounting thereof to the Annual Meeting each year. (2007)

b.) Except for purposes of investment, no transfer or disbursement of principal funds in the custody of said Trustees shall be made without approval of two-thirds active members present and voting at the Annual Meeting or having voted by absentee ballot and upon recommendations of the Trustees and the Board of Governors. (July 1994)

c.) The Trustees shall be bonded as deemed necessary by the Board of Governors. (June 1964)

ARTICLE X – FUNDS (2007)

- Sec. 1. The CARLTON AND MURIEL IDA TIFFANY STILES MEMORIAL EDUCATION FUND, herein after known as the Scholarship Fund: (2007)
- a.) shall consist of monies acquired for the purpose of granting scholarships to any qualified student who is applied for a full time undergraduate or graduate program at an accredited college.
  - b.) The number and value of the scholarships to be given shall be determined as described in Article VII, section 1f.
  - c.) The emphasis shall be toward genealogical or historical study. (2007)
- Sec. 2. The DOCUMENTS PRESERVATION FUND
- a.) Shall consist of monies acquired for the purpose of preserving the genealogical history of the Stiles Family. (2007)
  - b.) The S. Robert Stiles Computer Fund is incorporated into this fund. (2007)
- Sec. 3 The RESERVE/LIFE MEMBERSHIP FUND
- a.) Shall consist of monies acquired from the collection of Life Membership Fees, from a percentage of the annual dues as determined by the Board of Governors, and from any other sources designated for the fund. (2007)
  - b.) The interest from this fund shall be divided between the Scholarship Fund and the Document Preservation Fund. The percentage of interest allocated to each fund shall be determined annually by the Board of Governors. (2007)
- Sec. 4 The VIRGINIA MITCHELL AND JACKSON BARRY STILES FAMILY ASSOCIATION DNA STUDY FUND
- a.) Shall consist of money donated for the purposes of establishing a DNA database of the Stiles Family.
  - b.) Those who receive DNA testing courtesy of this fund are encouraged to reimburse the fund.

ARTICLE XI – INDEMNIFICATION OF OFFICERS, GOVERNORS AND TRUSTEES

Sec. 1 Except as limited by law, all officers, governors, and trustees of this Association (and their heirs or personal representatives) shall be indemnified by the Association against all expenses incurred by them in connection with any legal proceedings, actions, or suits, civil or criminal, brought or threatened, in or before any court, tribunal, administrative body or agency in which they are involved as a result of serving or having served as an officer, governor or trustee of this Association or, at the request of this Association, as an officer, governor, trustee or employee, or any other agent of any other organization. (2007)

ARTICLE XII – DISSOLUTION OF THE ASSOCIATION

Sec. 1. In the event of the dissolution of the Association, the Board of Governors shall, after paying all liabilities, dispose of all assets of the Association in accordance with Section 501(c)7 of the Internal Revenue Code. In so far as possible. preference should be given to the preservation and upkeep of the Association records and library. (2007)

ARTICLE XIII - BYLAWS

Sec. 1. These Bylaws become effective upon adoption by a majority vote of the active members present and voting at any Annual Meeting of the Stiles Family of America and Affiliated Families, and shall supersede any and all Bylaws under which this Association shall have been functioning previously. (2007)

Sec. 2. Unless otherwise specified, an amendment to these Bylaws may be adopted at any Annual Meeting of this Association by a two-thirds vote of those active members present and voting provided each proposed amendment has been favorably recommended by the Bylaws Committee and notice of any proposed amendment is contained in the notice of said meeting. July 1996 (2007)

Sec. 3. Unless otherwise specified, an amendment to these Bylaws shall become effective upon its enactment.

Sec. 4. In any question of interpretation of these Bylaws or any section thereof, the Board of Governors shall be the final arbiter.

Notice, the foregoing Bylaws were presented for consideration and adoption at the 25th Annual Meeting of the Stiles Family of America and Affiliate Families, Inc. held at Rocky Neck State Park, East Lyme, Conn. on Saturday, 25 June 1960.

Revised	20 June 1964, Westfield, MA	
Revised	22 June 1968, Westfield, MA	
Revised	12 July 1980, Swanzey, NH	
Revised	12 July 1984, Bardstown, KY	
Revised	14 July 1990, Portsmouth, NH	55th Annual Meeting
Revised	July 1991, England	56th Annual Meeting
Revised	9 July 1994, Painted Post, NY	58th Annual Meeting
Revised	13 July 1996, Cherry Hill, NJ	60th Annual Meeting
Revised	14 July 2007, Columbus, IN	71 <sup>st</sup> Annual Meeting