

**BYLAWS OF PHILADELPHIA CAMP
OF THE
SONS OF UNION VETERANS OF THE CIVIL WAR**

ARTICLE 1

NAME

The name of this Corporation shall be "PHILADELPHIA CAMP, SONS OF UNION VETERANS OF THE CIVIL WAR, (dba THE GRAND ARMY OF THE REPUBLIC CIVIL WAR MUSEUM AND LIBRARY).

ARTICLE 2

MEMBERSHIP

Membership is open to any interested persons having views in harmony with the corporation.

ARTICLE 3

MEETINGS

The annual meeting of the corporation shall be held on a date set by the Board of Directors. This date is to be as close as possible to the end of the fiscal year, September 30th. The will of those assembled will prevail, however, a majority of the Board of Directors must be present.

ARTICLE 4

OFFICERS AND BOARD OF DIRECTORS

The Board of Directors shall consist of nine (9) members, three (3) of whom shall be Elected annually and shall serve for a period of three (3) years or until their successors are named. The directors shall elect from their number, annually, a President, Vice President, Secretary and Treasure who shall serve for one (1) year. Any vacancies occurring on the board of Directors shall be filled by the Board, the new Director to serve until the next annual meeting, at which time the vacancy will be filled for the unexpired term by the election of the Corporation. A Board Member may be suspended for just Cause by a two third vote of the entire Board. A special meeting of the membership shall be called within thirty (30) days to confirm the action of the Board and if necessary, elect a replacement.

ARTICLE 5

NOMINATIONS AND ELECTIONS

All nominations and elections of the Directors shall be made at the annual meeting of the Corporation. No Director shall be nominated or elected unless present or unless they have signified in writing their intention to accept the position. In all elections a majority of all votes shall elect. All members must be present to vote and no proxies will be accepted. If, for any reason it is impossible to complete an election at an annual meeting, a special meeting must be called by the President providing a notice is sent to all members fifteen (15) days prior to the special meeting.

ARTICLE 6

DUTIES OF OFFICERS

Section 1 The President shall preside at all meetings; shall appoint all committees and perform such duties as may be required of him.

Section 2 The Vice President shall assume the duties of the President in his/her absence.

Section 3 The Secretary shall keep an accurate record of all meetings, both of the Board of Directors and the Corporation; conduct all correspondence, and perform all such duties of may be required of him/her either by law or action of the Board of Directors or the Corporation.

Section 4 The treasurer shall receive and hold all monies of the Corporation in the name of the Corporation; shall pay all bills and orders approved by the Board of Directors; keep an account of all receipts and disbursements and perform such other duties that may be required of him/her, either by law or the action of the Board of Directors of the Corporation. He/She shall be bonded in such amount as the Board of Directors may from time to time decide and he/she shall submit a report in writing of the all receipts and disbursements at the annual meeting. The bank accounts and investments of the Corporation must have two (2) names entered on the account to permit either the Treasurer or the President to write checks. All financial documents are to be mailed to the President who will review them before distributing them to the Treasurer.

ARTICLE 7

BOARD OF DIRECTORS

Section 1 They shall have full charge and power over any endowment fund of the Grand Army of the Republic Museum and Library both to investment of the principal of said fund and as to the receipt and expenditure of all income and profit from said fund for the benefit of the Grand Army of the Republic Museum and Library.

Section 2 The Board of directors shall decide and approve the amount of the Treasurer's bond.

Section 3 The Board of Directors shall make a written report of their activities and submit the same to the Corporation at the annual meeting and shall audit the yearly report of the Treasurer.

Section 4 The Board of Directors shall meet quarterly at a date approved 30 days in advance by the board or at the call of the majority of the board Five(5) members of the board shall constitute a quorum at any meeting. Extra meetings of the board may be called by the President as necessity arises. A written request by three (3) members of the board shall make the calling of a meeting of the board compulsory.

ARTICLE 8

DUES

Yearly dues shall be payable before the opening of the annual meeting to the Treasurer And any member not paying is not entitled to participate in the meeting Yearly dues would be designated by a majority vote at the annual meeting.

ARTICLE 9

EXECUTIVE DIRECTOR

The Board of Directors of the Museum may appoint an Executive Director the duties of the Executive Director shall be assigned by the board, and subject to annual review.

ARTICLE 10

BY-LAWS AMMENMENTS

All amendments to the By-Laws of the Corporation must be presented in writing at least three (3) months prior to the annual meeting and can only be acted upon at an annual meeting or an adjournment thereof. All additions to the amendments must be passed by a two-third (2/3) vote of those voting.

Reviewed and Approved at Annual Meeting, March 5th, 2006