

BY-LAWS OF THE
ASSOCIATION OF THE OLDEST INHABITANTS
OF THE DISTRICT OF COLUMBIA

SECTION I – PURPOSE

The principal purpose of the Association of the Oldest Inhabitants of the District of Columbia (hereafter The Association) is to maintain and promote a lively interest in matters of local historic and cultural interest and to keep alive and preserve reminiscences of the past of the past for one or more of the purposes contained in Section 501(c)(3) of the Internal Revenue Code (IRC).

SECTION II – MEMBERSHIP

Any person who is at least forty years of age and who is a resident in or has been doing business or working in the District of for a period of twenty (20) years or more, or regardless of age is related to such a person, is eligible for membership. Further, other persons who do not qualify as full members may become Associate Members. An individual seeking Associate Membership shall follow the same procedure as for full membership. The annual dues will be the same as those of full membership. The privileges are the same except that an Associate Member may not be an Officer or Board member until they have been a member in good standing for at least one year.

SECTION III – ELECTION OF MEMBERS

Applications for membership in the Association shall be accompanied by processing charge to be determined by the Board. All applicants shall be considered and reported to the next meeting of the Association. A vote shall be taken at the next Membership meeting and the successful applicants shall be admitted to membership upon the vote of most of the members present and voting. No further payment shall be required of a new member until dues become payable on the first of January following such selection. In the event the applicant shall not be elected to membership, the processing charge shall be returned, and the applicant notified of the Association's action.

SECTION IV – DUES

Annual membership dues shall be established by the Board and are payable on the first day of January of each year. Any member in arrears in payments for six months or more after the first of January of any year shall be not in good standing, shall not be entitled to vote or hold office and will be placed in an inactive membership status and not entitled to mailings or benefits.

SECTION V – OFFICERS

Officers of the Association shall consist of a President, Vice-President, Secretary, Treasurer, and a Historian who shall serve two-year terms and be elected at the Annual Meeting in November of even numbered years and who shall assume office immediately. All officers shall be elected by a plurality of the members present and voting. Should a vacancy occur in any office, a replacement shall be elected at the next meeting, provided proper notice shall have been given as defined in Section XI. Should the President become incapacitated, the Order of Succession is Vice-president, Secretary, Treasurer, and Historian followed by the Directors in order of seniority.

SECTION VI – BOARD OF DIRECTORS

The Board shall consist of the officers and six members elected by the membership. At each Annual Meeting, three Directors shall be elected for two-year terms. Meetings of the Board shall be held on call of the President or on call of the Vice-president signed by at least five other members of the Board. The Board shall have the authority to act for the Association between meetings. The financial authority of the Board is limited, however, to disbursements not to exceed five thousand dollars (\$5,000.00) without membership approval. Six members of the Board shall constitute a quorum for the transaction of business. All past presidents shall be members of the Board as ex-officio voting members.

SECTION VII – ELECTION OF OFFICERS AND DIRECTORS

The Officers of the Association shall be elected at the Annual Meeting in November of even-numbered years and shall hold office for two years or until their successors are elected. No person shall serve in any office unless the member is in good standing of the Association.

In September of each year, the President shall appoint a Nominating Committee of no less than three (3) members. No person holding Association office may be a member of this Committee. It shall be the duty of this Committee to select a slate of Officers and Directors for the ensuing year. The Committee shall furnish the Secretary with the names selected before the notice of the November meeting is sent out and they shall be included in the notice together with the notation that others may be nominated by the Nominating Committee and elected from the floor at the Annual Meeting. The Committee will present the slate at the November meeting.

SECTION VIII – DUTIES OF OFFICERS

The President shall be the Chief Executive Officer and be responsible for administering the affairs the Association. The President shall preside at all meetings of the Association, appointing all Committees and shall be an ex-officio member of all Committees.

In the absence of the President, the Vice-president shall be the presiding officer of the Association and shall fulfill the responsibilities of the President.

The Secretary shall record the minutes of all meetings and perform such other duties as may be prescribed by the Board or the President. They will also be responsible for gathering the Board meeting minutes, Member meeting summaries (including audio and video recordings), financial reports, the Historian's annual summaries and general correspondence on an annual basis and provide them to the Association's archives housed in the Kiplinger Research Library of the DC History Center (MS 422) per protocols established with the DC History Center.

The Treasurer shall have the custody of all funds and securities of the Association, shall keep full and accurate accounts of receipts and disbursements, and shall disburse funds as authorized by the Board of the Association. The signature of the Treasurer or the President shall appear on all checks of the Association, except for checks more than \$4,500.00 which must bear both signatures. The Treasurer shall furnish bond in the appropriate amount, the premium on which shall be paid by the Association. The Treasurer shall, prior to the annual meeting or at the first meeting of the new calendar year, submit to the Board for its approval a budget for the coming year.

The Historian's duties shall be to record and to report in writing an account of historical facts and local events occurring during the calendar year which may be of interest, as a record of the Association. The records of the Association shall be maintained in the archives in the Kiplinger Research Library of the DC History Center.

SECTION IX – COMMITTEES

The President may appoint the following Standing Committees: Finance and Audit, Nominating and Archives. From time to time such other Committees may be appointed as the President may deem advisable and necessary, such as Membership, Program, Civic Affairs, By-Laws, and Sick/Sunshine/Welfare. If a Committee is not seated, the Members of the Board shall be responsible for these activities.

The Finance and Audit Committee's duties shall be to examine the books and accounts of the Treasurer at the close of each calendar year, make such recommendations as may appear necessary concerning the method of keeping records and accounts, examine assets and liabilities and make reports to the Association at its first meeting after February 15th of each year. The Committee shall also, from time to time, review the investments of the Association and make appropriate recommendations to the Treasurer. The Finance and Audit Committee will ensure that timely and accurate returns are filed with the US IRS and the District's Office of Finance and Revenue when required.

The Nominating Committee shall provide a slate of Officers and Directors for the following year in accordance with Section VII – elections of Officers and Directors.

The Membership Committee, if appointed, shall solicit new members. It shall review all membership applications before they are submitted to the membership for a vote.

The Program Committee, if appointed, shall arrange programs for the regular and special meetings of the Association in the way of a speaker or special program that properly fit in with the occasion.

The Civic Affairs Committee, if appointed, shall report to the Association any new or amended laws or regulations pertaining to the District of Columbia enacted by the Government of the District of Columbia or the United States Government which affect the L'Enfant and McMillan Street plans, affect historical preservation, or threatens heritage sites.

SECTION X – MEMBERSHIP MEETINGS

The Association shall hold an Annual Meeting in November and a minimum of three additional meetings each year, at such times and places as the President shall designate. Special meetings may be called by the President and must be called by the President upon written petition of thirty (30) Association members in good standing. Proper notice of all such meetings shall be given as defined in Section XI. All meetings shall be conducted under "Roberts' Rules of Order" if invoked. Members in good standing in attendance shall constitute a quorum at all meetings.

SECTION XI – NOTICES

All notices provided by the Articles of Incorporation and By-laws of the Association shall be in writing and sent at least fourteen (14) days prior to the date of the event, action, or meeting.

SECTION XII – ACCOUNTING PERIOD

The annual accounting period for the Association shall be from January 1 through December 31.

SECTION XIII – DISSOLUTION

Upon the dissolution of the Association, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (IRC) or the corresponding section of any future federal tax code. Any assets not so disposed of shall be disposed of by the Superior Court of the District of Columbia exclusively for such purposes or to such organizations as said Court shall determine. A final accounting will be filed with the US IRS within five (5) months and fifteen (15) days of dissolution.

SECTION XIV – BY-LAWS

The membership shall pass such By-laws for the Association as it may deem necessary and proper provided proper notice is given according to Section XI.

SECTION XV – AMENDMENTS

The By-laws may be amended by most of the votes cast at any meeting, provided a quorum is present. Written notice of the proposed amendments and the date, place, and time of the meeting at which they are to be considered shall have been given to each member in accordance with Section XI.

Voted and Approved by the Membership: March 16, 2023

/S/ Richard Marino, Secretary

Supersedes Previous Revisions:

September 21, 2007

September 16, 1999

October 28, 1993

September 1, 1966

March 3, 1960