

Approved 9-20-2010

CHARTER and BYLAWS

THE RATHBUN, RATHBONE, RATHBURN INTERNATIONAL FAMILY ASSOCIATION, INC. (RRRIFA)

(Established as a Mutual Benefit Corporation under Articles of Incorporation filed with the state of Indiana and approved on 03/06/2010).

This Charter and set of Bylaws shall be the governing document for this Association. A Board of Directors shall be established to fulfill the tasks and purposes of this Association. The Board of Directors (herein referred to as the Board) shall be made up of at least eight (8) positions: five (5) elected board members, the officers, the previous President, a Representative of the Rathbun Rhode Island Family, and the next Reunion Planner.

I. NAME:

The Rathbun, Rathbone, Rathburn International Family (herein referred to as the Association) is an organization that encompasses the descendants of John and Margaret Rathbun of Farnsworth, England who were one of the original sixteen families who settled Block Island, Rhode Island, USA in 1664.

II. PURPOSE:

The purpose of the Association is to:

- A. Preserve the history of the Rathbun family and to provide for the preservation, collection and retention of Rathbun Family Historical Documents.
- B. Encourage and support the ongoing development of the genealogical history of the Rathbun Family.
- C. Establish a process for the funding of the Association.
- D. Establish a process for the election and terms of office for the Board Members and Officers of the Association.
- E. Provide for the Association's reunions every two years or as directed by the Board.

III. RULES of CONDUCT:

Unless superseded by provisions of these Bylaws this Association shall function under Robert's Rules of Order, Revised.

IV. The BOARD of DIRECTORS:

- A. Shall elect the Officers of the Association consisting of a President, Vice President, Treasurer, Secretary, and Family Genealogist. The elected President will preside as the Board Chairperson.
- B. Shall be the governing body of the Association.
- C. Shall retain any responsibility not given to an individual Officer of the Association.
- D. Shall be governed by a majority vote.

E. Business of the Association may be conducted by telephone or e-mail but only after unanimous written consent from the Board Members.

V. ELECTION of BOARD MEMBERS and OFFICERS:

A. Board Members-The Association shall elect five (5) Board Members by those Association members present at an election business meeting held during a properly convened Family Reunion. An individual member who is not present may express a desire to serve in writing to any member of the present Board by the starting date of the reunion and will have his or her name placed in nomination by any Board Member.

Those voting are required to be age eighteen (18) years or older.

B. Officers- The officers of the Association consisting of a President, Vice President, Treasure, Secretary, and Family Genealogist shall be elected by the newly elected Association Board of Directors at a Board meeting following the Boards election.

C. Reunion Planner-The next Reunion Planner may be elected by those Association Members present at the Family Reunion or by the Association Board of Directors.

D. Term Limits- The term limits for the Directors and Officers shall be the time between the election meeting at one reunion of the group holding the election and the next election meeting, approximately two (2) years.

E. An individual may hold more than one office at the same time.

F. There shall be no term limits, but the Directors and Officers must be re-elected to serve a new term at a reunion's election meeting.

VI. DUTIES and RESPONSIBILITIES of the OFFICERS and SPECIFIC BOARD MEMBERS:

A. The President / Board Chairperson shall:

1. Oversee the work of the Association, ensuring that the duties as outlined in the Charter and Bylaws are fulfilled.
2. Appoint new Board Members or Officers to fill any vacancy that may occur between elections with approval from the Board.
3. Appoint an individual to be responsible for maintaining the Association website.
4. Preside at the Family Reunions and at Board meetings.
5. Support current family members and encourage their efforts to expand family membership within their own families as well as in their own geographical areas.
6. Shall approve all bank account activities.

B. The Vice President shall:

1. Assist the President in all aspects of the work of the Association.
2. Preside in the absence of the President or if the President is unable to perform his or her duties.
3. Serve as an advocate for the Family and any other duties as assigned by the Board.

C. The Treasurer shall:

1. Maintain the general funds of the Rathbun Family Association in a bank account under the Association title and Federal Employer Identification Number (EIN).
2. Funds shall be generated from dollars left over from previous Family reunions (as authorized by attendees of those reunions), membership fees if assessed, and any other Board authorized sources.
3. Pay all authorized expenses and provide a start up fund for the next Reunion to the Reunion Planner as approved by the Board.
4. Distribute a financial statement to all members attending a Family Reunion within ninety (90) days following the reunion.
5. Prepare and file all Association income tax forms (IRS 990, etc.) as required.
6. Maintain all financial records of the Association.

D. The Secretary shall:

1. Record and maintain the minutes of all Board and Association meetings.
2. Authenticate all corporation records and documents.
3. Retain all the governing documents of the Association and be the source for distributing copies to members upon request.
4. Maintain and expand the list of all possible members.
5. Work closely with the Reunion Planner and Family Genealogist to publicize the Associations reunions in media sources, genealogy magazines and historical societies publications and newsletters.

E. The Family Genealogist shall:

1. Research, retain and build the Family Historical and Genealogical records.
2. Conduct interviews with new family members.
3. Attempt to consolidate and source document the current genealogy lines under John and Margaret's sons and daughters, with the goal of combining the information into a complete Genealogy History of the Rathbun, Rathbone, Rathburn Family.
4. Provide information to the Association members as requested on their lineage in the family line.

F. The Reunion Planner shall:

1. Work closely with the other officers as to site selection and dates (unless site has been approved at the reunion), request for supports and other pertinent information.
2. Plan the reunion event, hotel arrangements, cost, theme, Memorabilia Room and other activities of the reunion for announcement. This should be done approximately one (1) year in advance of the event, so that adequate notice and publicity can be given.
3. Open a reunion bank account in the name of the Association title and federal Employer Identification Number (EIN).
4. Deposit all moneys and pay all reunion expenses that are the responsibility of the Association from this account.
5. Purchase liability insurance to cover the risk of indemnification during the time

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frame of the Family reunion as stated in the Indemnification Section of this document.

6. Provide an income and expense report for the reunion to the Association Treasurer sixty (60) days following the reunion and return all moneys left over to the Association Treasurer for deposit in the Associations bank account.

G. The Previous President shall: Function as an advisor to the President and Board.

H. The Representative of the Rathbun Rhode Island Family shall.

1. Be elected by that Group independently from the International Family Association.
2. Represent the Rathbun Rhode Island Family on the Board.

VII. INDEMNIFICATION:

The Association shall indemnify any director, officer, or volunteer who is made a party to any actual or threatened legal action, suit, or proceeding because the individual is or was a director, officer, or volunteer of the Association, provided the person to be indemnified acted in good faith and reasonable believed his or her action was legal and in the Association's best interests. Indemnification shall be authorized in accord with procedures set forth in the Indiana Nonprofit Corporation Act. The Association may advance the expenses of defense to any indemnified person, in accord with procedures set forth in the Indiana Nonprofit Corporation Act, and purchase and maintain insurance to cover the risk of indemnification.

VIII. This Charter and Bylaws may be reviewed and/ or amended by a two-thirds vote of the attendees at a family reunion following thirty (30) days notice of such action being given to the Association President. The Association President has the responsibility of reviewing this request with the Board and then presenting it to the member body at the reunion for consideration.

AMENDMENTS (none)

This Document was approved by the Board of Directors on September 20, 2010

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