

BY-LAWS TO THE ARTICLES OF INCORPORATION OF THE BELNAP FAMILY ORGANIZATION

(Restated June 9, 2005; with further revisions through June 28, 2014)

SECTION I General Matters

Section 1.1 – Name: The name of this organization (hereinafter referred to as the “Organization”) is the “Belnap Family Organization”. To distinguish the Organization from other similarly named organizations, the name “Gilbert Belnap Family Organization” may also be used. For U.S. federal tax and Utah state incorporation purposes, the Organization is known as “Gilbert Belnap Families Genealogical Association.”

Section 1.2 – Mission: The Organization is a voluntary, non-profit organization established to perpetuate the memory and achievements of Gilbert Belnap (1821-1899), his wives Adaline Knight (1831-1919) and Henrietta McBride (1821-1899), their respective ancestors, and their posterity, among all descendants of Gilbert Belnap. The mission statement of the Organization is:

“The Belnap Family Organization is a non-profit ancestral family organization for all descendants of Utah Pioneer Gilbert Belnap, created to preserve, perpetuate, and promote family solidarity.”

Section 1.3 – Governing Principles: Although the Organization is not a part of The Church of Jesus Christ of Latter-day Saints (the “LDS Church”), the leaders of the Organization will strive at all times to conduct the Organization’s affairs in accordance with the principles and practices espoused by current leaders of the LDS Church.

Section 1.4 – Purposes: The Organization exists to engage in activities consistent with its mission and governing principles. Such activities include, but are not limited to, the following:

- Research, preserve, and disseminate genealogical and historical information on Gilbert Belnap, his wives, and their ancestry.
- Maintain current contact information for, and complete genealogical data on, all descendants of Gilbert Belnap and his wives.
- Hold regular family reunions.
- Coordinate research activities among Organization members and other family organizations sharing common ancestry with Gilbert Belnap or any of his wives.
- Coordinate the performance of, and sharing of information regarding, LDS Church temple ordinances for all ancestors and descendants of Gilbert Belnap and his wives, and ensure that temple ordinance work already performed is not unnecessarily repeated.
- Publish historical and genealogical records and research of interest to Organization members.

- Collect, preserve, identify, and otherwise make accessible genealogical materials, landmarks, relics, historical records, photographs consistent with the mission of the Organization.
- Educate Organization members on the history and accomplishments of Gilbert Belnap’s ancestors and descendants.
- Encourage Organization members to record their own personal histories, and to become involved in family history research and LDS Church temple work.
- Maintain ownership rights in materials collected or produced by the Organization.
- Conduct activities consistent with or in furtherance of the Organization’s stated purposes.

Section 1.5 – Motto: The official motto of the Organization is “Love, Unity, Solidarity”.

SECTION II **Organization**

Section 2.1 – General Structure: The Organization exists to serve its members through the following general groups:

- Members (defined in Section III);
- Officers (defined in Section IV);
- Family Representatives (defined in Section V);
- Committee Chairs (defined in Section VI); and
- Advisory Board members (defined in Section VII).

Section 2.2 – Family Branches: The Organization is supported by individual “branches” represented by each of the children of Gilbert Belnap: Gilbert Rosel, John McBride (died young), Reuben, Joseph, Martha Jane, Hyrum, Augustus Weber, Volney (died young), Vinson Knight, Amasa, Adaline Lorinda, Mary Louisa, Lola Almira, William James, Oliver, Francis Marion, and Isadora Estella. Each of the fifteen (15) surviving branches of the family is represented by a “Family Representative”. (*See Section V.*)

SECTION III **Membership**

Section 3.1 – Regular Members: Membership in the Organization is automatic for all direct descendants of Gilbert Belnap and his wives, whether natural-born or legally adopted. Membership is also automatic for all spouses (including former or widowed spouses) of such direct descendants for so long as they wish to affiliate with the Organization.

Section 3.2 – Honorary Members: From time to time, the Officers may designate persons who are not automatically members of the Organization as “honorary members.” Such designation is for the life of the person so recognized, and will be recorded by the Secretary, who will also ensure that contact information for each such person is maintained in the contact lists of the Organization.

Section 3.3 – Duties of Members: All members are encouraged to contribute their time, financial means, and other resources to the Organization as they are able. In addition, all automatic members are encouraged to contribute their personal life stories, genealogical information on their immediate families, family photographs, and any other items of historical interest to the Organization for preservation in the Organization’s files.

SECTION IV **Officers**

Section 4.1 – Definition of Officers: The officers of the Organization consist of a president (the “President”), at least two vice presidents (each, a “Vice President”, and collectively, “Vice Presidents”), a treasurer (the “Treasurer”), and a secretary (the “Secretary”). The President, Vice Presidents, Treasurer, and Secretary collectively constitute the “Officers” of the Organization. Other persons appointed by the Officers to serve the Organization may be invited to meetings and engage in various functions, but are not Officers. The order of Vice Presidents may be determined by the President. The Treasurer and Secretary may be the same individual.

Section 4.2 – General Duties of Officers: The Officers represent and manage the day-to-day affairs of the Organization. They will be diligent in fulfilling the mission and purposes of the Organization. Under the direction of the President or the next highest-ranking Officer in the absence of a functioning President, the Officers are authorized to perform the following general duties:

- Implement the purposes of the Organization.
- Recommend the time and place of reunions and other meetings.
- Appoint Committee Chairs as set forth in Section VI.
- Authorize and approve expenditures as set forth in Section VIII.
- Fill the vacancy of any Officer, Family Representative, or Committee Chair.
- Perform such other duties as may be requested by the Family Representatives and Advisory Board and agreed to by a majority of the Officers consistent with the mission and purposes of the Organization.

Section 4.3 – Duties of the President: The President oversees and implements all actions necessary to further the purposes of the Organization set forth in Section I and the general duties of the Officers specified in Section 4.2. Additional duties of the President consist of the following:

- Oversee, implement, and direct all purposes and activities of the Organization.
- Convene, preside over, and conduct regular meetings of the Organization.
- Ensure that a reunion of all members is properly planned, publicized, and held regularly as set forth in Section IX.
- Encourage each branch of the Organization and other subgroups of descendants to organize themselves and hold regular family reunions.
- Ensure that active Committee Chairs are appointed and functioning as set forth in Section VI.

- Obtain reports from, and report regularly to, other Officers, the Family Representatives, and the Advisory Board.
- Communicate information regularly concerning activities of the Organization.
- Coordinate Organization and individual branch activities through the Family Representatives.
- Actively encourage members to become involved in accomplishing the mission and purposes of the Organization.
- Generally represent the Organization.

The President may delegate any duty to any Vice President, with the exception of presiding, which the President cannot delegate unless personally unable to participate in a meeting.

Section 4.4 – Duties of Vice Presidents: The duties of each Vice President are to assist the President in the fulfillment of the President’s duties under the direction of, and as determined and assigned by, the President.

Section 4.5 – Duties of the Treasurer: The duties of the Treasurer consist of the following:

- File required financial and other reports with appropriate tax and other authorities to maintain the corporate existence of the Organization.
- Collect funds and make deposits on behalf of the Organization.
- Process invoices and prepare checks.
- Ensure that a requisite number of Officers are authorized to sign checks on behalf of the Organization.
- Prepare at least annually a financial report for the Officers, Family Representatives, and Advisory Board that accounts for the receipt and disbursement of all Organization funds.
- Ensure that the requirements specified in Section VIII are carried out at all times.
- Assist with any other financial or reporting matters affecting the Organization as directed by the President.
- Appoint one or more non-Officer assistants as deemed necessary.

Section 4.6 – Duties of the Secretary: The duties of the Secretary consist of the following, as directed by the President:

- Prepare agendas for meetings of the Organization.
- Prepare and distribute on a timely basis minutes of all meetings of the Organization, including reunions.
- Prepare necessary correspondence, including announcements, flyers, notices, and other publicity, for Organization meetings, including reunions.
- Maintain an historical record of all agendas, minutes, and correspondence of the Organization.
- Maintain updated contact lists of all members of the Organization, including contact information for all honorary members (as defined in Section 3.2).
- Direct the activities of the Historian as described in Section 6.2.
- Oversee all record-keeping activities of the Organization.
- Appoint one or more non-Officer assistants as deemed necessary.

Section 4.7 – Nomination of Officers: The current Officers and the Advisory Board constitute the nominating committee for the selection of candidates for new Officers. The nominating committee will convene at least once every two years in even-numbered years and recommend one or more names of members for the offices of President, Vice Presidents, Treasurer, and Secretary. The current Officers will obtain the consent of each nominee, who must be of legal age, together with the ratification of a majority of the Family Representatives in advance of election. Any incumbent Officer is eligible for an office held by another incumbent Officer.

Section 4.8 – Election of Officers: New Officers will be elected by ballot at duly convened reunions held in even-numbered years. Names of persons recommended by the nominating committee will be printed on a ballot in alphabetical order for each office to be filled. Balloting will be in secret and the ballots turned over to the President and Secretary for tabulating. Results of an election will be given immediately. All automatic members who are at least 16 years of age are entitled to vote for new Officers. In the absence of a reunion held in an even-numbered year (or in the absence of voting at a reunion), new Officers will still be nominated and elected in each even-numbered year, except that voting will be done by secret ballot by the current Officers, Family Representatives, and Advisory Board. Write-in candidates for any office must be automatic members of the Organization in order to be eligible. The current Officers will duly consider all write-in candidates but will not be required to accept the results for any such write-in candidate.

Section 4.9 – Installation of Officers: New Officers will be installed at the close of a reunion or, in the absence of a reunion, otherwise at the conclusion of voting. The installation of the new Officers may include taking an oath of office as determined in advance by the outgoing Officers in consultation with the Family Representatives and the Advisory Board. The new Officers will meet and ratify the existing, or appoint new, Committee Chairs immediately after they are installed.

Section 4.10 – Officers' Terms of Service: The term of office for each Officer will be for two (2) years from the time of installation until the next scheduled election or until a successor is duly elected or appointed, whichever is less.

Section 4.11 – Successive Terms of Service: The President will not be permitted to remain in office for more than two (2) successive terms, but after two terms will be eligible for reelection as President after vacating that office for at least one two-year term. All other Officers will be permitted to remain in office for more than two (2) successive terms upon the consent of a majority of both the Family Representatives and the Advisory Board.

Section 4.12 – Filling Officer Vacancies: In the event of the death, illness, or resignation of any Officer, the President or next highest-ranking Officer in the absence of a President, and in consultation with the Family Representatives and the Advisory Board, will immediately appoint a replacement for such Officer's unexpired term. In order to continue to serve, any replacement Officer must be duly elected at the next scheduled election. The period of service of such replacement Officer prior to the next scheduled election will not count toward any applicable office term limit.

SECTION V **Family Representatives**

Section 5.1 – Definition of Family Representatives: Each of the 15 surviving branches of the family is represented by a “Family Representative”. Each Family Representative serves as the official representative of its respective branch to the Organization, and also of the Organization to its respective branch. The Organization serves as an “umbrella” organization over, and in support of, each branch through the Family Representatives.

Section 5.2 – Appointment; Tenure of Family Representatives: Each branch is authorized to designate its own Family Representative to the Organization. In the absence of an official appointment by a family organization generally recognized as representing the entire membership of a branch, the Officers, in consultation with the other Family Representatives and the Advisory Board, will identify and appoint a Family Representative for such branch. New Family Representatives may be appointed by a branch or the Organization at any time, but generally not more often than every two (2) years unless there is a vacancy.

Section 5.3 – Duties of Family Representatives: Each Family Representative will diligently perform the following duties during his or her term of service:

- Coordinate activities between the Organization and the branch.
- Communicate regularly with members of the branch regarding activities of the Organization.
- Attend all meetings convened by the Officers.
- Conduct business of the Organization, including receiving and approving regular reports and minutes of prior meetings.
- Advise the Officers regarding their duties.
- Compile and submit at least annually current contact information for each member of the branch.
- Regularly submit to the Organization updated genealogical information on all members of the branch, including an annual report of all known births, marriages, deaths, and other pertinent genealogical and historical information occurring within the branch during the previous year.

Section 5.4 – Voting by Family Representatives: Each branch of the Organization is limited to one official or voting Family Representative. Each Family Representative has equal voting weight with any other Family Representative.

Section 5.5 – Additional Family Representatives: Branches of the Organization may appoint additional “alternate” Family Representatives for their respective branch to assist the official Family Representative in his or her duties. An alternate Family Representative may represent his or her branch at Organization meetings in the absence of the official Family Representative.

SECTION VI **Committees**

Section 6.1 – Committee Chairs: The Officers will appoint “Committee Chairs” to coordinate specific activities of the Organization through committees. Committee Chairs are authorized to appoint others to assist on their respective committees whose names are approved in advance by a majority of the Officers in consultation with the Family Representatives. Committee Chairs serve at the discretion of the Officers and may be changed by the Officers as deemed necessary or desirable. Officers are encouraged to appoint at all times active and capable Committee Chairs to serve as Historian, Genealogist, Temple Coordinator, and Crier Editor. Committee Chairs for other committees may be appointed as necessary.

Section 6.2 – Historian: A majority of Officers will appoint an “Historian” to work under the direction of the Secretary for collecting and preserving historical information. Special care will be taken by the Officers and Family Representatives to ensure that materials gathered or contributed by any member of the Organization do not become the personal property of the Historian or any other individual.

Section 6.3 – Genealogist: A majority of Officers will appoint a “Genealogist” to coordinate all genealogical research activities of the Organization. One or more “Research Committees” may be established by the Genealogist to research specific family lines or research problems. The duties of such Research Committees may include, but need not be limited to, the following:

- Encourage members of the Organization participate.
- Coordinate research and LDS Church temple ordinance work.
- Report on status of research completed.
- Submit research findings to the Organization for preservation, dissemination, and publication.
- Post research findings on Organization and other reputable genealogy web sites.

Section 6.4 – Temple Coordinator: A majority of Officers will appoint a “Temple Coordinator” to coordinate all LDS Church temple activities of the Organization. Because much of the temple work has previously been performed, the Temple Coordinator should focus energies on avoiding unnecessary duplication of temple ordinances by documenting sources for previously performed ordinances and ensuring that such information is made known to members of the Organization. Additional duties may include organizing temple sessions in conjunction with reunions, assigning ordinance work to interested members, etc.

Section 6.5 – Crier Editor: A majority of Officers will appoint a “Crier Editor” to compile, edit, and publish the annual Crier in accordance with Section X.

Section 6.6 – Other Committees: A majority of Officers may establish other committees and appoint Committee Chairs, as necessary, to fulfill specific functional duties, including, but not limited to, planning reunions, fundraising, updating contact lists, preparing publicity materials, distributing the Crier, administering Internet and social media sites, etc.

SECTION VII **Advisory Board**

Section 7.1 – Advisory Board Members: Immediately upon expiration of his or her respective term of service, a past President of the Organization becomes a member of the Organization’s “Advisory Board”.

Section 7.2 – Purposes of Advisory Board: The purpose of the Advisory Board is to advise the Officers, Family Representatives, and Committee Chairs. Advisory Board members are expected to lend their experience and insights in order to ensure the continuity and functioning of the Organization, and implementation of the purposes of, the Organization. Members of the Advisory Board will be notified of, and are invited although not required to attend, meetings convened by the Officers. Members of the Advisory Board are only authorized to vote or transact business on behalf of the Organization as set forth in these By-laws.

SECTION VIII **Finances**

Section 8.1 – Accounts: The Organization is authorized to maintain bank accounts for collecting donations and making payments in furtherance of the purposes of the Organization. The Treasurer and at least one other Officer will be included at all times as authorized signers on behalf of any account maintained by the Organization. Other authorized account signers may be added by the Officers as necessary.

Section 8.2 – Expense Approvals: All material Organization expenses must be approved or ratified by a majority of the Officers.

Section 8.3 – Dues: Voluntary dues may be established by the Organization. The amount of dues shall be proposed by a majority of the Officers and approved by a majority of the Family Representatives.

Section 8.4 – Receipts: Receipts for payments and donations to the Organization will be provided for tax purposes.

SECTION IX **Reunions and Meetings**

Section 9.1 – Purposes of Reunions: Regular reunions shall be held to further the purposes of the Organization specified in Section I.

Section 9.2 – Determination of Reunion Dates and Locations: The Officers, as assisted by the Family Representatives and Committee Chairs, are primarily responsible for the planning and implementation of regular family reunions. The Organization shall endeavor to meet

consistently every two (2) years in even-numbered years at a time and place most convenient for the majority of the members.

Section 9.3 – Meetings: The Officers will meet at least quarterly to coordinate the activities of the Organization. The Officers will also convene quarterly meetings with the Family Representatives and Committee Chairs. The Officers may invite others to attend any meeting of Officers or Family Representatives. Family Representatives are not authorized to transact business on behalf of the Organization except in a meeting convened and presided over by the Officers. Minutes of all meetings will be kept by the Secretary, who will distribute a copy of such minutes to all meeting participants and the Advisory Board as soon as possible after the meeting.

SECTION X **Publications; Materials**

Section 10.1 – Crier: The official name of Organization newsletter is the “Belnap Family Crier” (the “Crier”). The Crier will be published regularly by the Organization. Proceeds from the sale of the Crier will be used to defray publication costs, further genealogical research, and support reunions. The cost of the Crier will be determined by majority vote of the Officers and Family Representatives.

Section 10.2 – Materials and Property: All records, photographs, books, supplies, digital images, or other materials purchased, donated or accumulated by the Organization will become the property of the Organization. An inventory of all items and records owned by the Organization will be properly marked, indexed, and maintained by the Officers. Materials owned by the Organization will be available for review by any member at reasonable times, and will be subject to the call of the President for review at all times. The Officers will endeavor to establish a permanent repository for records and other materials owned by or contributed to the Organization while maintaining all ownership rights in all such materials. No property owned by the Organization may be donated or repositied by any member with any institution or other organization without the unanimous vote of all Officers, Family Representatives and Advisory Board members and a majority vote of all members present at a duly convened reunion.

SECTION XI **Amendments**

Section 11.1 – Amendment Procedures: The Officers may seek to amend these By-laws from time to time by presenting proposed amendments to the Family Representatives. These By-laws may be amended upon a two-thirds vote of the total number of Family Representatives and Advisory Board members present at any meeting duly convened by the Officers; *provided*, that advance notice has been given to the Family Representatives and Advisory Board members informing them that amendments to these By-laws will be considered, which notice will include the text of such proposed amendments. These By-laws may also be amended by a majority vote of members present at a duly convened reunion of the Organization.

Section 11.2 – Superseded By-laws: These By-laws supersede and replace the Constitution and By-laws of the Organization dated August 29, 1964, as amended in August 1966 and November 16, 1974.

These By-laws shall be construed in accordance with applicable Utah law.