



**BYLAWS  
STEELWORKERS' ARCHIVES, INC.  
BETHLEHEM, PA  
AS OF 12/10/2007**



***ARTICLE I – CORPORATE NAME***

1. The Corporate name shall be Steelworkers' Archives, Inc.

***ARTICLE II – PURPOSE***

1. The Corporation shall have unlimited powers to engage in and do any lawful act concerning any and all lawful activity for which nonprofit corporations may be incorporated under *Pennsylvania Nonprofit Corporation Law of 1988*, as amended, under the provisions of which the Corporation is incorporated.
2. The Corporation shall undertake such acts as it deems necessary to conduct the historical preservation of memorabilia relevant to the labor and lives of the Steelworkers and environs; and present a record of genealogical research made accessible to the general public.

***ARTICLE III – OFFICES***

1. The Corporation may have offices at such places as the Board of Directors may determine or the activities of the Corporation may require.

***ARTICLE IV – MEMBERS***

1. Any person shall be eligible for membership in the Steelworkers' Archives and shall become a member upon completion of the Steelworkers' Archives membership application form and payment in advance of a full amount of annual dues.
2. Annual dues and membership types shall be established yearly at the discretion of the Board of Directors.
3. All members in good standing (members who have paid their annual dues) can vote at all meetings of the Membership of the Corporation.

***ARTICLE V – DIRECTORS***

1. All powers, obligations and rights of members provided by law shall reside in the Board of Directors.
2. The business and affairs of this Corporation shall be managed by the Board of Directors. To be a Board member, one must be a paid-up member of the Steelworkers' Archives. The number of Directors shall not exceed eighteen (18). For the time being, two thirds (2/3) of the Board should be Steelworkers.
3. A quorum for transactions of business transactions to take place and motions to pass shall consist of one third (1/3) of the Members of the Board of Directors.
4. Vacancies on the Board shall be filled by nomination at a meeting of the Board with a quorum present and voted in by a majority of the Directors present. Nominees must attend three meetings in the previous year.
5. Actions of the Board may be ratified by mail, e-mail, fax, or telephone.

## ***ARTICLE VI – OFFICERS***

1. The executive officers of the Corporation shall be natural persons of full age, shall be elected by the Membership at the Annual Meeting, and shall be a President, Vice President, Secretary, Treasurer, and such other Officers as the needs of the Corporation may require.

***President:*** Shall be the Executive Officer of the Corporation; he or she shall preside at all meetings of the Directors; he or she shall have active management of the affairs of the Corporation; shall see that all orders and resolutions of the Corporation are carried into effect, subject however, to the rights of the Directors to delegate any special powers, except as may by statute solely conferred on the President to any officers or officer of the Corporation. The President shall execute all documents requiring a seal, under the seal of the Corporation.

The President shall appoint all committees and shall be an Ex-Officio member of all committees, and shall have the general powers and duties of supervision and management usually vested in the office of President.

***Vice President:*** Shall act in all cases for and as the President in the absence or incapacity of the President and shall perform such other duties as may be required to do from time to time.

***Secretary:*** Shall attend all sessions of the Board and act as clerk thereof and record all votes and minutes of all meetings of the Corporation in a book to be kept for that purpose.

***Treasurer:*** Shall disburse the funds of the Corporation as may be ordered by the Board and give an account of all transactions as Treasurer and the financial condition of the Corporation.

- 1) All corporate checks shall have two (2) signers.
- 2) There shall be no more than \$99.00 in the petty cash fund.
- 3) Audit of books will be done yearly. This Audit will be done by the Trustees with the Treasurer present.

***Trustees:*** There shall be 3 Trustees. Shall audit all Financial Records of Corporation, records concerning inventory of memorabilia and electronic data base collections.

## ***ARTICLE VII – ELECTION OF OFFICERS***

1. Election of Officers shall be held every two (2) years at the Annual Meeting of the Membership. Nominations of Officers shall be held a month before the Annual Meeting. The annual meeting shall be in September. The new officers shall be installed in October.

## ***ARTICLE VIII – EXPULSION***

1. No member of the Board shall be expelled without notice, nor a majority vote of the Board.

## ***ARTICLE IX – DISSOLUTION OF “STEELWORKERS’ ARCHIVES, INC.”***

1. In the event of the dissolution of the “Steelworkers’ Archives, Inc”, all assets shall be given, free and clear, to National Museum Of Industrial History  
530 E. Third Street  
Bethlehem, PA 18015

**ARTICLE X – REQUIRED BY ACT 55 OF 1997**

1. There shall be prohibited the use of any surplus funds for private inurement to any person in event of a sale or dissolution of the institution.

**ARTICLE XI**

1. All business of the Corporation shall be by Robert’s Rules of Order.

**BYLAWS COMMITTEE:**

\_\_\_\_\_  
Michael Dzwonczyk, Bylaws Committee Chairman

\_\_\_\_\_  
Date

\_\_\_\_\_  
Wilbur Freitas, President, Ex-officio member

\_\_\_\_\_  
Date

\_\_\_\_\_  
Richard Check

\_\_\_\_\_  
Date

\_\_\_\_\_  
Dennis Pearson

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Date