



Turnbull Clan Association Incorporated

Bylaws

October 2004

Article 1. Name

- 1.01 The name of the organization shall be Turnbull Clan Association Inc., also referred to herein as TCA.

Article 2. Purpose and Objective

- 2.01 Turnbull Clan Association TCA shall be an educational, secular, non-profit organization dedicated to the perpetuation of the Scottish-Celtic culture, traditions, customs, literature, music, and art of its heritage through:
- a) the publication of newsletters, maintenance of a Web Site and other sources of information on the history of Turnbull, its varied name spellings, and Sept names associated with the name of Turnbull;
 - b) the sponsorship of Turnbull Clan Tents and other presence at Scottish Highland Games, Gatherings, and Festivals for the promotion of public awareness of its history and culture;
 - c) the preservation of all documents, letters, and published works belonging to the TCA, along with all genealogical data collected by the association on its members;

Article 3. Membership and Dues

- 3.01 Eligibility in Turnbull Clan Association (TCA) shall not be denied due to race, creed, gender, national origin, or place of residence.
- 3.02 **Regular** members must be 18 or more years of age. Regular membership shall be valid for a period of one (1) year and shall begin on January 1st and end on December 31st of each calendar year. Membership dues must be paid at the time of application for regular membership. Regular members have one vote in matters concerning the association. They may assign their proxy in writing to another voting member.
- 3.03 **Spouse** members must be 18 or more years of age and married to a regular member. Spousal membership shall be valid for a period of one (1) year and shall begin on January 1st and end on December 31st of each calendar year. The dues for spousal membership shall be one half the amount of the dues for regular membership. Membership dues must be paid at the time of application for spousal membership. Spouse members have one vote in matters concerning the association. They may assign their proxy in writing to another voting member.

- 3.04 **Student** members must have a parent or sponsor who is a regular member. Student membership shall be valid for a period of one (1) year and shall begin on January 1st and end on December 31st of each calendar year. The dues for student membership shall be one half the amount of the dues for regular membership. Membership dues must be paid at the time of application for student membership. Student members over the age of 18 have one vote in matters concerning the association. They may assign their proxy in writing to another voting member. Student members under the age of 18 may not vote in matters concerning the association.
- 3.05 **Life** members may be appointed by the majority vote of the board of directors. Life members shall not be required to pay dues. Life membership shall not expire during the life of the member. Life members have one vote in matters concerning the association. They may assign their proxy in writing to another voting member.
- 3.06 **Honorary** members may be appointed by the majority vote of the board of directors. Honorary members shall not be required to pay dues. Honorary membership shall be for a period of one year. Honorary members may not vote in matters concerning the association.
- 3.07 A member shall be delinquent if his/her annual dues are not paid by the beginning of the fiscal year, and forfeits all privileges of membership. He/she may be reinstated by payment of dues for the current year.

Article 4. Officers

- 4.01 Turnbull Clan Association shall be governed by a Board of Directors consisting of (4) four duly elected officers.
- 4.02 The officers of TCA are President, Vice President, Secretary and Treasurer.
- 4.03 The term of office shall be for (3) three years. No person shall serve as President for more than two consecutive terms.
- 4.04 A President's terms may be extended under circumstances that require an extension for the benefit of TCA. An example of such circumstances would be if no one else is willing to fill the office of President. Extension of a President's tenure beyond two consecutive terms must be approved by three fourths (3/4) of the Board of Directors and approved by a simple majority of the members voting in a referendum to approve the extension.
- 4.05 Vacancy of any office for any reason shall be filled by appointment of the President, with approval of the Board of Directors. A vacancy by the President shall be filled by the Vice President for the remaining term.

- 4.06 Members may take on duties for the Association without becoming an officer. Individuals may be assigned a title appropriate to the task by the President. Examples include but are not limited to the regional representatives and tent hosts.
- 4.07 Officers will serve without compensation, but may be reimbursed for reasonable expenses.
- 4.08 Except for the office of President more than one office may be held by the same person.
- 4.09 Upon leaving office, officers will turn over all records, funds, tartans, accoutrements, and any other corporate property of TCA to a person designated by the President or the Board of Directors.

Article 5. Nominations and Elections

- 5.01 Any member in good standing may nominate one or more to be an officer of TCA.
- 5.02 The Board of Directors will advise the members of the forthcoming elections and seek their nominations for officers at least six months prior to the election.
- 5.03 The elected terms of the officers shall be for three years beginning on January first following regular elections.
- 5.04 A three-member committee appointed by the Board of Directors will table a proposed slate of candidates for officers for the coming three-year term. If sufficient nominations are not provided by the membership at large to provide the required slate then, as members themselves, the officers may nominate individuals to complete the slate.
- 5.05 The proposed slate of officers shall be presented to the membership by the Secretary in writing either by letter or in the TCA newsletter before the end of September for election by mail in ballots, to be tallied before the end of the month of November preceding the year in which office is to commence.
- 5.06 The officers shall be elected by a simple majority of voting members who have paid their dues as of the date of the election.
- 5.07 Voted ballots shall be submitted to the Secretary, who will tabulate the results. The Secretary shall send the ballots and tabulated results to the Treasurer for verification.
- 5.08 The officers chosen by election shall be presented by the Secretary in writing either by letter or in the TCA newsletter to the membership before the end of the year preceding the commencement of the new terms in office.

- 5.09 The Board of Directors or the President may call a special election to fill one or more positions of officer. In this case the preceding nomination and election processes will apply but the calendar scheduling will not apply. The Secretary will hold the election as soon as is practically possible and the elected officer will take office as soon as the results of the election have been verified by the Treasurer.
- 5.10 The term of an officer elected by special election shall expire simultaneously with the terms of the other officers.

Article 6. Board of Trustees

- 6.01 The President of TCA shall appoint a Board of Trustees for approval by the Board of Directors.
- 6.02 The TCA Trustees shall be comprised of up to nine (9) individuals in service to TCA, and may include any Past Presidents who are not currently serving on the Board of Directors of TCA.
- 6.03 The trustees shall serve 3 year renewable terms to coincide with the terms of the Officers.
- 6.04 Because the TCA Board of Trustees will serve across national legal boundaries, and because it is comprised of appointed rather than elected officers, except as described below, the responsibility of the Board of Trustees shall be to advise and not to direct the officers and members of TCA. Nevertheless the advice of the trustees should be given the highest consideration especially on matters of long-term consequence to TCA.
- 6.05 The TCA Board of Trustees shall be responsible to:
- a) Approve of new TCA organizations.
 - b) Approve of all programs to be carried out in the name of TCA in more than one nation.
 - c) Approve of TCA insignia including arms, crest, and seal.
 - d) Govern the process of TCA's input in the selection of a Turnbull Clan Chief if ever that is done.
- 6.06 A Past President or failing that the Vice President of TCA shall serve on the Board of Trustees and act as a liaison between the Trustees and the Officers.

Article 7. Duties of the Officers Elected by the Membership

- 7.01 President: This officer shall be responsible for the overall activities of TCA and to appoint any dues paid member to an office that has been vacated by the incumbent for any reason.

- 7.02 Vice President: This officer shall assist the President in his or her duties, and be able to assume the duties of the office of President if the President is unable to perform his or her duties. This officer shall provide official liaison between the Board of Directors and the Board of Trustees.
- 7.03 Treasurer: This officer shall maintain the financial records of TCA, and be responsible for the following duties:
- a) Issuing a financial statement (including sources and uses of funds) annually or as deemed necessary by the President or the Board of Directors.
 - b) Preparing a budget for the following fiscal year.
 - c) Dispersing funds and meeting the financial obligations of TCA as deemed appropriate by the President or Treasurer.
 - d) Complying with all legal and financial obligations imposed on TCA by the Section 501(c)(3) of the Internal Revenue Code, as well as by the relevant state and local tax codes.
 - e) The Treasurer may consult the President, Vice President and Secretary in any financial matter.
- 7.04 Secretary: This officer shall maintain the official records of TCA, including the official list of members, and shall report all the activities and plans of TCA to the membership as necessary for decisions required of the membership and the proper functioning of the Association.

Article 8. Special Interest Appointments by the Board of Directors

- 8.01 **Special Interest Appointments** may be made by the Board of Directors. An individual serving in a position of Special Interest may be one of the four elected officers or one of the Trustees of TCA but is not required to be either. Special interest appointments may include but are not restricted to the following positions:
- a) **Regional Representatives** shall be responsible for TCA activities within geographical regions. Their responsibilities may include, but are not limited to, sponsoring Turnbull Clan Tents at Highland Games, representing the Turnbull Clan at Scottish Functions within the region, and helping to recruit members from within the region.
 - b) **Quartermaster** shall be responsible for securing suppliers of Turnbull Tartans and other required accouterments, and for maintaining an inventory of such items if necessary.
 - c) **Legal Counsel** shall be a dues paid member, shall be a member in good standing of any State or any Federal District Bar Association, and shall advise TCA officers, or any member with any question directly related to TCA or his/her membership in TCA.

- d) **Newsletter Editor** shall prepare and publish a Newsletter called "Bullseye" at least four times a year. Other newsletters such as Clan Prints in the Sands may also be published at the discretion of the Board of Directors.
- e) **Web Site Administrator** shall maintain and update the TCA web site, shall respond to inquires received via the TCA web site, and shall post the TCA newsletters on the web site so as to make them available to Members.
- f) **Historian** shall maintain records and research areas of the Turnbull history and or of interest to TCA

Article 9. Annual General Meeting

- 9.01 The Annual General Meeting of Turnbull Clan Association shall be held at a different location each year, during an appropriate time in the season of the Highland Games and Festivals. The membership shall be notified in the newsletter at least (60) sixty days prior to the meeting.

Article 10. Administration

- 10.01 The fiscal year of the TCA shall run from January 1 through December 31 of each year.
- 10.02 The insignia of TCA may only be worn or displayed by the organization and its members. Such insignia include but are not limited to arms and/or crest which may be granted by the court of the Lord Lyon, decorative arms, badges, crests, logos, corporate seals, banners, letterheads, mascots, or other identifying symbols belonging to TCA.
- 10.03 The motto of TCA shall be "Audaci Favet Fortuna" with the accepted English translation being "Fortune Favours the Bold."
- 10.04 The official Internet address, Universal Resource Locator (URL) for Turnbull Clan Association shall be www.turnbullclan.com
- 10.05 The official newsletters for TCA shall be *BULLSEYE* and *Clan Prints in the Sands*.
- 10.06 The financial and other records of TCA shall be kept in a professional manner, and may be audited by any member(s) or any agent appointed by any member(s) at his/her (their) expense.
- 10.07 The annual financial report shall be published in BULLSEYE each year.

Article 11. Grievances

- 11.01 Grievance presented in writing shall be reviewed by a three-member grievance committee appointed by the Board of Directors who will review the situation and decide on the outcome. Appeals where warranted and at the sole discretion of the President may be placed before the general membership for a decisive vote of the simple majority of those voting.
- 11.02 Any officer, trustee, or member regardless of the class of membership, who has brought grievous harm to the Turnbull Clan Association shall be dropped from the rolls of the Association by a three fourths (3/4) affirmative vote of the Board of Director. This action is subject to the grievance procedure as stated in article 11.01.

Article 12. Amendments

- 12.01 Proposed amendments to the Bylaws must be approved by a three fourths (3/4) majority of the Board of Directors.
- 12.02 Amendments to the Bylaws must be approved by a two thirds (2/3) majority of the members at the next Annual General Meeting (AGM) or by a two thirds (2/3) majority of the members who respond to a referendum made by mail.
- 12.03 The Board of Directors can approve by a simple majority vote to modify the list of names in Appendix 1.

Article 13. Incorporation and Offices

- 13.01 Turnbull Clan Association was duly incorporated as a Tennessee not for profit corporation on May 29, 1998. TCA was recognized by the IRS as a 501(c)(3) a non-profit organization EIN #62-1716022 on September 22, 1998, and IRS Final Recognition was determined on May 26, 2004.
- 13.02 TCA shall not be operated for pecuniary profit or commercial gain. TCA shall not inure to the benefit of, or be distributed to, any officer, director, or member or any person having a personal or private monetary interest in the activities of the Association.
- 13.03 TCA shall be empowered to pay reasonable compensation for services rendered upon receipts of claims and make payments and awards in the furtherance of the purpose and goals set forth in these Bylaws, within the scope of the IRS 501(c)(3).
- 13.04 TCA may have offices, either within or without the State of Tennessee, at such place or places as the Board of Directors may from time to time appoint or the business of TCA may require.

13.05 The business address of the Association, legal and official shall be that of the current President, or such address as decreed by the President and/or the Board of Directors.

Article 14. Dissolution

14.01 Upon dissolution of TCA, assets shall be distributed for one or more exempt purposes within the meaning of the section 501(c)(3) of the Internal Revenue Code of 1986.

APPENDIX 1 (Revision 1.1)
ACCEPTED VARIABLE SPELLINGS OF THE NAMES
TURNBULL AND RULE

Thrumbald	De Rolle
Thrumball	De Rollo
Tourneboeuf	De Rue
Trambell	Regulus
Tremblay	Rewel
Tremble	Rieul
Trembley	Roall
Trimbil	Rollis
Trimbill	Rolous
Trimble	Rool
Trimbole	Rouel
Trombe	Rouley
Trombi	Rouley
Trombil	Roull
Tromboul	Rowell
Trumbald	Rowl
Trumbel	Rowle
Trumbil	Ruele
Trumbly	Ruhl
Trumbo	Ruhll
Trumbold	Rule
Trumboli	
Trumbul	
Trumbulle	
Trummell	
Trunball	
Trymbille	
Trymbulle	
Turnball	
Turnbaugh	
Turnbeaugh	
Turnbell	
Turnbill	
Turnbole	
Turnboll	
Turnbough	
Turnboul	
Turnbow	
Turnbull	
Turnebu	
Turnebulle	