

# Vermont Cemetery Association

## By-Laws

**Article I.** The name of this Association shall be THE VERMONT CEMETERY ASSOCIATION.

**Article II.** The purpose for which this Association is organized shall be to promote the advancement of knowledge in the operation and maintenance of cemeteries, to facilitate the exchange of information, to create and maintain high ethical standards in the conduct of cemetery administration, both active and historical, and to secure the advantage to be obtained by mutual cooperation.

### **Article III. MEMBERSHIP**

Section 1. Any Vermont cemetery governing body may hold membership in this Association. Each cemetery membership in this Association shall be entitled to one vote only, without regard to the number of individual members within the cemetery membership.

Section 2. Supplier member – There shall be a category of non-voting membership known as supplier members. Any individual or organization actively engaged in the business of supplying either goods or services to cemeteries in Vermont may become a supplier member.

Section 3. Honorary member – There shall be a category of non-voting, non-dues-paying membership known as honorary members. Any individual or organization deemed by the Board of Directors and confirmed by a two-thirds vote of the Board to have contributed in a continuous, important and valuable manner to the Association shall be recognized as an honorary member of this Association.

Section 4. Associate member – There shall be a category of non-voting membership known as associate members. Any individual or organization who wishes to be a member but does not qualify for membership under Sections 1, 2, or 3 may become an associate member.

## **Article IV. MEETINGS**

Section 1. The Annual Meeting of the Association shall be held in the month of October each year, on a date and at a place to be determined by the President and the Board of Directors. Fourteen (14) days notice by mail shall be given to each member stating the time and place of such meeting.

Section 2. A Semi-Annual Meeting of the Association shall be held in the month of April, requiring the same notice as Section 1.

Section 3. Special meetings may be called by the President, upon request of five or more members, on at least a ten (10) days notice by mail.

## **Article V. DUES**

Section 1. The dues of this Association shall be determined from time to time by a majority vote of the members at an Annual Meeting.

## **Article VI. OFFICERS**

Section 1. The officers shall consist of a President, a Vice President, a Secretary/Treasurer or a Secretary and a Treasurer. The officers shall be elected annually by a majority vote of the registered members present at the Annual Meeting of the Association.

Section 2. The President shall preside at all meetings of the Association and of the Board of Directors.

## **Article VII. BOARD OF DIRECTORS**

Section 1. The Board of Directors shall consist of the President, the Vice President, the Secretary/Treasurer or the Secretary and the Treasurer, and the immediate past-President who will abstain from voting should a tie vote occur, and two (2) registered members of the Association, each of whom will be elected for three years by a majority of the registered members present at the Annual Meeting of the Association. The election of each shall be in staggered years.

Section 2. Any vacancy on the Board of Directors occurring through any cause shall be filled for the unexpired term by a majority vote of the remaining directors at a meeting of those directors.

Section 3. Meetings of the Board of Directors may be called by the President at any time that he/she deems necessary. Any special meeting may be called by any other officer on a written request of any two or more officers or directors.

#### **Article VIII. COMMITTEES**

Section 1. The Board of Directors shall have the power to appoint all committees, which in its judgment may be deemed necessary for the best interest of the Association, and to delegate the duties thereto.

Section 2. There shall be a nominating committee, to consist of three (3) active members. The Board of Directors shall appoint this committee within one month after the Annual Meeting of the Association. The Board shall designate the chairperson.

Section 3. There shall be an auditing committee, consisting of the President and one or more members of the Board of Directors.

#### **Article IX. AMENDMENTS**

Section 1. These by-laws may be amended or revised at any Annual Meeting or special meeting of the Association by a majority vote of the members present, provided the notice of the meeting specifies the proposed amendment(s) to the constitution and by-laws as among the objects of the meeting.

#### **Article X. HARASSMENT**

Section 1. Any individual or organization who harasses a VCA member in connection with the Association will be promptly, totally and permanently severed from all relationship with the Vermont Cemetery Association. Such harassment may be subtle and indirect or blatant and overt. Such conduct, verbal or physical, is unwanted and unwelcome as viewed by the recipient. Harassing conduct may be offensive, threatening or intimidating and/or may be of a stalking nature. Such behavior may include, but is not limited to, personal confrontation, telephone calls or messages, or electronic communications.

Complaints will be investigated by the Board of Directors in a confidential and professional manner and the Board will ensure that there will be no retaliation in any form for having made a complaint or for participating in an investigation of a complaint.

Revised October 2004