

# House of Burnett - Bylaws, 2018

BYLAWS OF THE HOUSE OF BURNETT, INC. Bylaws of THE HOUSE OF BURNETT, INC. incorporated as a not for profit corporation under the laws of the State of Oklahoma.

**ARTICLE I. PRINCIPAL OFFICE** The principal office of the corporation shall be located at 3768 West 45 Place, Tulsa, Oklahoma 74107 – Updated January 2018

**ARTICLE II. NATURE OF CORPORATION** The HOUSE OF BURNETT, INC., is the corporate body that implements the goals, objectives, and policies of THE HOUSE OF BURNETT, a traditional family entity as recognized by the laws and customs of Scotland.

**ARTICLE III. MEMBERSHIP** Membership shall be open to: A. All persons with the surname BURNETT, and B. To any person which the Board of Directors deems to have acceptable version of the surname BURNETT, and C. To any person descended from any person who carried the surname BURNETT or an acceptable version, and D. To any person whom the Board of Directors determines has a significant relationship to the family.

**ARTICLE IV. BOARD OF DIRECTORS** 1. The affairs of the corporation shall be managed by the Board of Directors. 2. The Directors need not be residents of the State of Oklahoma or of the United States of America. 3. The number of Directors shall be no less than 5. 4. Members of the Board of Directors will be elected for a full term of three year. At the end of the three year term they may run again. 5. All vacancies on the Board of Directors may be filled by the remaining Directors, at any regular or special meeting, by the vote of the majority of the Directors in a meeting at which a quorum is present. The Director thus elected shall serve the remaining term of the vacancy. 6. To qualify as a member of the Board of Directors, each person so elected shall be a member in good standing of the corporation at the time of his/her election, and his or her membership is based on meeting the qualifications of paragraphs A, B, or C of Article III. 7. A) Elections for the Board of Directors for THE HOUSE OF BURNETT, INC., shall be held once per year at a time set by the Board of Directors. B) The method of election shall be by ballot of the dues paying membership. The ballot may be either by electronic or written. C) Each member shall have one vote for each position up for election. However, no more than one vote may be cast for any one Position. D) The candidates with the highest number of votes are elected. The number of candidates elected will correspond with the number of positions up for election. 8. The regular annual meeting of the Board of Directors shall be held at a date as set by the Board of Directors. 9. Special meetings of the Board of Directors may be called by or at the request of the Chief of the Name and Head of the House of Burnett (hereinafter called The Chief), The Chief's Lieutenants, The President of the Corporation, or any six directors. The person authorized by the Board to give notice of special meetings of the board may designate any place, either within or without the State of Oklahoma, or the United States, for the holding of a special meeting. 10. Five members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting. The act of a majority of the Directors present in person or by proxy at any properly convened meeting shall be deemed to be the act of the Board. 11. The Board of Directors shall authorize a person to give notice of the meetings. Said notice shall be reasonable, and in no instance less than three days. 12. The Board of Directors shall make all rules governing the conduct and management of the corporation which it deems advisable and

which are not in conflict with the purpose of the corporation, its bylaws, or the policies of the Chief of the Name and Head of the House of Burnett. 13. Members of the Board of Directors may participate in a meeting of said board in person, by means of telephone or other means approved by the Board. 14. A member of the Board of Directors may be removed from the Board of Directors by a two-thirds vote of the Board of Directors. 15. Roberts Rules of Order, as last revised, shall govern the proceedings of all meetings of the Board of Directors.

**ARTICLE V. EXECUTIVE OFFICERS** 1. The executive officers of the corporation shall be the President, Secretary, and Treasurer. 2. The offices of Secretary and Treasurer may be held by the same person. 3. All officers are elected by the Board of Directors at their annual meeting. 4. Officers shall serve a term of one year. 5. An officer may be removed from office by a two-thirds vote of the Board of Directors. 6. Should an officer be unable to fulfill his/her term, the Board of Directors may appoint a successor until the next annual meeting of the Board.

**ARTICLE VI. PRESIDENT** The President is the Chief executive officer of the corporation and Board of Directors. He/she shall preside or select someone to preside, at all meetings of the Board. It is his/her duty to implement the decisions of the Board of Directors, these bylaws, and the policies, objectives, and goals of The Chief. He/she shall have general supervision and management of the affairs of the corporation, subject to the control of the membership and The Chief, and perform all such other duties as are incident to his/her office or are properly required by the by the Board of Directors, The Chief or his representative. As such, it is the responsibility of the President or his/her appointed representative to be a liaison between the Board of Directors and the Chief.

**ARTICLE VII. VICE PRESIDENT** The President may appoint Vice-Presidents to assist the President in the performance of his/her duties in such regions or areas as the Board may determine.

**ARTICLE VIII. SECRETARY** The Secretary shall keep the minutes of the meetings of the Board of Directors and shall have charge of the corporate books. He/She shall perform all duties incident to his/her office that are properly required by the Board of Directors.

**ARTICLE IX. TREASURER** The Treasurer shall have custody of all monies securities of the corporation, and shall keep regular books of account. He/she shall disburse the funds of the corporation as may be ordered by the President and shall render an account of his/her transactions as Treasurer. The Treasurer shall perform all duties incident to his/her office that are properly required of the Treasurer by the President. The Board may require the Treasurer to give a bond for the faithful discharge of this/her duties, in such sums and with such securities as the Board of Directors shall from time to time determine.

**ARTICLE X- LIEUTENANT HOUSE OF BURNETT** Abolishment of the position of Toeshedor and establishment of the position of Lieutenant House of Burnett. James Burnett of Leys established the Lieutenant position upon the passing of John C Burnett. The Chief, using a long list of criteria, appoints a Lieutenant for a three-year term which may be renewed until age 75. The Lieutenant is the personal representative of the Chief in his absence. There is a medal awarded on a green and white ribbon which is to be passed on to a new

Lieutenant when a term has expired. Males wear the medal on a neck ribbon and women wear it below a bow as a brooch. The Lieutenants were also presented with a Pinsel that may be flown wherever they are present. The Pinsel is also to be passed on after a Lieutenants term has ended. Two Lieutenants were initially appointed, James Burnette for the Eastern U.S. and Jackelyn Daugherty for the Western U.S. However, there is no limit on the number of Lieutenants that may be appointed - Jackelyn A Daugherty, President of the House of Burnett, August 2, 2017

**ARTICLE XI. AMENDMENTS** The Board of Directors shall have the power to make, amend, and repeal the bylaws of this corporation by an affirmative vote of a majority of the Directors present at any regular or special meeting of the Board.

**ARTICLE XII. WAIVER OF NOTICE** Whenever, under the laws of the State of Oklahoma, or by provisions of these bylaws, a waiver in writing is signed by persons entitled to such notice, whether before or after the time stated therein, it shall be deemed equivalent to giving of such notice.

**ARTICLE XIII. FISCAL YEAR** The fiscal year of the corporation is determined by the Board of Directors to be January 1<sup>st</sup> through December 31<sup>st</sup> of each year.

**ARTICLE XIV. INDEMNIFICATION** Every person who is or shall have been a Director or officer of the corporation and his/her personal representative shall be indemnified by the corporation against all costs and expenses reasonably incurred by or imposed upon him/her in connection with or resulting from any action, suit or proceeding to which he/she may be made a party by reason of his/her being or having been a Director or Officer of the corporation or of any subsidiary or affiliate thereof, except in relation to such matters as to which he/she shall finally be adjudicated in such action, suit or proceeding to have acted in bad faith and to have been liable by reason of willful misconduct in performance of his/her duty has such director or officer. "Costs and expenses" shall include, but without limiting the generality thereof, attorney's fees, damages and reasonable amounts paid in settlement.

**ARTICLE XV. INFORMAL ACTION** Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if prior to such action a written consent thereto is signed by a majority of the Board of Directors and such written consent is filed with the Minutes of Proceedings of the Board. KNOW ALL MEN BY THESE PRESENTS that the undersigned certifies that the above and foregoing bylaws were duly adopted by the Directors of said corporation on the 1st day of September, 1992, with subsequent amendments, and that they now constitute the bylaws of the corporation. As Revised July 09, 2010 Signed in Oklahoma City, Oklahoma, this 24th day of January, 1994. Revised August 2, 2017,(Lieutenants), January 11, 2018,(Agent of Record address) On behalf of this corporation.

\_\_\_\_ Jackelyn A Daugherty, President

**STATEMENT OF PRIMARY PURPOSE** The primary purpose, objective and goal of The House of Burnett is to promote the sense or feeling of "family" among the membership. Everything we do should work toward that end. In working toward this goal, we participate in several activities. Among these are: A. Participation in Scottish games and other activities that

highlight our Scottish ancestry. B. Publication of a newsletter, the purpose of which is to promote communication among the membership by reporting not only family history and custom but current news of family interest. C. Promotion and planning of family gatherings and "reunions". D. Participation in and encouragement of genealogical research. These are by no means the activities to which we are limited. Indeed, anything that promotes the sense of family among the membership is a proper activity for the organization. The key word is "family". We are not simply a "Scottish" organization or a "genealogical" organization even though those are extremely important components of our make-up. We are, above all else, a FAMILY organization. \_\_\_\_\_ John C. Burnett, Tosheadeor \_\_\_\_\_

Approved by James C.A. Burnett of Leys on July 1, 1993

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**BURNETT**  
The Official Website