

**BYLAWS OF  
PETER KIVETT FAMILY ASSOCIATION, INC.  
A NOT-FOR-PROFIT CORPORATION**

**ARTICLE I – NAME AND OFFICES**

The name of the corporation shall be the “**PETER KIVETT FAMILY ASSOCIATION, Inc.**” This corporation is organized to operate exclusively within the meaning of Sections 501(c) (3) of the Internal Revenue Code of 1986, as amended from time to time, or the corresponding provisions of any future United States Revenue law, for charitable and educational purposes including, but not limited to, the objectives as defined below in Article II of the by-laws of the Peter Kivett Family Association, Inc. (PKFA). The Principal Office of the Corporation shall be located in the City of Liberty, County of Randolph and the State of North Carolina.

7313 John Marsh Road  
Liberty, NC 27298

The Corporation may also maintain offices at such other places as the Board of Directors may, from time to time, determine. Principal Mailing Address of the Corporation is:

Ronald L. Cheek  
PKFA President  
7313 John Marsh Road  
Liberty, NC 27298

**ARTICLE II, Part A - OBJECTIVES**

The objectives of the Peter Kivett Family Association, Inc. shall be:

1. To increase interest in and raise the standard of genealogical research and compilation by means of educational programs, workshops, lectures, discussion groups, exchange seminars and publication of research methodology and genealogical data.
2. To encourage identifications, educational study, documentation and educational presentations of early colonial North Carolina land owners, patriots, and Revolutionary and Civil War participants especially in North Carolina.
3. To acquaint interested individuals, clubs, societies, the community, family reunion groups and the members of this organization with sources of genealogical material

and historic sites in North Carolina and elsewhere in the southeastern sections of the United States and elsewhere in the United States.

4. To serve the community with educational tools and training through lectures, genealogical research articles, publications, educational workshops, historical field trips.
5. To provide educational instruction and exchange of genealogical and historical information with the other family groups in the community, other historical and genealogical societies in the community, and the members of this organization.
6. To promote and educate others in the collection of family artifacts, preservation of multiple family cemeteries, old family photographs, family manuscripts, documents, and other materials of genealogical and historical value. Given modern technology and the ease of accessing information on the Internet, researchers are encouraged to respect the privacy of all living individuals by not sharing personal information via electronic media or published media without written permission of those living individuals.
7. To promote and train individuals in the use of digital photography and computer graphics editing software to perform restorations of old family photographs.
8. To train family groups and interested individuals for educational purposes to be willing to share in a systemic format (GEDCOM) any gathered family genealogical information with the community, with public genealogical libraries and societies, and the members of this organization.
9. To use the educational training standards of the Board for Certification of Genealogists that has established and promoted standards of competence and ethics in genealogy designed to protect the public, the consumer, and the professional field of genealogy.
10. To adopt and use the codes, standards, guidelines and procedures of the National Genealogical Society for training and sharing information with others, for teaching principles for sound and truthful genealogical research, for training in the use of public records, repositories and libraries. Provide training demonstrations of how to use digital images, computers and scientific technology in genealogical research including GPS geographical location devices and cemetery/tombstone preservation techniques.
11. To encourage and expect its members to uphold high moral standards in their use of electronic media, in their use of the Internet, in their research, and in their interaction with fellow genealogists and all other persons. Ethical behavior by individuals will reflect well upon our organization as well as the field of genealogy.
12. To actively promote the benefits of DNA testing to any interested surname family groups especially with colonial roots in Randolph County, North Carolina. Provide leadership and instructions for scientifically determining their common ancestor relationships, correlate and validate their genealogical research with a data base repository for the DNA test results.

## **ARTICLE II, Part B – PURPOSE**

**Section I – Purpose** - Said Corporation is organized exclusively for charitable and educational purposes, including such educational training of interested individuals and groups in the skills and art of genealogical and historical compiling of information for documentation and copyrighted publications. To share such information and make literary distributions and scientific DNA studies to genealogical societies, libraries, and organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future tax code. The purpose of the PKFA is exclusively limited to those purposes specified under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future tax code as a charitable public service genealogical educational and American historical literary organization including the scientific use of DNA studies.

The PKFA is a 501 (c) (3) nonprofit public charitable organization with a mission devoted to genealogical education and training for the benefit of individuals, groups and the local community. This is to benefit and equip interested individuals and groups to become proficient in compiling their own family history, genealogy by using professional identification and documentation standards. This educational methodology shall be made available to many different family surname lineage groups. Each of these interested surname family groups are also to be educated in the skills of acquisition, maintenance, beautification and preservation of family artifacts including private or abandoned cemeteries of the colonial 18th and 19<sup>th</sup> century North Carolina original pioneer families.

The specific purpose of the PKFA is to:

- A. Provide a national organization through which descendants of multiple surname family groups and descendants of associated intermarriage families of 18th and 19<sup>th</sup> century North Carolina pioneer families and settlers and the members of this organization can exchange and share family heritages.
- B. Train how to research and use genealogical software to document and distribute to the community and the general public their respective family heritages and the members of this organization.
- C. Promote through public lectures, seminars, conferences, tutorials, educational workshops, family reunions, historic educational field trips, educational work projects and other educational activities as approved by the Board.
- D. Generate, encourage, and foster the mutual interests and opportunities for the local community who are, or who may become, interested in learning about their family history and associated intermarriages with other families including contributions these families made to local, state and national history.
- E. Strengthen the ties of fellowship and kinship between members of the various surname family lineages and maintain family unity of the members through public educational activities.
- F. Teaching how to gather, document and preserve family history information by

- lecturing and participating in periodic and annual family reunions open to the public.
- G. Emulate and honor the family forebears by providing educational training of how to properly prepare, organize and preserve genealogical documentation of one's paternal and maternal family lineage.
  - H. Train others how to do genealogical collecting, preserving, documenting and distributing to the local community and local, regional, and state public libraries of 18th and 19<sup>th</sup> century North Carolina pioneer family heritages.
  - I. Store or make available to the genealogical community and the public any and all genealogical and historical information gathered, edited and published under Article II in the following public locations specified and agreed upon by the Board of Directors, notwithstanding the requirement to first copyright such information under Article VII, section 4 before distribution. The initial distribution places as designated by the Board of Directors are but not limited to:
    - a. The Library of Congress, Copyright Office, 101 Independence Avenue, S.E., Washington, D.C. 20559-6000
    - b. National Genealogical Society Library, 4527 Seventeenth Street North, Arlington, Virginia 22207-2399
    - c. North Carolina Genealogical Society Library (Filed in the North Carolina State Library, Raleigh, NC) NCGS, PO Box 22, Greenville, North Carolina 27835-0022
    - d. Fort Wayne and Allen County Public Library, 900 Webster, Fort Wayne, Indiana 46802
    - e. The Randolph Room, Randolph County Public Library, 201 Worth Street, Asheboro, North Carolina 27203
    - f. The Randolph County Genealogical Society, P.O. Box 4394, Asheboro, NC 27204 - a 501(C)(3) organization and a Randolph County Genealogical Website: <http://www.rootsweb.com/~ncrandol/> or an equivalent website
    - g. Randolph County of Public Library - Ramseur Public Library  
1512 Main Street, Ramseur, NC 27316 (336) 824-2232
    - h. Town of Liberty Library, 239 South Fayetteville Street, Liberty, NC 27298 (336) 622-4605,
    - i. Peter Kivett Family and Allied Family Historical Library as maintained by the Historian at the PKFA Principal Mailing Address
  - J. Evaluate and provide encouragement, cooperation, and donations to other worthy and qualified organizations under Section 501 (c) (3) of the Internal Revenue Code with purposes similar to this Corporation as approved by the Board of Directors.
  - K. Promote the acquisition of real estate of historic landmarks, private or abandoned cemeteries, and tangible family artifacts of colonial 18th and 19<sup>th</sup> century North Carolina pioneer families for historic preservation in perpetuity, provide for their

maintenance and beautifications for the enjoyment and access to the members and the public.

- L. Research, gather verifiable intellectual data, historical and genealogical information of the colonial 18th and 19<sup>th</sup> century North Carolina pioneer families, document them in written form and/or digital computer files, publish, and copyright the same for distribution in both digital format and printed format for distribution and sales for educational purposes and/or as fundraisers.
- M. Promote and implement the erection and maintenance of monuments to colonial North Carolina pioneers and Land Grants recipients, war veterans or citations of historic works and historic landmarks; thus lessening the burdens of government and providing historic and educational benefits for the public and the members.
- N. Maintain the PKFA criteria for selection of an abandoned cemetery is that it must be at least 100 years old or older, thus containing colonial 18th and 19<sup>th</sup> century graves of military veterans and/or those graves and tombstones of historic and genealogical importance.

## **Section 2 – Prohibited Activities**

- A. No private Inurnment** - No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Section 1 of this Article II from funds accumulated through donations, gifts, grants and fund raisers. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law
- B. No lobbying** - No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- C. Other** - Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of the Corporation as set forth in Article II, section 1 hereof.

### **Section 3 - Dissolution**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the national archives of the federal government, or to the state archives of North Carolina, or a local county government or public library within North Carolina, for a public purpose. Any such assets not so disposed shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine which are operated exclusively for such purposes.

## **ARTICLE III - MEMBERS**

**Section 1 – Members** - The Corporation shall have members.

**Section 2 - Membership Provisions** - The terms and conditions of membership are set out in an Addendum to these Bylaws.

## **ARTICLE IV – ORGANIZATION & BOARD OF DIRECTORS**

- A. The General Organization of the Corporation comprises all members of the Peter Kivett Family Association, Inc.
- B. Governing Body, to serve without remuneration or compensation: The General Organization of the Corporation shall be governed by a Board of Directors which shall consist of:
  - a. Executive Officers, title and names of initial officers are:
    - i. President –
    - ii. Vice President –
    - iii. Secretary –
    - iv. Treasurer –
    - v. Historian –
    - vi. Property and Assets Director –
    - vii. DNA Project Director –
    - viii. North Carolina Activities Coordinator –

The supplemental information on the initial Board of Directors is set out in an Attachment to these Bylaws.

b. Plus the following:

- i. Chairpersons of Standing Committees approved by the Board
- ii. Chairpersons of Ad Hoc Committees for special events or activities approved by the Board
- iii. Other officers, as the Board may from time to time deem advisable
- iv. Ex-Officio Presidents as advisors to the Board upon written request of the President for special projects or events or ceremonies.

**Section 1 - Number, Election and Term of Office** - The number of the directors of the Corporation shall be at least seven. This number may be increased or decreased by the amendment of these bylaws by the Board but shall in no case be less than five directors. The Corporation has members and the members at their annual meeting shall elect the Board of Directors by at least 2/3-majority vote of all members present including any proxies submitted. Each director shall hold office until the next annual meeting, and until his or her successor is elected and qualified, or until his or her prior death, resignation, or removal. The initial Board of Directors shall serve for two years for continuity of a new Corporation and are to serve until the annual Board meeting in the year 2004.

**Section 2 – Vacancies** - Any vacancy in the Board shall be filled for the unexpired portion of the term by a majority vote of the remaining directors at any regular meeting or special meeting of the Board called for that purpose.

**Section 3 - Duties and Powers** -The Board shall be responsible for the control and management of the affairs, property, assets and interests of the Corporation and may exercise all powers of the Corporation, except as limited by statute. Section 1.501(c)(3)-1(d)(1)(ii) of the Income Tax Regulations states that an organization is not organized or operated for any purpose under section 501(c)(3), unless it serves a public rather than a private interest. Thus to meet the requirements of this subparagraph, it is necessary for this organization to establish that it is not organized or operated for the benefit of private interests such as designated individuals, or a singular surnamed group of persons, or persons controlled, directly or indirectly, by such private interests. Moreover, even though this organization may have exempt purposes, it will not be considered as operating exclusively for such purposes, if more than an insubstantial part of its activities serve private interests. Therefore, it is required that a majority of the Board of Directors consists of competent individuals that do not have KIVETT lineage who will maintain and assure the public interest mission of the PKFA organization. And furthermore this majority is to protect the duties, powers and control of the Board to provide no opportunity for abuse of the granted tax-exempt status of the PKFA Corporation. The PKFA Corporation powers are limited to those within the scope of Section 501 (c) (3) of the Internal Revenue Code.

**Section 4 - Annual Meetings and Frequency of Other Meetings** - An annual meeting of the Board shall be held on the fourth Sunday of October each year unless rescheduled by the Board. The Board from time to time, may provide by resolution for the holding of other meetings of the Board, and may establish the time and place thereof.

Meetings of the Board of Directors shall be held no less than 2 times per year to review and conduct the operations of the Corporation. The President and Secretary shall schedule dates and times of each meeting. This may be accomplished through teleconferencing, Emails and proxies per Section 10 since it may not be practical for all to physically meet in one place that often. Any Director may request through the President for the Board to meet from time to time to consider urgent matters and opportunities for the Corporation to be of service or benefit to the members, the public and other nonprofit organizations under Section 501 (c) (3) of the Internal Revenue Code.

The President or the Board shall hold meetings of the membership no less than one time per year typical on the fourth weekend of October each year at the Mount Pleasant Baptist Church or as scheduled by the President and Secretary.

**Section 5 - Special Meetings** - Special meetings of the Board shall be held whenever called by the President or by one of the directors, at such time and place as may be specified in the respective notice or waivers of notice thereof.

**Section 6 - Notice and Waiver** - Notice of any special meeting shall be given at a reasonable advance time prior thereto by written notice delivered personally, by United Postal Service mail or by Email to each Director at his proper address. Such notice shall be deemed to be delivered when postmarked by the United States Postal Service or posted via the Internet. Any Director may waive notice of any meeting, before, at, or after such meeting, by signing a waiver of notice. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting and a waiver of any and all objections to the place of such meeting, or the manner in which it has been called or convened, except when a Director states at the beginning of the meeting any objection to the transaction of business because the meeting is not lawfully called or convened.

**Section 7 – Chairman** - The Board may, at its discretion, elect a Chairman. At all meetings of the Board, the Chairman of the Board, if any and if present, shall preside. If there is no Chairman, or he or she is absent, then the President shall preside, and in his absence, a Chairman chosen by the directors present shall preside.

**Section 8 - Quorum and Adjournments** - At all meetings of the Board, the presence of a majority of the entire Board shall be necessary and sufficient to constitute a 2/3-quorum for the transaction of business, except as otherwise provided by law, by the Articles of Incorporation, or by these bylaws. A majority of the directors present at the time and place of any regular or special meeting, although less than a quorum, may adjourn the same from time to time without notice, until a quorum shall be present. Participation by Proxy via telephone or Email is allowed under the full communications and documentation requirements of Sections 9 and 10 of this Article IV.

**Section 9 - Board Action** - At all meetings of the Board, each director present shall have one vote. Except as otherwise provided by Statute, the action of a majority of the directors present at any meeting at which a 2/3-quorum is present shall be the act of the Board. Any action authorized, in writing, by all of the Directors entitled to vote thereon and filed with the minutes of the Corporation shall be the act of the Board with the same force and effect as if the same had been passed by unanimous vote at a duly called meeting of the Board. Any action taken by the Board may be taken without a meeting if agreed to in writing or E-mail



by all members before or after the action is taken and if a record of such action is filed in the minute book.

**Section 10 - Telephone & Email Meetings** - Directors may participate in meetings of the Board through use of a telephone if such can be arranged so that all Board members can hear all other members. The use of a telephone at the location of the Board meeting for participation for those directors who may not be able to be at the physical geographic location of the Board shall constitute presence in person of those Directors. Likewise exchanges of Emails and/or the telephone that include all members of the Board of Directors can constitute presence at an official Board meeting if previously announced and arranged by the President. Use of Telephones and/or Email does not release the Board from Article V, Section 4D and Article VII, Section 2 for officially recording and documenting the minutes of such meetings. Uses of Emails or the telephone are to be used as the primary method for check approvals under section 3 of Article IV. Any Board member under Article IV, Section 5, may arrange this.

**Section 11 - Resignation and Removal** - Any director may resign at any time by giving written notice to another Board member, the President or the Secretary of the Corporation. Unless otherwise specified in such written notice, such resignation shall take effect upon receipt thereof by the Board or by such officer, and the acceptance of such resignation shall not be necessary to make it effective. Any director may be removed for cause by action of the Board.

**Section 12 – Compensation** - No stated salary, fees, or proceeds of the Corporation or compensation shall be paid to directors, as such for their services. However, by special resolution of the Board a fixed per diem sum and/or reimbursement for actual documented expenses with receipts may be allowed for attendance at a regular or special meeting of the Board. Nothing herein contained shall be construed to preclude any director from serving the Corporation in any other capacity and therein maybe entitled to receiving Board approved reimbursement of private disbursements for documented Board approved PKFA expenses with receipts.

**Section 13 - Liability** - No director shall be liable for any debt, obligation or liability of the Corporation.

## **ARTICLE V – OFFICERS**

**Section 1 - Number, Qualification, Election and Term** - The officers of the Corporation shall consist of a President, a Vice President, a Secretary, a Historian, a Treasurer, a Property and Assets Director, DNA Project Director, and a North Carolina Activities Coordinator and, as further identified in Article IV B Section 1 shall also serve as the Board of Directors for the operations of the Corporation. Any additional officers as the Board may from time to time deem advisable may be identified by the Board, but are not required to be, a director of the Corporation. The Board at the regular annual meeting or a special called meeting of the Board may establish and elect these additional officers of the Corporation as maybe required. Each officer shall hold office until the annual meeting of the

Board next succeeding his/her election, and until his/her successor shall have been elected and qualified, or until his/her death, resignation or removal except as noted in Article IV, Section 1 for the initial Board.

**Section 2 - Resignation and Removal** - Any officer may resign at any time by giving written notice of such resignation to the President or the Secretary of the Corporation or to a member of the Board. Unless otherwise specified in such written notice, such resignation shall take effect upon receipt thereof by the Board member or by such officer, and the acceptance of such resignation shall not be necessary to make it effective. Any officer may be removed with just cause, and a successor elected by a majority vote of the Board at any time.

**Section 3 - Vacancies** - A vacancy in any office may, at any time, be filled for the unfilled portion of the term by a majority vote of the Board.

**Section 4 - Duties of Officers** - Officers of the Corporation shall, unless otherwise provided by the Board, each have such powers and duties as generally pertain to their respective offices as well as such powers and duties as may from time to time be specifically decided by the Board. The President shall be the Chief Executive Officer (CEO) of the Corporation.

**A. President:**

The President shall preside over all meetings of the Board of Directors and the meetings of the full membership. The President, in conjunction with the Secretary, shall schedule all meetings and shall be responsible for notifying all Board members of the meeting schedule. He/she shall determine each meeting's agenda. He/she shall be an Ex-Officio member of all committees created by the Board of Directors. He/she is responsible for reviewing all activities of the PKFA, Inc. The President may delegate portions of these duties regarding scheduling and notification of meetings to the Secretary and North Carolina Activities Coordinator or another Board member. The President shall be the Primary Co-Signer on all PKFA, Inc. checks written for any amount over \$200.00 and legal transactions per Article VII, Section 4.

**B. Vice President:**

The Vice President shall assist the President. If the President is unable or un-willing to perform any of the Presidential duties, the Vice President shall act in his/her stead. The Vice President shall be available to co-sign all PKFA, Inc. checks written for any amount. The Vice President shall work closely with the President and the Board to develop a campaign to recruit and retain members. The Vice President will promote on an optional basis the submittal of a pedigree chart(s) of the known ancestors of members and nonmembers alike that wish to participate, beginning with the Board members. In conjunction with the President and the Board, the Vice President will coordinate the 501(c)(3)-application process plus help develop and assist the Historian with any resultant special educational and training projects as requested by the Board.

### **C. Secretary:**

The Secretary shall maintain an accurate and complete record of all meetings including Telephone and/or Email meetings and/or Social Media. He/she will keep a printed copy of all pertinent Email messages sent to or exchanged with the Board of Director members. He/she will also summarize each meeting and provide a written summary of each meeting to each member of the Board of Directors. The Secretary, along with the President, shall schedule all meetings and shall be responsible for notifying all Board members of the meeting schedule. The Secretary shall be responsible for maintaining the PKFA, Inc. membership in an electronic digital database. To maintain communications among members printed copies of the summary of each Board of Directors meeting shall be made available for review at all regular meetings of the general membership of the Corporation. In conjunction with the President the proper identification and addresses of all the general membership of the Corporation shall be maintained in a current status at all times for use by the Board of Directors.

### **D. Treasurer:**

The Treasurer shall have charge of all monies collected by the Peter Kivett Family Association, Inc. He/she shall disburse them as directed by the Board of Directors. The Treasurer will maintain proper books and provide a complete report to the Board of Directors at every meeting or whenever requested by the President. The Treasurer will be responsible for providing an independent audit of the books annually with approval by the Board. The Treasurer will also be responsible for filing all required tax forms including the Internal Revenue Form 990-EZ. The Treasurer will ensure that all PKFA, Inc. bills are paid in timely fashion upon pre-approval of the Board of Directors for those expenditures. The Treasurer will also be responsible for remaining current on all investment trends and ensuring that all available PKFA, Inc. funds are secured in financially beneficial market(s). The Treasurer shall sign all PKFA, Inc. checks. Checks written for any amount over \$200.00 will require a second signature, which shall be the signature of either the President, or Vice President. Refer to special provisions for rapid check approval by the Board per Article IV, Section 3. The treasurer shall maintain an accurate documentation by category for the sources of all funds as defined in Article VII, Section 5.

The Treasurer shall insure that North Carolina Sales taxes will be collected and paid to the state of North Carolina Tax Department in a timely manner as required by law for any public sales made by the Corporation within the State of North Carolina or shipped to individuals listing a North Carolina address, as required for non-profit 501(c) (3) organizations in accordance with the sales tax laws of North Carolina. The Treasurer shall apply for and maintain a North Carolina Sales Tax Exemption Certificate for the Corporation to avoid paying North Carolina sales tax for all items purchased for resale or in support of a resale including items for fund raisers as permitted by North Carolina tax laws. The Treasurer is responsible to prepare and submit annual reports to the North Carolina Tax Department for all sales taxes

collected. Quarterly payments to the North Carolina Tax Department maybe required for submittal of sales taxes collected.

#### **E. Historian:**

The Historian shall be a skilled person in compilation and writing of genealogical family histories of multiple surnames of different lineages using the standards and procedures as set forth in Article II. The Historian shall be trained in using both manual and computer based digital technology for recording, publishing, and preserving local or regional histories, family heritages, genealogies and pedigrees of multiple lineages and surnames. In compliance with Article VII, section 4 before any distribution, the Historian shall be responsible for copyrighting in the name of the Peter Kivett Family Association all such historic and genealogical items and non-dramatic literary works compiled and assembled. This copyright requirement includes but is not limited to documents, family group sheets, photographs, artifacts, ancestry charts, electronic audio recordings, Compact Disks, DVD's , publications, and contributions made to periodicals, serials, collections, internet sites or Websites for the Corporation. The Historian shall assist with acquisitions of assets consistent with the purposes of the Corporation plus develop and coordinate any resultant special educational and training projects as requested by the Board. The Historian shall prepare an accurate inventory of the PKFA Library including fair market value of each item of all the Corporations assets under his control and management. This report shall be submitted to the Property and Assets Director in sufficient time to be included in the annual property report for the entire Corporation. The functions of the Historian and the Secretary maybe combined with the approval of the Board.

#### **F. Property and Assets Director:**

The Property and Assets Director is responsible for identifying and documenting all the Corporations "Real Estate, Tangible Property, Copyrights & Inventories" as defined in Article IV Section 4. The Property and Assets Director shall assist the President to promote acquisitions, document inventory of property, list of all copyrighted items, care and maintenance of all Corporation property and assets consistent with the purposes of the Corporation. The Property and Assets Director shall prepare annual inventory report including a fair market value for each item of the Corporation's holdings of property and assets including all transactions. This report shall be prepared and distributed to the Board of Directions 30 days prior to the Annual meeting. This report shall become part of the official minutes by the Secretary and a copy distributed to the Treasurer.

#### **G. DNA Project Director:**

Every human inherits 23 pairs of chromosomes. Half come from the mother and half come from the father. Of those pairs, 22 are similar but the 23<sup>rd</sup> pair varies depending on whether the individual is a male or female. Located in the nucleus of each human cell, the 23<sup>rd</sup> chromosome of all females consists of two X-chromosomes, one X inherited from their mothers and one X inherited from their fathers. The 23<sup>rd</sup> pair of all males, however, consists of one X-chromosome

inherited from their mothers, and one Y-chromosome, that can only be inherited from their fathers (their paternal ancestors). This Y-chromosome gives a child his male gender and unique DNA genetic code. Recent advances and lowered cost of scientific testing of multiple individuals for this unique biological “fingerprint” and professional interpretation of test findings now makes practical such revolutionary genetic family relationship verification. In keeping with the changing times, the PKFA plans to add this as a major educational and service activity in the future

As a public service the DNA Project Director is responsible to actively promote the benefits of DNA testing to any interested surname family groups, especially those with colonial roots in Randolph County, North Carolina. The DNA Project Director will formulate and guide activities designed to encourage interested family surname groups to joining in a combined family DNA Y-chromosome project to scientifically confirm or refute the existence of any common male ancestor. Any group of common surnamed males with a pure identical surname paternal ancestry qualifies for the DNA project. The PKFA shall not charge any fees to participants or collect any revenue for coordination, promoting or administering the DNA project. However, any DNA Project participant shall pay the cost or have sponsors to pay the cost for the DNA Kit directly to the testing organization as selected by the PKFA. DNA test candidates are not required to be members of the PKFA. YDNA testing is open to the public for qualifying individuals within the PKFA Board approved surname groups.

Any authorized PKFA genealogical analysis of ancestral DNA testing is to be offered at no cost to all DNA Project participants as a public service in keeping with the purposes of this Corporation. As PKFA funds allow and are Board approved the DNA Director shall seek out and possibly sponsor DNA test candidates especially overseas in Great Britain and Europe to identify any common ancestral connections to PKFA authorized DNA project surnames. The DNA Project Director will be responsible for selecting one or more professional organizations to supply testing materials, provide instructions to allow participants to supply test samples, analyze and report on findings, and monitor performance and control costs for such outside services. The PKFA Board shall review for approval any selected professional and qualified organization for providing the DNA test kits and laboratory for performing the 12 or 25 marker yDNA tests. All test participants shall be required to permit the DNA test results and the associated analysis to become copyrighted data for publication by the Corporation including distribution to a PKFA public website and as a data document and donation to selected Genealogical Societies for further genealogical research.

#### **H. North Carolina Activities Coordinator:**

The North Carolina Activities Coordinator is responsible for arranging, scheduling and reserving meeting locations for the annual PKFA meeting as well as other meeting locations for the Board and membership to meet at various times in the central North Carolina area. The North Carolina Activities Coordinator shall serve in any capacity as directed and approved by the Board, particularly to act as to promote educational projects and speaking engagements among senior citizen groups in the public interest. He/She may be selected by the President or Board to

serve as Chairperson of selected Ad Hoc Committees for special events or public interest activities approved by the Board. He or she shall especially assist the PKFA President and out of state Board members with local contacts and logistics or be their local North Carolina representative when they are unavailable.

**Section 5 - Delegation of Duties** - In the absence or disability of any Officer of the Corporation or for any other reason deemed sufficient by the Board of Directors, the Board may delegate his powers or duties to any other Officer or to any other Director.

**Section 6 – Compensation** - No stated salary shall be paid to any officers of the Corporation, as such for their normal duties. Nothing herein contained shall be construed to preclude any officer from serving the Corporation in any other capacity and receiving compensation thereof for special services approved and requested by the Board.

**Section 7 – Liability** - No officer shall be liable for any debt, obligation or liability of the Corporation.

## **ARTICLE VI – COMMITTEES**

**Section 1 – Committees** - The Board of Directors may, by resolution, designate an Executive Committee and one or more other committees as further described in Article IV B, b. Such committees shall have such functions and may exercise such power of the Board of Directors as can be lawfully delegated, and to the extent provided in the resolution or resolutions creating such committee or committees. Meetings of committees may be held without notice at such time and at such place as shall from time to time be determined by the committees. The committees of the Corporation shall keep regular minutes of their proceedings, and report these minutes to the Board of Directors when required. The Board Secretary shall receive and retain such committee minutes as part of the Corporate Records.

## **ARTICLE VII - BOOKS, RECORDS, REPORTS & SOURCE OF FUNDS**

**Section 1- Annual Report** - The President of the Corporation shall cause to be prepared annually, or if required on a more frequent basis, other reports such as the NC Sales Tax Report, Property and Assets Report, Historian Inventory Report and the IRS 990-EZ as required by law and shall provide copies to the Board of Directors for review and approval prior to their submittal.

**Section 2 - Permanent Records** - The Corporation shall keep current and correct records of the accounts, reports, minutes of the meetings, and proceedings and membership records of the Corporation. Such records shall be kept at the principal office mailing address, or the principal place of business of the Corporation, or at other places as designated by the Board. Any such records shall be in written form or in a digital form capable of being converted into printed form.

**Section 3 - Inspection of Corporate Records** - Members of the Corporation shall have the right at any reasonable time, and on written demand stating the purpose thereof, to examine the relevant books and records of accounts, minutes, and records of the Corporation.

**Section 4 - Real Estate, Tangible Property, Copyrights & Inventories** - All Corporate acquired or donation of real estate, deeds, copyrights and ownership of research, documented or published historical and genealogical intellectual data, assets and tangible properties of the Kivett and associated or allied families or any other surname family shall be inventoried, photographically and/or digitally recorded, and registered in the name of the Corporation for the benefit of historic and educational benefits for the public and the members. Upon approval of the Board, the President, or upon unavailability of the President, the Secretary shall sign all legal transactions and associated documents for official recording unless otherwise directed by the Board.

All PKFA Real Estate, Tangible Property, Copyrights & Inventories are owned by the Corporation and are permanently dedicated assets for the exclusive and the exempt purposes of the Section 501 (c) (3) of the Internal Revenue Code . These assets can not be transferred to members, directors or other individuals or organizations or entities except under the rules of dissolution of the Corporation per Article II Section 3.

**Section 5 – Source of Funds** – The PKFA shall acquire and record most of its funding through charitable contributions, donations, and gifts without any remunerations, benefits, entitlements or values to the donor other than an acknowledgement for a personal tax deductible donation to a nonprofit organization. Funds will be received and recorded for membership fees and are encouraged to be received from members and nonmembers with fundraiser projects, auctions of donated items, and raffles of donated items. In time considerable revenue should be realized from sales of copyrighted materials in accordance with Article VII, Section 4 and consistent with the objectives and purposes of Article II. The Corporation is authorized to apply and seek funding in the form of Grants from private, state and federal agencies consistent with the objectives and purposes of Article II. The following activities are authorized under the PKFA Bylaws for copyrighting and sale to the public: The collecting, describing, preserving, compiling, and publishing (including digital photography and other digital forms of reproduction) documentary sources significant to the history of the United State, the American way and especially the 18th and 19<sup>th</sup> century North Carolina pioneer families, original land owners and settlers per Article II. The advertisement of these PKFA copyrighted materials shall be a prerequisite to encouragement and promotion of the use of these important historic and educational records for family researchers, historians, genealogical societies, historical societies, teachers, students, and the public. Fees may be collected, as approved by the Board, for historical or genealogical inquiries to the Historian to cover the costs of reproduction copies, handling and mailing for providing answers to requests for help from currently collected or published materials or GEDCOM files that are copyrighted but not for new research.

## **ARTICLE VIII - FISCAL YEAR**

**Section I - Fiscal year** - The calendar year of the Corporation shall be the period selected by the Board of Directors as the tax year of the Corporation for federal income tax purposes; i.e., 1 January through 31 December. The terms of the corporation officers and membership fees shall also correspond to the 1 January through 31 December time period for terms of membership, officers, directors and internal bookkeeping purposes and minutes of the Corporation.

## **ARTICLE IX - CORPORATE SEAL**

**Section 1 – Seal** - The Board of Directors may adopt, use and modify a corporate seal. Failure to affix the seal to corporate documents shall not affect the validity of such documents. The Secretary is responsible to order and control the use of the corporate seal. All legal documents of Article VII reports, deeds, publications and minutes may have the Corporate Seal embossed or affixed as directed by the Board of Directors.

## **ARTICLE X - AMENDMENTS**

**Section 1 - Articles of Incorporation** - These Articles of Incorporation may be amended by a 3/5-majority vote of all members present during any regular or special called meeting. A quorum of 3/5 of the enrolled members must be present in person or represented by written proxy before the vote to amend the Articles of Incorporation is made. Any amendment or restatement of the Articles of Incorporation must be filled with and approved by the North Carolina Secretary of State, Corporations Division, P.O. Box 29622, Raleigh, N.C. 27626-0622 and the Internal Revenue Service, Nonprofit Corporations Division.

**Section 2 – Bylaws** - The Board of Directors may amend these Bylaws subject to approval of a vote of a quorum of 2/3 of the sitting directors. When Bylaws are amended, a revised copy containing the revisions must be prepared within 10 days and distributed to all Directors and distributed to the members within 30 days after their approval. In order to expeditiously meet all future requirements to maintain tax exempt status, changes to these Bylaws solely to comply with IRS regulations shall likewise be made by a vote of a quorum of 2/3 of the sitting directors, but without distribution of the changes to all Directors and the members until the next regular annual meeting.

## **ARTICLE XI – INDEMNIFICATION & CERTIFICATION**

**Section 1 – Indemnification** - Any officer, director or member of the Corporation shall be indemnified and held harmless to the full extent allowed by law.

**Section 2 – Insurance** - The Corporation may but is not required to obtain insurance providing for indemnification of directors, officers and members

**Section 3 – Certification** - The PKFA Officers and Board of Directors certify to both



organize and operate the organization exclusively for one or more of the purposes within the meaning of section 501(c)(3). The PKFA Officers and Board of Directors make the following statements to enable demonstration for meeting the organizational test, however, this will not in and of itself enable the organization to meet the operational test. The PKFA organization shall also meet the operational test through its activities and operations in accordance with its detailed Bylaws that must be in compliance with the following statements:

A. The purposes for which the organization is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

B. Notwithstanding any other provisions of these bylaws, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

C. Upon the dissolution of the organization, assets shall be distributed for one of more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes. In the event that the organization shall ever be dissolved, any assets or deeds derived from the operation of the organization shall be distributed to an educational institution or other nonprofit organizations such as a North Carolina County Genealogical Society that shall meet the same 501 (c) (3) qualifications under the Federal and State of North Carolina laws. When adopted by the Board of Directors, the Bylaws of the Peter Kivett Family Association, Inc. shall incorporate this process for distribution of asserts according to provisions for incorporating a non-profit organization as detailed in Article II, Section 3.

Certified to be the Bylaws of the Peter Kivett Family Association, Inc. limited to the purposes, powers and objectives of Section 501 (c) (3) of the Internal Revenue Code for a Not for Profit Corporation with permanently dedicated non transferable assets adopted by the Board of Directors on December 5, 2003 in compliance to the Articles of Incorporation.

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Margaret Butler Cheek, Treasurer

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William D. Kivett, Secretary

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Dolores Samons Harvell, Assets Manager

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Dennis R. York, Vice President

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Warren Whiteside, DNA Project Director

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George Ervin Kivett, President

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Cladora Curtis Fogleman, NC Activities Coordinator

**ADDENDUM TO THE BYLAWS  
OF THE  
PETER KIVETT FAMILY ASSOCIATION, INCORPORATED  
  
A NOT-FOR-PROFIT CORPORATION**

**Section 1 – Members** - The Corporation shall have one class of members and each member shall have one vote. The Corporation shall keep a list of all active members. Memberships shall not be transferable.

**Section 2 - Admission and Termination** - Any person with an interest in the purpose and activities of the Corporation per Article II may be admitted to membership in the Corporation upon payment of such application fee and dues as determined by the Board of Directors. The normal membership term is from 1 January through 31 December each year and the annual dues are initially \$5.00 per person or \$10.00 per family household, but are subject to change as determined by the Board.

The Board of Directors shall define the specific benefits and appropriate recognition for the members and their contributions and activities in support of the purposes of the Corporation as deemed suitable by the Board.

A member may terminate his or her membership at any time by giving written or verbal notice to an officer or director of the Corporation. The Board of Directors may terminate a member who is delinquent in paying dues or who has acted contrary to the interests of the Corporation. Prior to termination of a member, the Corporation shall give said member 30 days written notice to pay the dues or to explain satisfactorily to the Board alleged to be contrary to the interests of the Corporation. In accordance with Article V, Section 4, A & D the President and Secretary shall maintain a current accurate list of the Corporation membership and make it readily accessible to the Board of Directors and the membership.

**Section 3 - Annual Meetings** -The annual meeting of the members of the Corporation shall be held each year on the fourth Saturday/Sunday of October at the Mount Pleasant Baptist Church near Liberty, NC or at the principal office of the Corporation or at such other date and place as the Board may authorize, for the purpose of electing directors, and transacting such other business as may properly come before the meeting.

**Section 4 - Special Meetings** - Special meetings of the members may be called at any time by the Board, the President, or written requests by the members.

**Section 5 - Notice of Meetings** - Written notice stating the place, day, and hour of the meeting and, in the case of a special meeting, the purpose of the meeting, shall be delivered personally or by United Postal Service or by Email not less than ten days, nor more than sixty days, before the date of the meeting. Notice shall be given to each Member of record entitled to vote at the meeting. Such notice shall be deemed to have been delivered when postmarked by the United Postal Service or posted on the Internet.

**Section 6 – Voting** - Except as otherwise provided by Statute or by the Articles of Incorporation, or Article X, any other corporate action, other than the election of directors and amendments of Bylaws and Articles of Incorporation may be taken by vote of the members present plus any optional written proxies. Such actions shall be authorized by a majority of votes cast by Members present at a meeting including any of those that wish to optionally participate by proxy, but not required to vote by proxy if absent from the meeting.

At each meeting of PKFA Members each active member of the Corporation shall be entitled to one vote except as otherwise provided by Statute or by the Articles of Incorporation and these Bylaws.

Each Member entitled to vote may optionally do so by proxy; provided, however, that the instrument authorizing such proxy to act shall have been executed in writing by the member himself or herself. No proxy shall be valid after the expiration of eleven months from the date of its execution, unless the person executing it shall have specified therein, the length of time it is to continue in force. Such instrument shall be exhibited to the Secretary at the meeting and shall be filed with the records of the Corporation. Fax or Emails from the members to the President, Secretary or Treasurer may be considered as sufficient documentation for Proxy voting for absent members.

Any resolution in writing, signed by all of the Members entitled to vote thereon, shall be and constitute action by such Members to the effect therein expressed, with the same force and effect as if the same had been duly passed by unanimous vote at a duly called meeting of Members and such resolution so signed shall be inserted in the Minute Book of the Corporation under its proper date.