

ARTICLE I. NAME AND PURPOSE

Section 1. The Kansas City Adult Adoptees Organization (KCAAO) was founded as a Missouri General Not For Profit Corporation, No. N00022520, on April 10, 1979, to carry out business throughout Missouri and nearby states.

Section 2. The headquarters of the Organization shall be in the City of Kansas City, in the State of Missouri.

Section 3. The Corporation is not organized for profit and shall have no capital stock. No part of the net earnings or revenue of the corporation shall inure to the benefit of any member of the corporation as such.

Section 4. The Corporation is deeply concerned with the problems faced by all persons involved in adoptive situations. Foremost among these are the closure and restricted access to public birth, marriage, death, adoptive, naturalization, and census records filed in local, county, state, and federal public offices. It is the duty of the Corporation to align itself with public agencies, private organizations and individuals devoted to leadership in these aims.

Section 5. The purpose or purposes for which the Corporation is organized are as stated in the Articles of Incorporation.

Section 6. The Corporation may acquire property by grant, gift, purchase, lease, devise, or bequest; and may own, use, sell, lease, mortgage, or otherwise dispose of such property, both real and personal, as objectives and purposes of the Corporation may require, subject to such limits as may be prescribed by law.

Section 7. In the event of dissolution of this Corporation, it will convey any and all remaining assets of the Corporation to any other non-profit corporation or association having objectives substantially like or similar to, those of this corporation.

Section 8. This Corporation shall consist of the following Units: Education, Legislative Affairs, Records, Publications, and Administrative.

ARTICLE II. DEFINITIONS

As used herein, the following terms shall have the meanings indicated unless the context requires otherwise:

- (a) "Adoptee" shall mean a child or adult who was adopted as a child.
- (b) "Birth mother" shall mean the natural or wedded mother of a child.
- (c) "Birth father" shall mean the natural or wedded father of a child.
- (d) "Adoptive parents" shall mean the man and wife who adopted a child.
- (e) "Genealogy", "Family Records", and "Family History" shall mean the study of the records and history of the biological descent of a human being from an ancestor, including collateral, natural, and adoptive relationships.
- (f) "Organization" and "KCAAO" shall mean the Kansas City Adult Adoptees Organization.
- (g) "Board of Directors" shall mean the elected officers of the Corporation,

i.e., President, Chairman of the Board, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, Legislative Director, and Educational Director, together with any appointive officer positions which are filled, i.e., Chiefs of the following Units: Records, Publications, Registrar, Historian, Counsel, and the like.

ARTICLE III. MEMBERSHIP AND DUES.

Section 1. Membership shall be open to all persons and organizations who are interested in adoptive relationships, family records, and genealogy.

Section 2. Membership shall be non-voting and shall be classified as follows:

(a) Regular. Any citizen of the United States or organization who makes application for membership and tenders the initial fee. The initial fee will be established annually by the board of directors. Regular members will ordinarily be considered members for life.

(b) Special. As approved by the Board of Directors.

Section 3. All classes of membership shall include a subscription to the official publication(s).

Section 4. Any person qualified to become a member who makes application for membership and tenders the initial fee shall automatically be accepted as a member, unless excluded by the Board of Directors for reasons deemed to render the membership undesirable.

Section 5. Individual members who prove undesirable for justifiable cause may be expelled by a two thirds vote of the Board of Directors, but the member shall be given reasonable opportunity to show cause why such action should not be taken.

Section 6. Annual dues. There shall be no annual dues. Each year, the Board of Directors shall review the corporation's financial condition, and, if deemed appropriate, shall cause a solicitation for contributions to be made to the membership, and other organizations.

Section 7. Contributions. Contributions made to the Corporation will be considered tax deductible by the Internal Revenue Service. An anonymous collection plate will normally be passed at each general meeting of the organization for the purpose of obtaining day-to-day operating funds.

Section 8. Membership lists and all lists in the hands of the corporation, and all lists of prospective members, shall be treated as confidential. Use of membership lists for any purpose other than for projects advantageous to the Corporation shall have the approval of the Board of Directors. Any use of lists of prospective members except for the purpose of securing new members is strictly forbidden.

ARTICLE IV. BOARD OF DIRECTORS AND THEIR DUTIES.

Section 1. There shall be a Board of Directors to govern the affairs of the Corporation. The quantity of directors may be varied from the initial figure of eight by a two-thirds vote of the Board.

Section 2. Vacancies. Vacancies on the Board of Directors shall be filled by appointment by the Board from among the membership following the occurrence of a vacancy. Directors who vacate their position shall turn over the files and papers used in the conduct of the Corporation's business to the Board.

Section 3. Regular Meetings. Regular Board meetings will ordinarily be held monthly upon notice of the time and place agreed upon at the previous meeting. An agenda will be developed and may be furnished to the Directors prior to the meeting.

Section 4. Special Meetings. Special meetings of the Board may be called by the President, or by one third of the members of the Board of Directors. The notice of the call for a special meeting shall state the purpose for which the meeting is called. Business transacted at a special meeting shall normally be limited to the subject stated in the call.

Section 5. A resume of the actions taken at Board meetings shall be carried in the official publication to the members.

Section 6. Board members shall normally be required to attend at least nine meetings of the board each year.

Section 7. Quorum. At any meeting of the Board of Directors, one third of the Board members shall constitute a quorum for the conduct of business.

Section 8. All Board meetings shall be open to any organization member in good standing as an observer, except where confidential personnel subjects are discussed. Upon majority consent of the Board, observer members may be given floor priveleges.

Section 9. Robert's Rules of Order (latest revision) shall be the authority for the conduct of the organization's business except where superseded by these approved bylaws.

ARTICLE V. OFFICERS AND THEIR DUTIES.

Section 1. (a) The elected officers of the organization shall be a President, Chairman of the Board, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, Legislative Director, and Educational Director. They shall serve until they resign or their office is declared vacant for whatever cause.

(b) Wherever the term "elected officers" is referred to elsewhere in these bylaws, it shall be deemed to mean the officers referred to in this Section, or any amendment thereof.

Section 2. There shall be appointive officers of the organization as determined from time to time by the Board of Directors. They shall be considered as "appointed officers" and shall have a voting seat on the Board of Directors.

Section 3. The President shall be the chief administrative officer of the organization and shall be responsible for the execution of its policies and programs and the efficient functioning of the organization, under the general

direction of the Board of Directors and pursuant to the Articles of Incorporation, these bylaws, and any applicable State Laws and Federal Regulations. He shall have authority to make assignments and reassignments of such duties and functions of the elected and appointed officers as are not set out in these bylaws, subject to the approval of the Board of Directors.

Section 4. The Vice President shall be the alter ego of the President and shall perform such other duties as are assigned by the President. In the absence of the President, or in the case of the President's disability as determined by the Board of Directors, the Vice President shall perform the duties of the President.

Section 5. The Recording Secretary shall have charge of all of the books, seals, papers, and corporate records of the organization, and the bonds of the officers. He shall keep true and correct records of all of the meetings of the Board of Directors and the General Meeting, and shall perform such other duties as are assigned by the Board of Directors. A copy of all meeting minutes will be furnished to each director.

Section 6. The Corresponding Secretary shall have charge of all of the incoming mail addressed to the organization. All money received shall promptly be turned over to the Treasurer. The Corresponding Secretary will maintain a mail log of all correspondence received. He will retain what he can readily handle himself and forward the remaining items to the appropriate officer for handling. He shall maintain the master file folders of all persons who do business with the organization. He shall perform such other duties as are assigned by the Board of Directors. A summary report of the activities shall be prepared for each regular board meeting.

Section 7. The Treasurer shall receive all moneys of the organization, deposit same in the name of the organization in such bank or banks having membership in the Federal Deposit Insurance Corporation, as shall be designated by the Board of Directors. He shall pay by check all bills approved by the Board of Directors. He shall enter into bond in such amount as the Board of Directors shall deem sufficient to protect the financial interests of the organization. He shall render to the Board of Directors a monthly report of receipts, expenditures, obligations, and balances. When accompanied by another member of the Board, he shall have access to the safe deposit box of the organization. He shall perform such other duties as are assigned by the Board.

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Section 11. The Immediate Past President shall be considered as a member of the Board of Directors. He shall serve in functions mutually agreeable with the Board, such as conduct of the program of the general meeting, special (research activity)(STUDIES), speaking engagements, etc. A summary report of activities since the last meeting shall be prepared for each regular Board meeting.

ARTICLE VI. AMENDMENTS

SECTION 1. Articles of Incorporation. Amendments to the Articles of Incorporation shall be adopted at a meeting of the Board of Directors upon receiving a vote of the majority of the Directors in office. (Missouri Law 355.070.1.(2)).

Section 2. Bylaws. The power to alter, amend, or repeal the bylaws or adopt new bylaws of the organization is hereby vested in the Board of Directors. (Missouri Law 355.100)

Changes made in the foregoing bylaws to make them compatible with our re-application for IRS tax exemption.

Research for individual members will no longer be conducted in the name of the organization.

The foregoing bylaws of the Kansas City Adult Adoptees Organization were formally adopted by unanimous vote at a regularly scheduled meeting of the Board of Directors on 5 June 1984 at 8521 Arlington, Raytown, Missouri.

Lorene Summerskill

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Recording Secretary

SEAL

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