

**Academy of Graduate Embalmers
of Georgia, Inc.
Constitution and By-Laws**

Article I

Name and Offices

Section 1

The name of this organization shall be the Academy of Graduate Embalmers of Georgia, Inc.

Section 2

This organization shall maintain Executive Office and Offices as shall be determined by the Board of Directors.

Article II

Objectives and Principles

Section 1

The objectives of this organization are to establish, cultivate, promote and generally advance the dignity, efficiency and public welfare, by elevating the standards, seeking mutual improvement, education advancement, social intercourse and fraternalism among its members, and members of this profession and its allied fields.

Section 2

The principles of this organization shall be to foster professionalism, higher ethical standards; to encourage an improved and more comprehensive relationship in all phases of the funeral profession and generally to promote any and all things advisable, desirable, or otherwise necessary in the interest of this profession and its allied fields, but at no time, to resolve its activities into those of what is generally known as trade unions.

Article III

Membership

Section 1

The active membership of this organization shall consist of graduates of Mortuary Colleges which are recognized by this organization. Active members shall hold a valid embalmers license and be actively, openly, and lawfully engaged in the practice of his or her profession or employed in its allied fields.

Active members are those charter members and all individuals elected and accepted to membership under the following provisions:

* A prospective member must be sponsored by an active member of this organization in good standing.

* All applications for membership shall be addressed to the Secretary and he shall refer these applications to the Membership Committee.

* The applicant must receive unanimous vote of this Committee.

before his or her application can be presented to the Board of Directors at the next board meeting.

* The applicant must receive unanimous vote of the Board of Directors present at the board meeting before they can be elected to membership

in this organization.

1) Associate Members are those individuals that do not hold an Embalmers License, but are actively employed in an allied field of the profession of embalming.

2) Upon election to membership, notice thereof shall be made known to the applicant and upon receipt of acceptance accompanied by dues for the current year after notification, or such other time as fixed by the Board of Directors. The elected member shall be entitled to all privileges of membership.

3) Individuals applying for Associate membership shall be recommended and accepted in the same manner as an active members.

4) Applications for active and associate membership shall be in writing or approved form, signed by the applicant, and endorsed by at least one or more active members in good standing with this organization.

5) Active members only shall be entitled to hold offices.

6) Active members shall be entitled to vote, and voting may be in open or by secret ballot, but no member shall be permitted to vote by proxy. All members may speak on the floor or any annual or special meeting on any matter before the organization.

7) Emeritus status to be defined as follows:

At least 65 years of age with 20 years as a Licensed Embalmer and 10 years of continuous paying dues membership with the Academy of Graduate Embalmers will entitle the Emeritus state to comping (no charge) annual dues and clinic fee.

Amended: Casey Music, March 11, 2008, Forsyth, GA., Article 3, Section 7

Amended: Bridgett Greene, April 19, 2011, Forsyth, GA., Article 3, Section 7.

Article IV

Officers and Their Duties

Section 1

The officers of this organization shall consist of a President, First Vice President, Second Vice President, Secretary and the Treasurer who shall hold their respective offices for one year or until their successors have been elected. They must be elected by majority vote of the membership present at the Annual Meeting of this organization.

Amended: Randy Crenshaw, April 18, 2000, Forsyth, GA., Article 4, Section 1.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 4, Section 1.

Section 2

The President shall preside at all meetings of this organization, and the Board of Directors shall be ex-officio members of all committees and jointly shall be held responsible for the conduct of all activities of this organization.

Section 3

The Vice Presidents shall have devolved upon them the duties of the President in case of death, disability, incapacity or ineligibility of the President and any other duties that the Board of Directors may see suitable.

Section 4

It shall be the duty of the Secretary to oversee all record books, papers, seals, documents and an accurate account of the minutes of the meetings of this organization.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 4, Section 4.

Section 5

Amended: Randy Crenshaw, April 18, 2000, Forsyth, GA., Article 4, Section 5. Amended to strike complete section from the Constitution and By-Laws.

Section 6

It shall be the duty of the Treasurer to oversee all records of the financial accounting of this organization from the monthly payables, receivables, audit committee and tax filings.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 4, Section 6 Added.

Section 7

It shall be the duty of the Executive Director to:

1. Exercise general management over the activities and operations of the Association office and ensure that services are rendered in a timely and effective manner.
2. Develops specific procedures to implement Board directives.
3. Maintains a planning process that promotes Association goals and objectives.
4. Prepares financial and budget reports in conjunction with and at the direction of the Treasurer and Secretary. Ensures that appropriate tax and financial reports are submitted to government agencies. Makes agreements and signs contracts which legally bind the Association only at the direction of the Treasurer and President, who accounts to the Board of Directors.
5. Directs the day-today- operation of AGEg.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 4, Section 7 Added.

Article V

Board of Directors and Their Duties

Section 1

The activities of this organization shall be governed by a Board of Directors, who shall consist of the President, Vice-Presidents, Secretary and Treasurer and four directors, one of which will be the Immediate Past President as one of the four directors, elected by the membership at the annual meeting of this organization.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 5, Section 1.

Amended: Michael Beaumont, April 17, 2007, Forsyth, GA., Article 5, Section 1.

Section 2

The initial board shall be elected for the following terms: First member one year term, Second member two year term, Third member three-year term, Fourth member one year term. One member shall be elected thereafter at each annual meeting for a three year term, and one member shall be elected at each annual meeting for a one year term.

Section 3

The Board of Directors shall hereby be empowered to conduct any business by correspondence, which is submitted to it by the President. In case any Director did not vote on any question with ten days after date of submission, he shall be considered as having voted in the affirmative.

Section 4

The Board of Directors shall have the power to appoint a successor to any office for the unexpired term of an officer who shall resign or shall become incapacitated or ineligible to continue to serve as an officer.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 5, Section 4.

Section 5

During the interim between meetings of this organization, the government of this organization shall repose in the Board of Directors, said board shall cause these By-Laws to be faithfully executed and administrated, shall have and exercise all executive authority whatsoever through itself or properly appointed committee or person over the activities of this organization and its members thereof, and in like manner have full management and control of matters relating to disputes, discipline, rules, property, interpretation of laws and all other activities of this organization, except when otherwise provided for in these By-Laws.

Section 6

Each Board member must be present at three-fourths of all officially designated meetings or forfeit his/her position. A proxy vote is required for all absences. Any absence will be put to a vote of the Board for an excused absence. Any officer who does not hold up their attendance obligation may be removed at the discretion of the Board by a majority vote.

Amended: David Roach, April 19, 2005, Columbus, GA., Article V, Section 6 Added.

Article VI

Meetings

Section 1

The annual meeting of this organization shall be held at such time and place as may be determined by the Board of Directors.

Section 2

The President shall have the power to call special meetings of this organization at such time and place as deemed advisable by him, provided however, that a written or printed notice of the special meeting shall be sent by mail by the Executive Director to all members of this organization no less than ten days prior to the special meeting.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 6, Section 2.

Section 3

The President shall have the power to call meetings of the Board of Directors at such time and place as deems advisable, provided however, that notice of the meeting shall be sent by the Executive Director to all members of the Board no less that five days prior to the date of the meeting.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 6, Section 3.

Section 4

There shall be held a special meeting of the Board of Directors following the adjournment of the membership meeting for the purpose of organization. There shall be held at least two regular meetings of the Board of Directors for consideration of regular business. The first regular meeting of the Board of Directors shall be held at least ninety days after adjournment of the annual meeting of this organization, for the purpose of formulation and inaugurating the program of the respective committees for the ensuing year. There shall be held a second regular meeting of said Board at least thirty days prior to the annual meeting for the purpose of considering business to be transacted at the annual meeting. There shall be an interim meeting called at any time during the ensuing year by order for the President and Secretary to transact any necessary business. The call of all specified meeting, time and place shall at the discretion of the President and the Secretary.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 6, Section 4.

Section 5

Except as herein provided the procedure for all meetings of this organization shall be governed by the current edition of the Roberts Rule of Order.

Article VII

Finances

Section 1

Charter membership dues shall be set annually with the Budget. Active membership received after expiration of the first ninety days, dues shall be as follows: Annual Dues as approved. Active Membership dues after acceptance shall be approved annually payable in advance.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 7, Section 1.

Section 2

Associate membership dues after acceptance shall be approved annually, due and payable according to Section 3 of this Article.

Section 3

The annual dues of all classes of membership shall be due and payable on the first day of January of each year and shall be remitted to the Executive Director of this organization.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 7, Section 3.

Section 4

Upon failure of any members to pay their dues within sixty days after they have become due and payable, the Board of Directors may suspend them from membership. Notice shall be sent by the Executive Director and Treasurer to each member in default, calling their attention to their delinquency; referring to this section of the By-laws.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 7, Section 4.

Section 5

A member suspended or dropped for non-payment of dues may be reinstated by majority vote of the Board of Directors, and by paying an initiation fee of ten dollars and the current year dues both being paid in full at the time of reinstatement.

Section 6

The Board of Directors shall have the power to set dues and fees as may be necessary for the welfare of this organization.

Section 7

The Board of Directors and the Executive Director shall designate the Institution or Institutions in which the funds of this organization shall be deposited and in such a manner as bring funds under the federal deposit insurance corporation.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 7, Section 7.

Section 8

The Board of Directors shall provide for the audit of the books and accounts at the end of each fiscal year of this organization, further audits of the books and accounts may be made by certified public accountant as such time as the Board may direct.

Section 9

The Executive Director and Treasurer shall render a financial report in writing at each annual meeting of this organization and shall execute a fidelity bond in the amount and on the date, which shall be approved by the Board of Directors and any expense connected therewith shall be paid out of the funds of this organization. The Executive Director shall, at the expiration of his/her term hand over all books, paper, funds, fixtures, furniture and other valuables in his/her possession belonging to this organization.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 7, Section 9.

Article VIII

Committees

Section 1

The President shall appoint committees as needed for the welfare of the organization which unless otherwise provided, shall consist of at least three members each, from the active or associate membership.

Section 2

Membership Committee: This committee shall be appointed by the President and the duties thereof shall be to pass upon the eligibility and qualifications of proposed applications for active and associate membership in this organization and within a reasonable time make their report to the President.

Section 3

Executive Committee: This shall consist of the immediate Past President, President, Vice Presidents, Secretary and Treasurer. This committee is to dispatch administrative duties and carry on such other matters as may be delegated to it by the State of Georgia and by the By-laws of this organization, and any expense incurred herewith connected shall be paid out of the funds of this organization, upon approval by the Board of Directors.

Amended: David Roach, April 19, 2005, Columbus, GA., Article 8, Section 3.

Section 4

Other Committees: Such other committees may be appointed by this President from time to time as the welfare of this organization may require.

Section 5

The President shall appoint members of all committees within sixty days after the annual meeting of this organization.

Article IX

Quorum

Section 1

One third of the membership in attendance at any regular or special meeting shall constitute a Quorum for the transaction of business of this organization.

Section 2

One half of the members of the Board of Directors present as any regular or called meeting of the Board shall constitute a Quorum for the transaction of business by the Board of Directors.

Article X

Sergeant-At-Arms

Section 1

The President shall have the power, at the opening of any annual or special meeting of this organization to appoint an active member to serve as Sergeant-At-Arms for the meeting, and it shall be his duty to tile the door and examine the credentials of the members before admittance to any annual or special meeting when so order by the President.

Article XI

Fiscal Year

Section 1

The fiscal year of this organization shall be from January through December 31 of each year.

Article XII

Amendments

Section 1

The Constitution and By-Laws may be amended only by two-thirds vote of the membership present at any annual or special meeting of this organization.

Section 2

This Constitution and By-Laws shall take effect upon adoption and shall remain in force and effect until repealed or amended according to Section 1 of this Article.

Adopted:

The Constitution and By-Laws adopted by the Academy of Graduate Embalmers of Georgia in organizational meeting assembled at the Biltmore Hotel, Atlanta, Thursday, May 5, 1955.

Amended:

This Constitution and By-Laws amended by the Academy in meeting assembled in Macon, April 1, 1963.

Amended:

This Constitution and By-Laws amended by the Academy in meeting assembled in Macon, Georgia, April 1, 1976.

Amended:

This Constitution and By-Laws amended by the Academy in meeting assembled in Macon, Georgia, April 13, 1988.

Amended:

Bryant Hightower, 1996, Macon Ga., Article 3, Section 1, Sub G, Deleted Section 1, Sub H.

Amended:

Mike Bledsoe, April 22, 1997, Macon, Ga., Article 3, Section 1 Sub A. Active member, those who hold an active embalmer's license. Sub B. Associate, those who are in an allied field or non-licensed.

Amended:

Randy Crenshaw, April 18, 2000, Forsyth, Ga., Article 4, Section 1.

Amended:

Randy Crenshaw, April 18, 2000, Forsyth, Ga., Article 4, Section 5. Amended to strike complete section from the Constitution and By-Laws.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 4, Section 1.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 4, Section 4.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 4, Section 6 added.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 4, Section 7 added.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 5, Section 1.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 5, Section 4.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 5, Section 6 added.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 6, Section 3.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 6, Section 4.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 7, Section 1.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 7, Section 3.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 7, Section 4.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 7, Section 7.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 7, Section 9.

Amended:

David Roach, April 19, 2005, Columbus, GA., Article 8, Section 3.

Amended:

Michael Beaumont, April 17, 2007, Forsyth , GA., Article 5, Section 1

Amended:

Casey Music, March 11, 2008, Forsyth, GA., Article 3, Section 1, No. 7

Amended:

Bridgett Greene, April 19, 2011, Forsyth, GA, Article 3, Section 1, No. 7