



THE BEACON SOCIETY

*Supporting and recognizing exemplary educational experiences
that introduce young people to the Sherlock Holmes stories*



*A Scion Society of the
Baker Street Irregulars*

BEACON SOCIETY BY-LAWS

ARTICLE I - NAME, PURPOSE

Section 1: The name of the organization shall be the Beacon Society. It is a Sherlock Holmes Society.

Section 2: The mission of the Beacon Society is to support educational experiences that introduce young people to the Canon and to recognize exemplary efforts that do so.

Section 3: The Beacon Society is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to individuals or organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE II - MEMBERSHIP

Section 1: Membership in the Beacon Society shall be open to anyone who is willing to be actively involved in promoting the introduction of young people to Sherlock Holmes by educational and other means.

Section 2: Membership shall be granted upon contacting the Society Secretary (hereafter referred to as "Percy Phelps") either directly or through requesting membership on the Beacon Society electronic group list. Members are strongly encouraged to join a task group and actively participate in that task group.

Section 3: Voting Rights.

Voting rights will be open to all Society members for the following issues:

1. Voting on the Officers of the Society,
2. Voting to change the By-Laws,
3. Voting on final award recipients, and
4. Voting on other matters as seen fit by the Board of Directors.
5. Each member has one vote.

Section 4: The Board of Directors shall have the authority to establish and define nonvoting categories of membership.

ARTICLE III - BOARD OF DIRECTORS

Section 1: Board of Directors Composition, Size, and Role.

The Board of Directors is composed of the Officers and the Task Group chairs (hereafter referred to as the "Sidelights"). The Board of Directors is responsible for overall policy and direction of the Society. The Board has the responsibility and authority to review and has final approval over any Task Group proposal. The Board receives no compensation other than at-cost reimbursement for Society-initiated expenses authorized by the Board.

Section 2: Meetings of the Board.

The Board communicates electronically as needed.

Section 3: Board Elections.

Any member of the Beacon Society may run for office. The Officers shall be elected by the general membership of the Society.

Section 4: Election Procedures.

Board Officers shall be elected from nominations made by the general Society's membership. Members may nominate anyone for specific offices from among the existing members. The Board will set dates for receiving and closing nominations. All nominees will be included on the ballot when they provide a brief statement of their qualifications and goals for the office they are seeking. The statements will be sent to the membership along with the ballot. Society members will then be given ten days to vote for Board Officers via email. Any member unable to vote electronically needs to contact Percy Phelps and make arrangements to vote by postal mail or fax. The candidate for each office who receives the most votes wins. In case of a tie, the current Board will select the new officer from the tied nominees.

Section 5: At-Large Board Members.

The Board members may recruit and elect up to four additional people from among the Society's Membership to serve as at-large members of the Board for specific projects, initiatives, or for other specific reasons. At-Large Board members shall be non-voting members of the Board.

Section 6: Terms.

1. All Officers shall serve three-year terms, and are eligible for re-election.
2. At-Large Board members may serve annual terms or until the special projects on which they are working conclude (whichever is shorter). They may be reappointed by the Board.

Section 7: Quorum.

A quorum must be established by participation of at least four Board members before business can be transacted or motions made or passed. Decisions made via electronic means must have participation of at least four Board members.

Section 8: Notice.

An official Board meeting requires that each Board member have written (or e-mail) notice two weeks in advance.

Section 9: Officers and Duties.

There shall be three officers of the Board consisting of:

1. **Head Light (Chairperson).** The Head Light will be responsible for the overall leadership of the Society. He or she will represent the Society at various events and may act as the official voice of the Society or assign others to do so from time to time.
2. **Percy Phelps (Secretary).** Percy will be responsible for maintaining minutes of all Board Meetings, for providing notification to the General Membership of meetings, and for correspondence as necessary.
3. **Bursar (Treasurer).** The Bursar is responsible for developing and reviewing fiscal procedures and annual budget with other Board members. The Board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the Board. The fiscal year shall be the calendar year. The Bursar will present a financial report to the membership at the annual meeting including the current bank balance, funds collected and disbursed during the year, and a summary of the report will be included in the meeting minutes published on the electronic list. The Bursar will provide the Board with interim financial reports during the year as needed. The financial records of the Society are public information and shall be made available to the membership, Board members, and the public upon request.

These Officers shall be separate from the Sidelights, unless interest necessitates otherwise.

Section 10: Vacancies.

When a vacancy on the Board exists, the Society's general membership will be given notice that they have two weeks to nominate candidates from the general membership for vacant Board positions. See Article IV, Section 4, Election Procedures for additional procedures.

Section 11: Resignation, Termination and Absences.

Resignation from the Board must be in writing (or e-mail) and received by the Head Light. The Head Light's resignation is to be received by Percy Phelps. A Board member may be removed for non-performance of duties or other reasons by a three-fourths majority vote of the remaining Board members.

Section 12: Dues.

If deemed appropriate, the Board may recommend a dues schedule to the general membership for their ratification.

Section 13: Personal Liability.

No member, officer or Director of the Society shall be personally liable for the debts or obligations of the Society of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this Society.

ARTICLE IV - MEETINGS OF MEMBERS

Section 1: Annual Meeting.

The Annual Meeting is called by the “Head Light” or the Board of Directors. It is scheduled at an appropriate time during the Baker Street Irregulars Birthday Weekend each January.

Section 2: Special Meetings.

Special Meetings may be called by the “Head Light”, the Board of Directors, or a simple majority of the Society’s voting members. Special meetings must be scheduled through Percy Phelps. Special meetings may be held electronically.

Section 3: Notice.

Notice of each meeting shall be given to each voting member, by e-mail, not less than ten days before the meeting.

ARTICLE V - COMMITTEES (AKA TASK GROUPS)

Section 1: Task Groups.

The Board may create Task Groups as needed. There shall be four standing Task Groups:

1. Programming
2. Awards
3. Fundraising
4. Communications

The Head Light appoints all Sidelights (Task Group chairs) with ratification by the Board. Sidelights will become full voting members of the Board.

Section 2: Programming Task Group

This Task Group will be responsible for proposing to the Board and implementing Beacon Society education related initiatives.

Section 3: Awards Task Group

This Task Group will be responsible for proposing to the Board what, if any, awards the Beacons Society will bestow upon individuals or groups for outstanding efforts toward introducing young people to Sherlock Holmes. The Task Group will also be responsible for proposing to the Board a nominations and selection process for recipients of such awards.

Section 4: Fundraising Task Group

This Task Group will be responsible for raising funds to support Society education-related initiatives and awards.

Section 5: Communications Task Group

This Task Group is a technical assistance group which has the responsibility of assisting other Task Groups and the Board in communicating the Beacon Society’s mission, programs, and initiatives.

ARTICLE VI - DISSOLUTION

Section 1: Upon the dissolution of the Beacon Society, 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 federal government, or to a 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 corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII - AMENDMENTS

Section 1: These By-Laws may be amended when necessary by a majority of the Society's Membership that vote. Proposed amendments must be submitted to Percy Phelps. The proposed amendment/s will be sent to the membership for a vote. The amendment/s will be effective with a majority approval.

Adopted: April 1, 2003

Amended: March 12, 2009

Amended: May 14, 2010

Amended: July 25, 2010