

Pommerscher Verein of Central Wisconsin Constitution

ARTICLE I: NAME The name of this organization shall be Pommerscher Verein Of Central Wisconsin (Pomeranian Society of Central Wisconsin).

ARTICLE II: PURPOSE The purpose of the Pommerscher Verein Of Central Wisconsin is to Section 1. Promote and contribute to the growth of Pomeranian culture through the study of Pomeranian history, music, customs, food, language and dance. Section 2. Cooperate with other German Culture Groups.

ARTICLE III: ORGANIZATION The Pommerscher Verein of Central Wisconsin is a nonprofit educational organization, 501 (c) (7). Any funds received by the organization for carrying out its purposes shall not accrue to the benefit of individual members.

ARTICLE IV: MEMBERSHIP Membership in the Pommerscher Verein Of Central Wisconsin is open to any person upon payment of annual membership dues.

ARTICLE V: OFFICERS AND ELECTIONS The officers of the Pommerscher Verein Of Central Wisconsin shall be President, 1st Vice President, 2nd Vice President, Secretary and Treasurer. These officers shall be elected by the Board of Directors from the board membership.

ARTICLE VI: MEETINGS The Pommerscher Verein Of Central Wisconsin shall hold quarterly membership meetings and any special meetings of the Pommerscher Verein Of Central Wisconsin as may be called.

ARTICLE VII: DISSOLUTION The officers of the Pommerscher Verein Of Central Wisconsin are directed in case of dissolution to assign all assets of the Verein to any organization in Wisconsin which supports Pomeranian or other German culture.

ARTICLE VIII: AMENDMENT The Constitution of the Pommerscher Verein Of Central Wisconsin may be amended at any regular meeting by a majority of the voting membership present, provided written notice of proposed amendments has been sent to the voting membership at least thirty (30) days prior to the time of voting.

Revised. Adopted by the assembly July 11, 2021

Pommerscher Verein of Central Wisconsin Bylaws

BYLAW I: MEMBERSHIP AND DUES

Section 1: There shall be two classes of Voting Memberships: Annual Individual Memberships and Annual Family Memberships. Voting members shall be 18 years of age or older and shall be eligible for all the benefits of membership such as attendance at meetings and programs, voting privilege, subscription to the newsletter (Dat Pommersche Blatt), access to the Library & Culture Center, and other Verein functions subject to any admission fees that may apply.

Section 2: Annual dues renewals become payable upon the date of the Annual Meeting held on or near October 16th of each year, but no later than on the following January 1.

Section 3: New membership dues paid between July 1 and December 31 shall cover full membership also for the year following.

Section 4: The board shall review annually the dues amount payable for the upcoming year.

BYLAW II: BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of twelve family units, made up of either husband and wife or of a single individual.

Section 2. One third of these units will be elected each year for a three-year term.

Section 3. The Board of Directors shall, each year, elect from its membership the officers for the upcoming year. Officers to be elected shall be the 2nd Vice President, Secretary, and Treasurer. The 1st Vice President and the 2nd Vice President will consecutively proceed to the office of the President. Any vacancies that arise may be filled by appointment of the Board of Directors.

Section 4. Presence of six family units at a Board meeting shall constitute a quorum.

Section 5. If you are interested in serving on the Board of Directors, you may request an information packet by calling our PVCW Secretary. Deadline for written nominations is the last day of May.

BYLAW III: MEETINGS The Pommerscher Verein Of Central Wisconsin shall have quarterly membership meetings. That quarterly meeting held on Sunday October 16 or on the Sunday PVCW bylaws -1- Revised. Adopted by the assembly July 11, 2021 preceding or following shall constitute its Annual Meeting. The three other meetings shall be scheduled suitably in an annual cycle. Special meetings may be called by the President or three or more members of the Board of Directors. Changes to the regular meeting schedule or announcements of special meetings shall be made to the membership in writing no less than one month prior to the scheduled event.

BYLAW IV: NOMINATIONS AND ELECTIONS A nominating committee of three individuals selected from the membership shall be appointed by the President no later than the 3rd Quarterly Meeting. The Nominating Committee will present the names of all candidates for the Board of Directors at the Annual Meeting. Elections will be held at the Annual Meeting by paper ballot. The term of office for the newly elected board members shall be effective immediately following adjournment of the Annual Meeting at which time a reorganizational meeting of the Board of Directors will be conducted.

BYLAW V: FINANCES

Section 1. Fiscal Year. The fiscal year of the Pommerscher Verein shall begin on the 1st day of January and end on the 31st day of December.

Section 2. Audit. The Verein Board of Directors shall annually appoint a financial review committee composed of two Board members and one other member ("Audit Committee"). The Audit Committee will assure that the appropriate accounting policies and internal controls are established and followed, financial statements are issued on time and in accordance with any regulatory obligations, and facilitate communication between the Board of Directors and external auditors, if retained by the Board of Directors.

Section 3. Reporting. This Audit Committee shall submit, at least annually, a written financial report to the Verein membership.

BYLAW VI: AMENDMENT Bylaws of the Pommerscher Verein Of Central Wisconsin shall be amended only by a majority of the voters present at a regular meeting. Proposed amendments shall be presented to the membership in writing one meeting prior to the meeting at which action will be taken.

BYLAW VII: PARLIAMENTARY PROCEDURE Roberts Rules of Order shall govern the Pommerscher Verein Of Central Wisconsin in all cases to which they are applicable and in which they are not inconsistent with the bylaws or the special rules of order of the Pommerscher Verein Of Central Wisconsin. PVCW bylaws -2-

Pommerscher Verein of Central Wisconsin Endowment Fund Bylaws

STATEMENT OF PURPOSE

TO RECEIVE GIFTS AND BEQUESTS TO PROVIDE FINANCIAL ASSISTANCE TO THE POMMERSCHER VEREIN OF CENTRAL WISCONSIN ("VEREIN") FOR THE PROMOTION AND GROWTH OF POMERANIAN CULTURE THROUGH THE STUDY OF HISTORY, MUSIC, FOOD, LANGUAGE, AND DANCE

BYLAW I: OFFICES The principal office of the Pommerscher Verein of Central Wisconsin Endowment Fund ("Fund") shall be located in Marathon County, Wisconsin.

BYLAW II: ENDOWMENT FUND COMMITTEE

Section 1: Membership. The Fund shall be managed by a committee of voting members consisting of the Verein immediate past President, the current President, 1st Vice President, 2nd Vice President, Secretary, Treasurer, and one member appointed to a one-year term by the Board of Directors ("Fund Committee"). The chairman of the Fund Committee will be the 1st Vice President of the Verein; the Verein Secretary and Treasurer will act in the same capacity on the Fund Committee.

Section 2: Meetings. The Fund Committee shall meet annually, with additional meetings as required to conduct its business.

Section 3: Vacancies and Removal from Office. Vacancies may be filled by an affirmative vote of the Verein Directors. A Fund Committee member may also be removed by an affirmative vote of the Verein Directors.

Section 4: Committees. The Fund Committee may appoint any subcommittees it deems necessary to carry on the business of the Fund.

Section 5: Compensation. All members of the Fund Committee shall serve without compensation, but may be reimbursed for actual expenses incurred in connection with the Fund.

BYLAW III: GIFTS TO THE FUND Gifts and contributions, in the form of money, securities, life insurance proceeds, or property, from individuals, firms, or corporations, may be made to this Fund. Gifts in the memory of any deceased person or gifts in appreciation or recognition of any PVCW Endowment Fund bylaws -1- living person are encouraged. All gifts and contributions are to be made with no restrictions and will be acknowledged in writing.

BYLAW IV: ADMINISTRATION OF THE FUND The Fund Committee shall have the authority to hold and administer the assets of the Fund.

BYLAW V: DISTRIBUTION AND DISBURSEMENTS

Section 1: Distributions in General. During the continuance of the Fund, there shall be annual distributions from the assets of the Fund, unless the Verein Board of Directors, by affirmative vote, shall designate that a portion or all of the payout be reinvested in the Fund. The Verein Board of Directors shall determine the amount of the annual distribution.

Section 2: Voting Requirements. Five of the Fund Committee's seven members shall constitute a quorum at meetings at which distribution or use of payout funds is decided. Five affirmative votes shall be required for passage of motions determining disbursement of funds at such meetings. Decisions are subject to assent of the PVCW Board.

BYLAW VI: INDEMNIFICATION The Fund shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding (other than an action by or in the right of the Fund) by reason of the fact that he/she is or was a member of the Fund Committee against expenses, fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit, or proceeding if he/she acted in good faith and in a manner he/she reasonably believed to be in or not contrary to the best interests of the Fund.

BYLAW VII: FINANCE

Section 1. Fiscal Year. The fiscal year of the Fund shall begin on the 1st day of January and end on the 31st day of December.

Section 2. Audit. The Verein Board of Directors shall annually appoint a financial review committee composed of two Board members and one other member ("Audit Committee"). The Audit Committee will assist the Fund Committee in assuring that the appropriate accounting policies and internal controls are established and followed, financial statements are issued on time and in accordance with any regulatory obligations, and facilitate

communication between the Board of Directors, Fund Committee, and external auditors, if retained by the Board of Directors. PVCW Endowment Fund bylaws -2- Revised. Adopted by the assembly July 11, 2021

Section 3. Reporting. This Audit Committee shall submit, at least annually, a written financial report to the Verein membership.

BYLAW VIII: DURATION AND DISSOLUTION

Section 1: Duration. This Fund shall continue in existence and be used as hereinabove provided so long as the Verein shall continue to exist.

Section 2: Dissolution. The officers of the Verein are directed in the case of dissolution to assign all assets of the Verein, including the Fund, to any organization in Wisconsin which supports Pomeranian or other German Culture.

BYLAW IX: AMENDMENT Bylaws of the Fund shall be amended only by a majority of the voters present at a regular Verein meeting. Proposed amendments shall be presented to the membership in writing one meeting prior to the meeting at which action will be taken. PVCW Endowment Fund bylaws -3-