

**ELIZABETHTOWN HISTORICAL SOCIETY
BYLAWS - 12/13/17**

ARTICLE I. NAME

The name of the organization shall be the Elizabethtown Historical Society (hereinafter referred to as the Society).

ARTICLE II. VISION and GOALS

Vision:

Elizabethtown Historical Society is the organization working to collect, preserve, understand, and share history of the greater Elizabethtown, PA area.

Goals:

- A. Collect and Preserve historical documents, artifacts, landmarks, and information related to our area.
- B. Encourage and promote the study and understanding of the history of the Elizabethtown area, and its Historic Preservation.

Tag Line:

“We are the primary source for local history.”

ARTICLE III. MEMBERSHIP

Any person in agreement with the work and aims of the Society shall be eligible for active membership upon payment of the annual dues. The Board of Directors will determine changes to the dues structure and any special consideration for rates as needed.

ARTICLE IV. OFFICERS AND OTHER ROLES, AND THEIR DUTIES

The officers, all of whom shall be members of the Society, shall be a President, Vice-president, Secretary, and Treasurer (all elected). These officers shall comprise the Board of Directors.

Board of Directors:

- A. Board of Directors shall carry out policies and business of the Society
- B. Board of Directors shall appoint all committees of the Society and the Curator
- C. Board of Directors shall develop, recruit, and hire professional staff as needed by the Society

Duties of officers:

President:

- A. President shall preside at all regular business meetings
- B. President shall call special meetings of the Society when necessary
- C. President shall work with staff to set Programs for the year
- D. President shall serve as the representative for the Society in legal matters
- E. President shall represent the Society at historical meetings and civic functions
- F. President, with the Treasurer, shall have responsibility for the securities, insurance policies, and deeds of the Society
- G. President will assign responsibility for committees to Board members as needed
- H. President is authorized to approve withdrawals from the endowment fund per the approved budget, or per approved projects documented in meeting minutes.

Vice-President:

- A. In the absence of the President, the Vice-President shall preside at scheduled meetings

- B. Vice-President can represent the Society at historical meetings and civic functions
- C. Vice-President shall perform other duties as assigned by the President

Secretary:

- A. Secretary shall keep an accurate record of the proceedings of the meetings of the Society and the Board of Directors in a book for that purpose
- B. Secretary shall perform other duties as assigned by the President

Treasurer:

- A. Treasurer shall be in charge of all funds and securities of the Society
- B. Treasurer shall consult with the proper officers of the financial institution holding the Society's Endowment Investment Portfolio. Any recommendations and changes shall be reported promptly to the Board of Directors, including changes and use of earnings.
- C. Treasurer shall oversee work by staff to disperse budgeted funds
- D. Non-budgeted expenditures exceeding \$1000 require the signature of the President and the Treasurer, or in the case of the President's unavailability, the signature of the Vice-President or Secretary.
- E. Treasurer shall present monthly reports to the Board of Directors, and high level financial reports to members via the newsletter.
- F. Treasurer is authorized to approve withdrawals from the endowment fund per the approved budget, or per approved projects documented in meeting minutes.

Other Positions:

Curator:

The Curator shall oversee work by staff to maintain a record of donors and donated items, enlarge Society collections, and catalog all books, manuscripts, and collections of the Society, including accurate dates and relevant anecdotal information.

Director At Large:

The Board of Directors may appoint one Director At Large for a one-year term should the Board determine this position would benefit the Society.

Other staff:

Other staff will be added as needed, such as Administrative Assistant, and will report to the President.

ARTICLE 5. ELECTION, TERM OF OFFICE AND TENURE

- A. Nominating Committee, consisting of at least 2 members of the Society appointed by the Board of Directors, shall present a slate of officers at the September meeting of an election year.
- B. The slate of officers shall be presented for final approval at the October meeting
- C. Officers shall be installed for a three-year term at the November meeting
- D. Officers shall assume their office upon installation. To ensure an orderly transition, outgoing officers are encouraged to arrange a meeting with the new officers as soon as possible after the November meeting.
- E. Tenure: Following completion of a regular term, an officer or committee member may succeed him/herself for an unlimited number of times, assuming the prescribed procedures for service are followed.

Vacancies

When a vacancy occurs in other elective or appointive positions, the Board of Directors shall name a successor to fill the unexpired term.

ARTICLE VI. FINANCES

Annual Dues

- A. Annual dues shall be determined each year by the Board of Directors prior to September 1
- B. Dues are payable annually for the current calendar year.

Controls

- A. Finance Committee shall consist of the Treasurer and up to three Society members appointed by the Board of Directors. They shall prepare the annual budget for the Society for action by the Board of Directors in October, and the general membership in November..
- B. Finance Committee shall care for other financial matters as directed by the Board of Directors.

ARTICLE VII. MEETINGS

The regular meetings of the Society shall be held on the third Tuesday of a month, the schedule to be determined by the Board of Directors.

The Board of Directors shall meet when called by the President.

Adjourned or special meetings may be held at any time or place designated by the President.

ARTICLE VIII. COMMITTEES

Standing or special committees will be appointed by the Board of Directors, if the Board determines there is a need for such committee or committees.

ARTICLE IX. QUORUM

- A. Three members shall constitute a quorum of the Board of Directors.
- B. Nine members shall constitute a quorum of the Society to transact business at all monthly or special meetings.

ARTICLE X. AMENDMENTS

- A. Proposed amendments to the Bylaws shall be submitted in writing to the President and announced via a scheduled newsletter.
- B. Each proposed amendment will be subject to a vote at the next regularly scheduled meeting.
- C. An affirmative vote of two-thirds of all members present and voting, by written ballot, shall be required for passage of each proposed amendment.
- D. When an amendment has been passed in accordance with the above procedure, it shall be treated immediately as a binding part of the official Bylaws of the Society.

ARTICLE XI. DISSOLUTION

In the event of the dissolution of the Society, net assets of the organization shall be distributed as follows:

- A. All liabilities and obligations shall be paid and satisfied or adequate provisions shall be made therefore.
- B. The Board of Directors shall determine specific procedures for liquidating remaining assets and shall supervise disbursement of funds and the disposition of real property.