



# Middletown Springs Historical Society Bylaws



*(Revised September 16, 2018)*

## **ARTICLE I**    *Name*

The name of the organization shall be the Middletown Springs Historical Society, Inc.

## **ARTICLE II**    *Purpose*

The purpose of the Society shall be to gather and display material pertaining to the town's history: printed material such as histories, genealogies, biographies, descriptions, gazetteers, directories, newspapers, pamphlets, catalogs, circulars, handbills, programs and posters; manuscript materials such as letters, diaries, journals, memoranda, reminiscences, rosters, service records, account books, charts, surveys, and field books; and museum material such as pictures, photographs, paintings, portraits, and aboriginal relics.

The Society, cooperating with the Vermont Historical Society and other preservation agencies when appropriate, will provide for the preservation of this material and for its accessibility, and will undertake the preservation of historic buildings, monuments, and markers in Middletown Springs.

When feasible the Society will publish historical material; will maintain a website; will hold meetings, pageants, addresses, lectures, papers, and discussions; will mark historic buildings, sites and trails; and, will use the media of newspaper, radio, television, and the Internet to stimulate public interest.

## **ARTICLE III**    *Membership*

**Section 1** All membership categories, except Life, will be considered annual memberships, and dues will be payable on January 1 for the ensuing year. Family memberships may, at the discretion of the paying member, be considered to include family members and other persons residing at the same address. All existing Life memberships created before September 24, 2006, shall remain in effect.

### **Schedule of dues:**

Individual	\$10.00	Family	\$15.00	Contributing	\$25.00
Business	\$50.00	Sustaining	\$100.00		

The Trustees may accept, by majority vote, at the written request of the donor, an in-kind donation of service in exchange for any category of dues of equal or lesser value.

**Section 2** Upon nomination by the Board of Trustees, Honorary Members, who have made outstanding contributions to the objectives of the Society, may be confirmed by a three-fourths vote of those present at an Annual Meeting.

**Section 3** The Board of Trustees is authorized to establish an endowment fund, entitled the Middletown Springs Historical Society Heritage Fund. Any bequests, memorial gifts, or other donations so designated by the donor or by the Board of Trustees, will be placed in the Heritage Fund. The Heritage Fund will be invested for growth and income. The Board of Trustees shall allow the Heritage Fund to accumulate until a minimum balance of \$25,000 is achieved. When the balance of the Heritage Fund reaches \$25,000, up to one-half of the annual income of the Heritage Fund may be transferred to the Operating Fund of the Society.

When the balance of the Heritage Fund reaches \$50,000, all of the annual income of the Heritage Fund may be transferred to the Operating Fund of the Society. In order to carry out the intent of this section, the Board of Trustees is granted absolute discretion in the investment and administration of the Heritage Fund.

## **ARTICLE IV**    *Meetings*

The Annual Meeting will be held during the month of September, and the membership will be notified thirty (30) days in advance. Meetings other than the Annual Meeting may be called at any time by the President or any three Trustees or officers.

**ARTICLE V** *Board*

**Section 1** The Board of Trustees shall be a maximum of ten (10) members, who will serve for a period of two (2) years, half of whom are elected for a two year term each year.

**Section 2** The grantors of the land on which the Mineral Springs are found are life members of the Board of Trustees, and each may appoint a representative to serve on his/her behalf.

**ARTICLE VI** *Elections*

**Section 1** Trustees shall be elected by a plurality of votes cast by members present at the Annual Meeting.

**Section 2** Immediately after the election the Trustees shall meet to elect, from the Board, a President, Vice President, Secretary, and Treasurer to serve for a period of one (1) year. Alternately, at their discretion, the Trustees may elect a qualified candidate from the membership to serve as Treasurer only, for a term of one year.

**Section 3** The President will appoint a chair of a Nomination Committee. This chair will select two members from the Board of Trustees or the general membership, to form the Nominating Committee. The committee will submit a slate of candidates for the approval of the Board of Trustees at the Board meeting prior to the annual meeting. .

**Section 4** Nominations may also be submitted in writing by any member of the Society to the chair of the Nominating Committee no later than 48 hours prior to the election. Any candidate for election must be a member.

**Section 5** Trustees will be installed at the close of the Annual Meeting at which they are elected and will serve until their successors have been duly elected and installed.

**Section 6** In the event of resignation or incapacity of any officer or Trustee or lack of candidates at the Annual Meeting, the vacancy may be filled by a vote of the Board of Trustees. Candidates shall come from the general membership.

**ARTICLE VII** *Committees*

The President may annually appoint and charge such committees as are necessary for the furtherance of the objectives of the Society. Committees may include Standing Committees: (Buildings/Mineral Springs Park, Collections Management, Finance, and Nominating), and Program Committees as needed (e.g. Cemetery, Youth, and Events). When the number of active Trustees is few the President may appoint all Trustees as a "committee of the whole" for any committee.

The Buildings/Mineral Springs Park Committee shall oversee maintenance and restoration of the Historical Society Building and the Mineral Springs Park and recommend action to the Board.

The Collections Management Committee shall oversee the conservation of the Society's collection in accordance with the Collection Management Policy, adopted June 4, 1998.

The Finance Committee shall consist of the Board officers and the Treasurer if not a board member, and shall prepare an annual budget for approval by the Board.

The Nominating Committee shall keep track of terms of office of the Trustees and recommend new prospective Trustees in accordance with Article VI, Sections 3 & 4 above.

Committees will be chaired by a Trustee or a Board of Trustees appointed member from the general membership and may include Society members who are not Trustees.

**ARTICLE VIII** *Amendment*

These bylaws may be amended at a regular or special meeting by a two-thirds majority vote of members present, provided the proposed amendments have been submitted in writing to the Secretary and copies forwarded to all members.

**ARTICLE IX** *Dissolution*

In the event of the dissolution of the Middletown Springs Historical Society, the Society's properties, the collection in its entirety, and all other tangible assets shall be given to the Vermont Historical Society.