

By-Laws of the Belchertown Historical Association

Revised April 27, 2008

Proposed revisions as of 3-6-09

Article I:

Section 1. Name

This organization shall be known as the Belchertown Historical Association located in Belchertown, Massachusetts. The Association is a 501(c) 3 organization and was incorporated on September 16, 1914.

Section 2. Authorizing Documents

The authorizing documents of the Belchertown Historical Association include:

- the Articles of Incorporation, as most recently amended;
- these By-Laws, as most recently amended;
- the Internal Revenue Service Exemption Letter issued August 1941; and
- the Certificate of Exemption (ST-2) issued by the Commonwealth of Massachusetts.

Section 3. Governing Documents

The governing documents of the Belchertown Historical Association include:

- all resolutions, policies and procedures adopted by the Board of Trustees; and
- all other contracts or agreements obligating the Association.

Article II: Purpose

The purpose of this organization in relation to the Town of Belchertown is

- to promote educational and historical activities
- to collect, hold, preserve and exhibit objects and documents of historical value and interest
- to hold and maintain the Stone House Museum and other properties and those that may be acquired

Article III: Membership and Dues

Section 1. The Belchertown Historical Association welcomes anyone having an interest in the purpose of the Association. A completed membership form and payment of current dues shall constitute membership.

Section 2. Membership fees, categories, and benefits shall be determined by the Board of Trustees, based on the recommendation of the Membership Committee.

Section 3. Annual dues shall be payable by the Annual Meeting; members in arrears more than one year after payment is due shall be dropped from membership.

Section 4. Honorary membership may be conferred on any person whose activities have contributed substantially to the purpose of the Association as deemed appropriate and voted by the Board of Trustees.

Section 5. Voting privileges are available to members 18 and over. Voting privileges for the purpose of elections, amending organizational documents and other business at annual or special meetings shall be as follows:

- individual/student/senior/life (no longer offered) members shall each have one vote.
- all other membership categories shall have up to two votes.
- members must be present in order to vote.

Article IV: Restrictions Against Political Activity

Political Activity by the organization shall be limited to advocacy for issues pertinent to the purpose of the organization. Endorsement of any candidate in any election is expressly prohibited.

Article V: Meetings

The Annual Meeting shall be held on the 28th day of April in each year, or as close to this date as possible, as determined by the Trustees. (The 28th day of April 1740 was the date of the first legal meeting ever held in Cold Spring.)

Meetings of the Trustees and special meetings of the members shall be called by the President and Secretary, who shall give notice of the time and place of holding of same, at least 10 days before the time appointed.

~~They~~ **The Trustees** shall also call meetings when requested in writing by 15 members of the Association. Twenty-five members shall constitute a quorum of the membership. ~~Eight~~ **A majority (50% of the total Trustee seats plus .5)** shall constitute a quorum of the Board of Trustees.

Article VI: Trustees and Officers

A. Elections

Section 1: The Board of Trustees shall consist of ~~15~~ **9** members holding staggered 3-year terms.

Section 2: The members of this Association, at their Annual Meeting, shall elect ~~five (5)~~ **three (3)** Trustees for a three year period, shall fill any vacancies and shall elect a President, two Vice Presidents, a Secretary and a Treasurer to hold office for one year or until their successors are chosen. Those officers shall be elected from the membership of this Association. All Trustees and Officers must be members in good standing of the Association. Criteria for holding office shall be: for President, a minimum of two (2) years as a Trustee and active participation; for all other officers, a minimum of one (1) year of membership and active participation. During their tenure the President and Vice-Presidents must be Trustees.

Section 3: Vacant Trustee or Officer positions that may occur during the year shall be filled by vote of the Board acting on a recommendation of the Nominating Committee. **If the Nominating Committee does not respond with a candidate within 30 days of receiving notification from the Board, the Board should fill the position within an additional 45 days.** These appointments shall expire at the next Annual Meeting.

B. Duties of Trustees

Section 1: The Board of Trustees shall meet within ten (10) days of the Annual Meeting for an orientation of new Trustees and to plan for the year.

Section 2: The Trustees shall have overall leadership and general management of the Association and shall have custody and care of the property — both real and in trust. They shall

- make general rules for the administration of the affairs of the Association
- use all reasonable care in safekeeping the Association property and funds; they shall not be held responsible for any damage or loss that may occur from causes beyond their control
- dispose of unnecessary articles and shall accept or reject any article presented only under the terms and guidelines spelled out in the Collection Policy as most recently amended
- establish policies for public access to the museum and its collections
- establish objectives for the Association and develop strategies for attaining those objectives
- receive recommendations from committees and act upon same
- maintain their Board of Trustees' Manual with updates and turn it in to the Secretary at the conclusion of their terms.

Section 3: Any member of the Board, who is absent from three consecutive meetings without presenting just cause as determined by the Board, shall be deemed to have resigned from the Board. The individual shall be notified in writing by the President. This person is subject to reinstatement only by majority vote of the full Board.

Article VII: Duties of Officers

Section 1. It shall be the duty of the President - and in his / her absence one of the Vice Presidents - to preside at all meetings of the Association or of the Trustees. The President may serve "ex officio" on all committees. The Vice Presidents shall be qualified and willing to assist the President and assume his/ her position if necessary. The two Vice Presidents together shall appoint the Chairmen of all standing committees.

Section 2. The Secretary or his or her designee shall take the Minutes at all meetings of the Association and Board of Trustees and, in the case of meetings of the Board, shall distribute those Minutes several days before the next Board meeting. The Secretary shall see that correspondence relating to the Board of Trustees is filed in the archives.

Section 3. The Treasurer shall keep an accurate account of all dues and funds of the Association. He or she shall pay all bills contracted by the Association as approved by the Trustees. He or she shall be allowed to sign checks and have access to the safe deposit box. At the Annual Meeting and at such times as the Trustees may require, he or she shall give a detailed report of receipts and expenditures. A Balance Sheet of assets and liabilities shall be given at the end of the fiscal year.

Article VIII: Committees

Section 1. The Association shall have the following Standing Committees, all of which report to the Board of Trustees. Committee members shall be appointed by the Board of Trustees as recommended by each Committee Chair. Each committee shall have at least one Trustee and/or Officer to serve as Liaison with the Trustees; every committee member must be an Association member in good standing. The President may serve ex officio on any committee.

Section 2. The recording secretary of each committee is responsible for collecting the minutes and submitting them to the archivist at the Annual Meeting.

Section 3. Each committee must seek Board approval for all decisions conducted in the name of the Association.

A. Museum Committee: Responsible for

- ensuring the security of the entire collection;
- ~~for~~ collecting, cataloging, cleaning, repair, and storage of historic objects;
- ~~for~~ arranging museum exhibits, and the correct historic interpretation of those exhibits;
- managing the Archives
- overseeing the care and upkeep of the museum quarters.
- submitting recommendations for deaccessioning to the Board for its approval
- developing programming concerning the collection in consultation with the Education and Outreach Committee as appropriate.
- recruiting docents and conducting a training program
- making the collections accessible to membership and the public for research

Size: seven (7) members including the Curator and Assistant Curator

B. Publicity Committee: Responsible for ~~communication to members and for publicizing special events of interest to the general public through the appropriate media. There is no size requirement for this committee.~~

- increasing public awareness of all Association activities
- working with committees to produce press releases for regular and special events for distribution to media
- working with appropriate committees to generate special interest stories
- submitting information on the Association's regular schedule, special events and calendar cards to the "Events" section of newspapers
- coordinating with the Education and Outreach, Museum, Membership and other committees as appropriate
- making recommendations regarding the "visual identity" of Association documents i.e.: letterhead, brochures

Size: a minimum of three (3) members

C. Education and Outreach Committee: Responsible for ~~arranging and scheduling suitable programs sponsored by the Association. They shall coordinate their activities with the Publicity Committee. There is no size requirement for this committee.~~

- arranging and scheduling suitable programs such as lectures, workshops, activities for children, and school visits
- developing outreach to promote the Association's purpose to the greater community
- coordinating its activities with the Publicity and Museum Committees as appropriate.

Size: a minimum of three (3) members

D. Membership Committee: Responsible for ~~member outreach and the maintenance of all records pertaining to Association members including computer files. There is no size requirement for this committee.~~

- making an annual recommendation to the Trustees regarding the membership fee structure
- maintaining all membership records
- conducting the annual renewal process
- developing member outreach
- recruiting new members

Size: a minimum of three (3) members

E. Nominating Committee: Responsible for

- making nominations at the Annual Meeting for ~~five~~ three (3) Trustees who shall serve 3- year terms;
- making nominations at the Annual Meeting for Trustees who shall fill unexpired terms, if any exist;
- making nominations at the Annual Meeting for a President, two (2) Vice-Presidents, a Secretary and a Treasurer who shall hold office for one year, or until their successors are chosen;
- recommending to the Board candidates in response to resignations and Board emergencies;
- organizing a Board orientation process focusing on By-laws and providing general information concerning the organization;
- ~~meeting regularly throughout the year.~~

Size: three (3) members, at least one of whom is not a Trustee

F. Buildings and Grounds Committee: Responsible for ~~the maintenance of buildings and grounds. They shall confer and coordinate all planning and work with the Museum Committee. This committee shall consist of at least five members from the general membership and the Board.~~

- overseeing the maintenance of the buildings and grounds.
- coordinating and planning work with the Museum Committee.

- conducting, at least annually or as needed, an assessment of the condition of all real property
- assessing cost effectiveness of utilities and building related services as needed
- maintaining and distributing to appropriate parties a list of all service contacts including phone numbers for services such as utilities, grounds maintenance, and security
- developing and overseeing a process for responding to regular/ongoing maintenance issues
- overseeing the maintenance of the security system
- establishing a response procedure for emergency calls generated by the security system
- appointing and overseeing a committee to handle all issues related to the Tremaine House
- managing the inventory, including rental and lending of Association property i.e.: tables, chairs, tent

Size: a minimum of five (5) members

~~G. Finance Committee: Responsible for the preparation of the annual budget and proper accounting records, and advice and assistance to the Treasurer. They shall make recommendations to the Board of Trustees for managing the funds of the Association.~~

- preparing an annual budget
- overseeing proper accounting records
- advising and assisting the Treasurer
- making recommendations to the Board of Trustees for managing the funds of the Association

Size: three (3) members, including the Treasurer

The Finance Committee shall audit all of the accounts of the Association and shall make a report as complete as possible to the members at the Annual Meeting. A final report to the Trustees shall be given at their first meeting following the Annual Meeting.

~~H. Fund Raising: Responsible for raising funds. There is no size requirement for this committee.~~

- working with the Board to establish a fundraising plan
- overseeing the organization's overall fundraising plan
- leading and working with the committees for Opening Day, Living History Day and Yuletide
- involving all Board members in fundraising
- monitoring fundraising efforts to be sure that donors and participants are acknowledged appropriately and that fundraising efforts are cost-effective
- recruiting and organizing volunteers for fundraising efforts

Size: a minimum of five (5) members

~~I. By-Laws: Responsible for ongoing review of the By-Laws and for bringing recommendations to the membership for their review and action. There is no size requirement for this committee.~~

- ongoing review of the By-Laws
- bringing recommendations to the membership for their review and action.

Size: a minimum of three (3) members

Section ~~2~~ **4**. Other committees, standing or special, may be appointed by the President as directed by the Association or the Board of Trustees.

Article IX: Debts

The Association shall contract no debts in excess of the available funds, nor shall any member be subject to any tax by the Association beyond the dues before mentioned.

Article X: Parliamentary Authority

The rules contained in Robert's Rules of Order shall govern the proceedings of the Association except in such cases as are governed by these By-Laws.

Article XI: Amendments

These By-Laws may be amended at any meeting of the Association upon vote of two-thirds of the members present and voting, notice of the proposed change having been given in the call for the meeting. Amendments are effective as of the date voted.