



## **COLUMBIA HISTORICAL SOCIETY, INC. BY-LAWS**

### **Article I – Name and Location**

The name of this organization shall be Columbia Historical Society, Incorporated, located in the Town of Columbia, Tolland County, Connecticut. It is hereinafter called the “Society”. The Society’s mailing address is P.O. Box 551, Columbia, Connecticut 06237. The Society’s collections are primarily housed at “The History Place” municipal building at 314 Route 87, Columbia, Connecticut 06237, and also located at Moor’s Indian Charity School, an historic municipal schoolhouse adjacent to the Town Hall in Columbia, Connecticut.

### **Article II – Purpose**

The purpose of this Society shall be:

1. To encourage historical research, and make results available to members of the society and to the public;
2. To hold meetings and programs on historical subjects for members and the public;
3. To discover, collect and preserve whatever pertains to the history of Columbia, Connecticut.

### **Article III – Membership and Dues**

1. Any person interested in participating in the activities of the organization may become a member by application to the Society and payment of dues. Honorary members may be selected by the Executive Board in recognition of outstanding work in historical research or other activities of the Society.
2. Dues for individual, family, and life members will be recommended by the Executive Board and approved by the members. A family shall include a domestic household.
3. The dues year will run from annual meeting to annual meeting or a consecutive twelve month period ending in March.

### **Article IV – Officers and Executive Board**

1. The officers shall be President, Vice-President, Secretary, and Treasurer.
2. The Executive Board shall include the officers, and a total of three to eight elected directors, and the immediate Past President. It shall have general charge of the affairs of the Society except that decisions on major expenditures of \$5,000 or greater shall be referred to the Society, as a whole. The officers and elected directors must be members in good standing.
3. The Town Historian and State Historian, if a resident of Columbia, shall be voting ex-officio Directors.
4. The Board shall appoint an Auditing Committee prior to the annual meeting each year and shall advise the President on the other committee appointments.
5. Duties of Officers:

- A. The President shall preside over all meetings of the Society and of the Executive Board, serve as consultant in all matters important to the work of the Society, and appoint the chair of each committee except Program Committee, in consultation with the Board.
- B. The Vice-President shall preside over all meetings of the Society and over the Board, in the absence of the President, perform all other duties of the President in the event he/she is incapacitated or unable to serve. The Vice President serves as chair of the Program Committee, and oversees the publicity function for the Society.
- C. The Secretary shall keep records of the meetings of the Society and of the Executive Board and conduct the correspondence of the Society.
- D. The Treasurer shall have charge of the funds and any securities of the Society, deposit moneys in the bank accounts and banks designated by the Board on behalf of the Society, pay all bills as approved by the Executive Board, and submit an audited report at the annual meeting. The Treasurer shall be bonded in an amount to be determined by the Executive Board.
- E. Duties of Directors – each director shall chair or be liaison with one of the standing committees or special project committees that may be established from time to time. Directors will be assigned the responsibility of providing at least four membership programs during the year, on a rotating basis.
- F. Each officer and director shall operate in a manner consistent with the laws of the State of Connecticut and successive IRS letter rulings as a section 501c (3) tax-exempt organization, as described in sections 509 (a) (1) and 170 (b) (1) (A) (vi) of the revenue code or successor letter rulings.

**Article V – Committees** (Method of appointment under IV. 5. A.)

- 1. Standing Committees. The chair of each will choose other members.
  - A. Program – responsible for planning the program for all regular membership meetings.
  - B. Ways & Means – responsible for fund-raising activities of the Society.
  - C. Membership – responsible for maintaining the Society’s membership records and with developing strategies for increasing the membership of the Society.
  - D. Newsletter – prepares the periodic newsletter. Frequency of publication will be recommended by the Newsletter Chair to the Executive Board.
  - E. Investment Committee - the purpose of the Investment Committee is to present to the Executive Board sound and appropriate investment options based on the Society’s investment risk. The goal is to look for investments with growth as well as preservation of principal. The committee will consist of the Treasurer, a board member with a financial background, and one additional board member.
  - F. Historic Sites & Collections Committee – serves as a liaison to the Town of Columbia for protecting historic municipal sites; and is responsible for overseeing proper conservation and curation of the Society’s collections.
  - G. Website Management Committee – oversees and maintains the Society’s website; coordinates with publicity, program, and newsletter committees.
- 2. Special Committees shall be appointed as the need arises.
  - A. The Nominating Committee Chair shall be appointed by the President prior to the annual meeting. His/her duty shall be to nominate a slate of officers and directors to present at the annual meeting and to nominate to fill any vacancies which occur during the following year.
  - B. The Auditing Committee shall audit the Treasurer’s books prior to the annual meeting or at the request of the Executive Board.

**Article VI – Terms of Office and Election**

1. Officers, namely the President, Vice President, Secretary, and Treasurer shall be elected for a two-year term, and all other directors for a one year term or until their successors are elected at a regular membership meeting. Any officer or director may serve more than one term.
2. Elections shall take place at the annual meeting. Vacancies may be filled by election at any regular meeting.

**Article VII – Meetings and Quorums**

1. There shall be at least four regular membership meetings a year, held at the call of the President.
2. The annual meeting will be held in April.
3. Special meetings may be held at the call of the President or three Executive Board members.
4. A quorum at any membership meeting of the Society shall consist of ten members.
5. The Executive Board shall meet on a regularly scheduled basis, but no less than four times a year. Five members shall constitute a quorum. Electronic voting by means of telephone or timely e-mail correspondence shall be recognized in extraordinary circumstances when on-site meetings cannot be conducted.

**Article VIII – Funds and Other Assets**

1. The Society may receive, hold, or dispose of gifts or legacies as it devides for its purposes unless stated differently by and negotiated with the donor.
2. Said Society may own acquire, buy, sell, or mortgage real estate and any interest of any kind whatsoever therein and may purchase, lease or otherwise acquire or dispose of all kinds of real and personal property which the Society may deem necessary or convenient for the purposes of the Society.
3. All funds of the Society shall be used exclusively for the purposes of the Society or the operations thereof and no officer, director, member, agent or employee of the Society shall receive any pecuniary profit or benefit from the earnings or funds of the Society except reasonable compensation for services in effecting on or for the Society's purposes.
4. In the event of the dissolution of the Society, at any time after the payment of all liabilities of the Society, all assets, funds, collections or property remaining shall be conveyed to a Connecticut not for profit organization whose mission is consistent with that of the Society. First consideration would be given to the Town of Columbia Historical Archive and Collection and second consideration would be given to a similar 501 c 3 organization designated by the Board of Directors for safekeeping of the Society's collections and supporting assets within or near the Town of Columbia, Tolland County, Connecticut.

**Article IX – Fiscal Year**

The Fiscal year for the Society shall be January 1 through December 31 of the calendar year.

**Article X – Amendments**

These By-Laws may be amended by a two-thirds vote of those present at any regular meeting, provided that the proposed amendments have been presented at the previous meeting and a copy sent to each member at least five days before the meeting at which action is to be taken.

**Article XI – Parliamentary Authority**

Robert's Rules of Order, Revised, shall be the Society's parliamentary authority when they are not inconsistent with the By-Laws.

Effective: May 3, 2019