

BYLAWS

Revised and Adopted June 26, 2012

COLCHESTER HISTORICAL SOCIETY

ARTICLE I: NAME

The name of the organization shall be Colchester Historical Society, located at Downsville; Town of Colchester, Delaware County, New York.

ARTICLE II: PURPOSE

The purpose of this organization shall be:

- a) To promote and encourage historical research
- b) To gather and disseminate information concerning the early history of the Town of Colchester, County of Delaware, State of New York.
- c) To gather and preserve books, manuscripts, papers and relics relating to the early history of the Town of Colchester, County of Delaware, and State of New York.
- d) To mark places of historic interest with suitable monuments.
- e) To acquire by purchase, gift, devise or otherwise, the title to, or the custody and control of historic spots and places.
- f) To collect historical documents, records, papers, or similar written or printed materials affecting the history of the Town of Colchester.
- g) To make available the Society's records to researchers and other appropriate users.
- h) The Colchester Historical Society is organized exclusively for charitable, educational purposes under section 501 (c)(3) of the Internal Revenue Code, or corresponding section for any future federal tax code.
- i) No part of the net earnings of the Colchester Historical Society shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Society shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes described in section 501 (c)(3). No substantial part of the activities of the Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Society shall not participate in, or intervene in including the publishing or distribution of statements) any political campaign on behalf of or in opposition of any candidate for public office. The society shall not carry on any other activities not permitted to be carried on any other activities not permitted by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code or any future changes of that federal tax code, or by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- j) Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE III: MEMBERSHIP

Section 1: Any person over the age of twelve (12) years shall be eligible for membership in the Colchester Historical Society.

Section 2: A member shall pay a membership fee as established by the Board of Trustees. The Board of Trustees shall have the power to suspend or expel members for conduct

unbecoming to membership, or for infraction of the bylaws and rules of the Colchester Historical

Society, and for nonpayment of dues; but no member shall be terminated, suspended or

expelled for conduct unbecoming to membership or for infractions of the rules of the Colchester

Historical Society without first having been granted an opportunity to be heard in his or her

defense before the Board of Trustees.

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ARTICLE IV: MEETINGS

Section 1: Meetings of the Colchester Historical Society shall be held on the last Tuesday of every month.

Section 2: The President of the Society shall call a special meeting of the membership

upon his own initiative, or upon a signed written request of any officer.

Section 3: The annual meeting of the membership of the Society shall be held on the

last Tuesday of March of each year.

Section 4: At the annual meeting five (5) trustees shall be elected to hold office for one

year. Trustees elected shall take office immediately and continue to hold office until the annual

meeting of the following year.

Section 5: At the annual meeting or special meeting of the membership, each member

in good standing shall have one vote.

Section 6: The fiscal year of the Society shall be from January 1 to December 31.

Section 7: At all annual meeting the members present in good standing shall constitute

a quorum.

Section 8: Notice of a special meeting of the membership shall be given to each member in person or by email or by mailing notice to the member's last known post office

address at least three days prior to the scheduled meeting, which notice shall contain a

statement of the purpose of the meeting. Meeting dates and times will be printed in each

Society newsletter, on the web site and included with the annual membership renewal letter.

Section 9: A nominating committee of not less than three (3) members shall be

appointed by the President forty (40) days prior to this annual meeting, whose duty shall be to nominate from membership of the Society members to be voted on for election to the Board of Trustees.

Nominations other than the ones nominated by the committee may be made by any member from the floor at the annual meeting.

All voting shall be by ballot. The nominees corresponding to the number of trustees to be elected, who receive the highest number of votes shall be declared elected.

ARTICLE V: BOARD OF TRUSTEES

Section 1: The trustees of the Society shall be elected at each annual meeting, at which

time five (5) trustees shall be elected each to serve for one year.

Section 2: Vacancies in the Board of Trustees occurring during the year shall be filled for

the unexpired term by a majority vote or the remaining trustees at any regular meeting of the Board.

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ARTICLE VI: OFFICERS

Section 1: The officers shall be a President, a Vice-President, Secretary and Treasurer

who shall be elected from the Board of Trustees by the Board of Trustees.

Section 2: The Board of Trustees at their first regular meeting following the annual meeting shall elect one of their number to act as President, another as Vice-President , another

to act as Secretary and another to act as Treasurer, to serve for one year and until their

successors are elected. If at any time the President shall be absent or unable to act, the Vice-

President shall take his or her place and perform his or her duties. Each officer shall be over the

age of sixteen (16) years. The President shall (a) preside over all meetings of the members and

trustees, and shall be entitled to vote on all matters which are decided by vote of the trustees;

(b) sign as President certificates and cards of membership and all instruments and documents

require in the administration of the affairs of the Society; (c) be the chief operating officer of the Society.

Section 3: The duties of the Secretary shall be (a) to keep a record of all or the proceedings of the Board of Trustees and/or officers and of the members; (b) to serve all notices

required either by law or by the bylaws of the Society upon the trustees or members, however,

in the case of his or her refusal or neglect so to do, such notices may be given by any other

officer and to perform other duties established by the Board of Trustees, and to act as Secretary at the annual meeting.

Section 4: The Treasurer shall have the custody of all funds of the Society and shall cause full and accurate accounts to be kept of all monies received and paid out on account of the Society, and shall annually, or whenever requested to do so by the Board of Trustees, present to the members and Board of Trustees a written financial statement showing the assets and liabilities of the Society and its financial status. He or she shall perform all other duties incident to the office of Treasurer. The funds of the Society shall be deposited in such bank or banks designated by the Board of Trustees, and shall be paid out and withdrawn upon the signature of such persons as may be designated by the Board of Trustees. The Treasurer will keep an accurate list of all members and record of issuance and cancellation of certificates and cards of membership showing the date of issue and cancellation of each certificate or card, and the name and address of the person to whom issued.

ARTICLE VII: COMMITTEES

The President shall have the power to appoint committees of members (whether or not trustees or officers) to conduct the active work of the Society in the different branches of its activities. Such Committees shall have such authority and powers, either to consider and report or to act, as may be committed to them by the President, and shall have such number of members and shall serve for such periods and such purposes as the President may determine.

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ARTICLE VIII: MEMBERSHIP DUES

The membership dues for the fiscal year shall be payable during the month of January of

the fiscal year. The membership dues shall be as follows:

- (a) 55 years of age or over, \$5.00 annually;
- (b) Individual under 55 years of age, \$10.00 annually;
- (c) Life membership, \$200.00.

ARTICLE IX: MEETINGS OF TRUSTEES AND OFFICERS

Section 1: Regular meetings of trustees and officers shall be held at the Town Hall each

month, March to December, subject to change by the Board of Trustees. No notice of these

regular meetings need be given.

Special meetings of the trustees may be called by the President or upon the written request of three trustees, at any time upon notice to all trustees of the time and place of such meeting.

Section 2: Three (3) members of the Board of Trustees shall constitute a quorum of the trustees. In the event less than a quorum as above defined, shall be present at any meeting of the trustees, those present constituting less than a quorum shall have power to adjourn from day to day or until such time as they may deem proper.

ARTICLE X: AMENDMENTS

Section 1: The trustees shall have the power and authority to repeal, alter or amend these bylaws, or new bylaws may be adopted by members at a regular meeting.

Section 2: Upon the adoption of these bylaws the offices of the present President, Vice-

President, Secretary and Treasurer shall be immediately terminated and their offices are considered vacant. The members present at this meeting acting on these bylaws shall be

authorized to immediately elect five (5) trustees who shall serve until the next annual meeting.

The elected trustees shall be authorized to immediately elect a President, Vice-President,

Secretary, and Treasurer.

Section 3: All of the present and existing bylaws of the Society shall be repealed upon

the adoption of these bylaws by the members present and voting on these bylaws.

First reading: March 27, 2012 Second reading: April 24, 2012

Adopted: __June 26, 2012, amended July 28, 2015.__