

PROPOSED CHANGES TO CLINTON HISTORICAL SOCIETY BY-LAWS

The following changes are being proposed to ARTICLE III: MEMBERSHIP, ARTICLE IV: BOARD OF DIRECTORS, ARTICLE V: OFFICERS and ARTICLE VIII: SECURITY of the current Clinton Historical Society By-Laws. Proposed new language is listed in bold type below, followed by the reason for the proposed change.

ARTICLE III: MEMBERSHIP

Section 1: Membership

- a. Membership in the Society is open to the general public upon payment of dues**

Reason for change: This change deletes the words “Non-voting” from the current By-Laws as Society members have the right to vote at general Society meetings.

Section 2: Categories

- a. The categories of membership shall be set by the Board of Directors and may include: honorary, individual, family, donor, sponsor, corporate and others.**

Reason for change: This change deletes the “annual sustaining” membership and adds the “donor” and “sponsor” memberships to reflect the current types of memberships offered by the Society.

Section 3: Dues and Fees

- b. The membership year will begin January 1 and conclude on Dec. 31**

Reason for change: This changes the membership year from September 1 through August 31, as written in the current By-Laws; to January 1 through December 31, the actual duration of Society memberships as currently administered.

ARTICLE IV: BOARD OF DIRECTORS

Section 1: Composition

a. The Board of Directors shall consist of fifteen (15) board members

Reason for change: This change deletes the words “six (6) officers and nine (9) board members” and adds the words “fifteen (15) board members” to delete the requirement that an officer must be a board member under ARTICLE IV. Requirements for officers is covered under the proposed change to ARTICLE V, Section 2 below.

Section 2: Powers and Duties

g. In the absence of a regular Board of Directors meeting and under extraordinary circumstances, agreement by four (4) board members, including one officer, shall be deemed approval for the transaction of Society business.

Reason for change: This change adds a new paragraph “g” to the Powers and Duties section to allow, when necessary, the Society to conduct business actions in the summer or between regularly scheduled board meetings.

Section 3: Meetings

a. The board shall meet each month from September through June.

Reason for change: Deletes the words “2nd Tuesday evening” from the current By-Laws, providing the board flexibility to determine the day and time of monthly meetings.

d. An annual meeting of all Society members will be held at a date and time to be determined by the Board of Directors.

Reason for change: A new paragraph “d” is added to the current By-Laws to explicitly include an annual meeting of the membership as part of the By-Laws.

ARTICLE V: OFFICERS

Section 2: Method of Election

b. Except for the Curator, candidates for office must be members of the board.

Reason for change: Adds the words “Except for the Curator” and deletes the word “all” from the current By-Laws. This removes the requirement for the Curator to be a board member as the current Curator position is a paid position open to candidates outside of the Society.

Section 4: Powers and Duties

- d. The Curator will have charge of all articles given to or purchased by the Society for its collection. The Curator will be responsible for the proper accession and placement of all materials into the collection, provide a monthly report to the board, and perform other duties as determined by the board.**

Reason for change: Reduces the number of specified duties for the position of Curator providing more flexibility to the board in defining the powers and duties of this position.

- f. The Treasurer will collect and hold all monies due to the Society, pay all bills approved by the board and furnish a monthly financial report to the board.**

Reason for change: Deletes the words “and shall prepare a yearly financial report which shall be audited” from the current By-Laws. Quarterly and yearly financial reports are prepared by an outside accounting firm retained by the board. This firm also provides an audit function of the Society's finances.

ARTICLE VIII: SECURITY

Section 2. Materials

- a. Fragile materials in the collection may only be handled with the approval and under the supervision of the Curator or a board member.**
- b. No material may be removed from the building without being formally signed out by the borrower, logged in and out, and approved by the Curator or board member.**

Reason for change: Adds the words “or a board member” after the word “Curator” in paragraph “a” of the current By-Laws; combines the paragraphs “b” and “c” of the current By-Laws into a new paragraph “b” to simplify and provide flexibility for the handling and borrowing of materials from the Society’s collection.