

**PROPOSED BY-LAWS
PLAINVILLE HISTORICAL SOCIETY
2024**

Presented by the By-Laws Revision Committee: Janice Eisenhauer, Rosemary Morante, Rachel St. Onge, Gertrude LaCombe, President and Salvatore Santacroce

WORKING NOTES: This version was based on a draft set forth in May of 2019 but apparently not codified by the membership. That draft was based on the last known codified version, dated 2003. This revision has been approved by the Board and remains a draft until approved by the members at the Annual Meeting on June 1.

Any wording that has been fundamentally changed or added is printed in **bold**. Wording that has been deleted appears in *italics* or is noted here. You will notice that the pronoun “they” has replaced “he/she”, indicating whoever.

OF SPECIAL NOTE:

The 2019 draft sets up a Finance Committee and was deleted. We are not in a position to institute this at this time.

Article VI – Some obvious descriptions of Standing Committees, not presently active, have been deleted.

We have deleted the Second Vice President position.

The proposed By-Laws are on the following pages. The Committee is looking forward to your input and suggestions.

ARTICLE I

NAME – The name of this organization is THE PLAINVILLE HISTORICAL SOCIETY, INC. We are a non-profit, non-stock corporation, duly organized under the statutes of the State of Connecticut, September, 1968. We are an inclusive organization. Our mission is Preservation, Inspiration and Education.

ARTICLE II

MISSION – The collection and preservation of **objects and items by gift and bequest**, and other memorabilia pertaining primarily to the history of the Town of Plainville, Connecticut, and housed at the Plainville Historic Center, 29 Pierce Street. **The collection will be maintained in accordance with procedures approved by the Executive Board and made available for public benefit, display and education.** The Society will present meetings and programs for the purpose of stimulating interest in the history of the Town of Plainville, Connecticut and related subjects.

ARTICLE III

MEMBERS – A member shall be any person interested in the purposes of the Society as stated in Article II and shall be **welcomed** upon receipt of a **registration** form accompanied by payment of appropriate dues, sent to the Membership Chairperson. All members shall be entitled to vote on any matter coming before the Society for its consideration at the Annual Meeting.

There shall be the following levels of membership: Individual, Family or Benefactor. Dues shall be set by the Membership Chairperson and the Board. *with the approval of the membership.*

Renewal notifications will be mailed out to active members and welcome communications to potential members on the 1st of September. The deadline for dues shall be December 31st of that year. Non-payment shall result in the removal of the member from the membership list, unless they are a benefactor. Such action may be taken by the Membership **Chairperson** following adequate notice.

ARTICLE IV

BOARD OF DIRECTORS - The Board of Directors, hereafter referred to as the Board, shall consist of the Officers of the Society, the chairpersons of the standing committees and not more than three members-at-large. **2/5 of the Board will constitute a quorum.**

Members-at-Large: Members-at-Large, *when deemed desirable*, are appointed by the President with the approval of the Board for terms coinciding with the current Board **term.** *or until the appointment of their respective successors.*

A Board member may be dropped for non-attendance of three consecutive meetings without adequate excuse.

The Board shall transact the business of the Society and may fill any vacancies in the elective offices until the next meeting.

The Board shall meet *at least six times or more* each year, called by the President, *at the convenience of the Board Members*, or at the request of two or more members of the Board. **Board members may participate in meetings remotely.** The Board shall review the By-Laws **before each election.** *Year*

In the absence or disability of both the President and Vice President, a Board meeting shall be called by any officer to designate an interim President. If that person is currently a member of the Board, they may retain both positions. They will be entitled to one vote.

Any member or resident may address the Board as a guest by pre-arrangement with an officer.

ARTICLE V

OFFICERS – The officers of the Society shall be a President, a Vice President, a Recording and a Corresponding Secretary, a Treasurer and an Assistant Treasurer, elected by the Society at its Annual Meeting **on the even-numbered year** for a term of two years. Consecutive terms may be served. *An officer may be removed from office for a sufficient cause or action detrimental to the Society by word or deed by a 2/3 vote of the Board.*

PRESIDENT – The President shall call, and preside over, *all* Board meetings and the Annual Meeting. **A timely agenda should be prepared and forwarded to Board Members.**

Subject to the approval of the Board, the President shall appoint the chairpersons of the Standing and Special Committees, **and the Members-at-Large.** *not otherwise chosen, as may be authorized by the Board or the Society as necessary or convenient for the carrying out of any special activities of the Society.*

They shall otherwise perform such duties as may be called for, by virtue of the office. At the end of their *second two year* term in office they shall serve as an ex-officio member of the Board for one year.

The President shall have the power to sign and execute all contracts. *insurance and instruments of conveyance,*

First VICE PRESIDENT – The Vice President shall assist the President *carry out any special activity assigned to them by the President,* and in the absence or disability of the President they shall discharge the President’s duties.

Second Vice President – Entire paragraph removed.

RECORDING SECRETARY – The Recording Secretary shall attend all Board and Society meetings, keep minutes *of meetings* with copies forwarded to members of the Board before each meeting with the date and agenda. They shall be conversant with records and business papers of the Society and of the Board.

CORRESPONDING SECRETARY – The Corresponding Secretary shall be conversant with the records and business papers of the Society and of the Board. They will attend all Board and Society meetings and shall handle all correspondence, *as assigned by the President* to include notes of cheer, recognition of artifacts and monetary gifts donated to the Society.

TREASURER – The Treasurer shall be the custodian of the funds of the Society, and the records and papers pertaining to its financial affairs. *Those authorized to sign checks must be bonded.*

The Treasurer shall pay all obligations of the Society. *including any reoccurring fixed expenses with prior authorization of the Board for all expenditures over fifty dollars.* The Treasurer shall keep the funds of the Society, *with the exception of no more than one hundred dollars,* in a recognized bank. **The use of a credit or debit card by an officer, or designated courier for an officer, is authorized.**

The Treasurer shall submit a monthly report at each Board meeting. They will submit accounts for annual audit. A proposed annual budget shall be prepared for approval at the Annual Meeting.

ASSISTANT TREASURER - The Assistant Treasurer **shall assist the Treasurer upon request.** If the Treasurer is unable to act, they will carry out the duties of the Treasurer. *and may withdraw funds as needed.*

ARTICLE VI

COMMITTEES – There shall be two types of committees: Standing and Special. The President shall be a member ex-officio of all committees.

STANDING COMMITTEES are **for** those functions which are continuous. Standing committees may include, **but are not limited to:**

Membership Publicity African-American Preservationist Program

Subject to the approval of the Board, the President shall appoint the chairpersons of the Standing Committees. The terms of office for chairpersons and committee members shall be until the next **bi-annual** meeting of the Society. Consecutive terms may be served.

AFRICAN-AMERICAN PRESERVATIONIST: Research **and outreach** persons responsible for the documentation and **sharing** of the African-American experience in the history of Plainville.

SPECIAL COMMITTEES – Special Committees are **temporary** and appointed by the President or the Board, for a special purpose.

ARTICLE VII

The Society shall hold **at least** six programs, *or more* during the year, one of which shall be the Annual Meeting, held before the end of the fiscal year. Elections will be held on the **even years.** The fiscal year shall run from **July 1 to June 30** of the following calendar year. *The President shall be rotated after two, two year terms.*

Special meetings of the membership may be called by the President, upon written request of the Board, or ten other members. Such requests shall be made **and noticed** ten days in advance of the desired date for the meeting.

ARTICLE VIII

AMENDMENTS - **Proposed amendments** to the By-Laws **may be made** *from time to time* by a 2/3 vote of the Board. Such amendments must be proposed in writing, delivered to the Recording Secretary, and signed by three or more **Board** members.

The Board shall **then** present the By-Law changes to the membership, to be voted on at the next **Annual Meeting**.

Certification of Adoption:

The foregoing By-Laws of the Plainville Historical Society, Inc. were adopted by a vote of the members of the Plainville Historical Society present and voting at the Annual Meeting held on June 1, 2024.

Attest:

Rosemary Morante

Recording Secretary

Date: