

SUMNER COUNTY HISTORICAL SOCIETY CONSTITUTION AND BYLAWS

ARTICLE 1. NAME

The name of this organization shall be the Sumner County Historical Society.

ARTICLE 2. PURPOSE

The purpose for which the Sumner County Historical Society is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law. Its principal activities shall be to collect and preserve documents, data, and other items of historical interest of Sumner County; to disseminate information of historical interest about Sumner County; and to promote the study of history in schools and colleges.

ARTICLE 3. MEMBERSHIP

Membership shall be of three classes:

- (1) Regular member—any person interested in the history of the county and the purposes of the organization shall be eligible.
- (2) Sustaining member—any person interested in the history of the county and the purposes of the organization who supports the organization financially, as described in the bylaws.
- (3) Any student interested in the history of the county and the purposes of the organization.

ARTICLE 4. ANNUAL MEETING

An annual meeting of all members will be held in April of each year at a date and time to be determined by the Board.

ARTICLE 5. OFFICERS AND BOARD OF DIRECTORS

The officers shall be a President, a Vice-President, a Secretary, and a Treasurer. Each may or may not be a member of the Board prior to his election, but will become an ex-officio member of the Board upon election to office. The Board of Directors shall consist of at least twelve members. Five Directors shall be elected for four years, four for two years and four for one year. Thereafter four shall be elected at each annual meeting to serve for four years. The outgoing President shall automatically serve a term of one year on the Board of Directors. Should a board member have two consecutive absences from a Board meeting without notification, that board member will automatically be removed from the Board.

ARTICLE 6. ELECTION OF OFFICERS AND BOARD OF DIRECTORS

All officers and board members shall be elected by a plurality of the members present at the annual meeting of the organization.

Not less than two months prior to the annual meeting, the President shall appoint a nominating committee consisting of three members of the Board. The committee shall prepare a list of nominees for each office and a list of at least four members to be nominated for the Board of Directors. At a subsequent meeting of the Board, the Board shall consider the names presented by the committee and any other names suggested by Board members and select there from one nominee for each of the offices and five nominees to the Board of Directors. A member of the Society not already a member of the Board may be nominated simultaneously to the Board and to an office. Nominations may be made from the floor at the annual meeting.

A member of the Board of Directors may be elected to a second term, but may be elected to a third term only after the lapse of a year.

Officers and members of the Board of Directors shall be installed at the close of the annual meeting at which they are elected and shall serve until their successors have been duly elected and installed. In the event of resignation or incapacity of any officer except the President, the vacancy may be filled by a vote of the Board.

ARTICLE 7. AMENDMENT

This constitution may be amended at any regular meeting of the organization by a two-thirds vote of those voting, providing notice was given to the membership at a previous meeting or by mail. Or, it may be amended by a two-thirds vote at a special meeting called for that purpose, with prior notice given to the membership. All proposed amendments shall be submitted to the President in writing and where appropriate shall be included in the notice to the membership.

ARTICLE 8. LIMITS OF ACTIVITIES

Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE 9. DISSOLUTION OF THE SOCIETY

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

BYLAWS

ARTICLE 1. MEMBERSHIP AND DUES

Regular members-- \$20.00 per year; Family members-- \$25.00 per year; Student members--\$10.00 per year.

Annual dues shall be payable in advance of the annual meeting, and members in arrears for more than six months after payment is due will be considered inactive and will be dropped from active membership.

Members in both categories are invited to make monetary gifts to the society to enable it to achieve the various objectives set forth in the constitution.

ARTICLE 2. SCHEDULE AND QUORUM FOR MEETINGS

The annual meeting shall be held in April of each year at such date, time and place as the Board may determine.

There shall be a fall meeting with fellowship and program.

Special meetings of the Society and /or the Board of Directors may be called by the President or upon the written request of eight members of the Board.

A meeting of the Board of Directors shall be held at least two months prior to the annual meeting of the Society to receive the report of the nominating committee, to present a slate of nominees for the various offices and the Board of Directors, and to transact such other business as may be at hand.

One-third of the members shall constitute a quorum at any meeting of the Society; a majority of the Board of Directors shall constitute a quorum at any meeting of the Board of Directors.

ARTICLE 3. DUTIES OF OFFICERS AND BOARD

The President shall preside at all meetings, act as chairman at the meetings of the Board of Directors, appoint committees, be an ex-officio member of all committees, and perform such duties as usually pertain to such office.

In the absence, incapacity or resignation of the President, the Vice=President will perform the duties of the President.

The Secretary shall keep the records of the Society, keep the minutes of Society and Board meetings, maintain a list of Society members, send notice of meetings to be held, perform the duties usual in this office, and render an annual report.

4.

The Treasurer shall be responsible for the safekeeping of all Society funds and for maintaining adequate financial records. The Treasurer shall deposit all monies received in a reliable banking company in the name of the Sumner County Historical Society. All money expended shall be paid out by numbered checks and signed by the Treasurer. The Treasurer will receive all dues and shall render an annual report to the society at the annual meeting.

The Board of Directors shall exercise all powers, and conduct, manage, and control the affairs and property of the Society. It shall select candidates for the office and pursuant to the Society's constitution. It shall decide questions of policy that for any reason cannot be acted upon at a meeting of the society and perform such other functions as designated in the Bylaws or otherwise assigned to it.

ARTICLE 4. COMMITTEES

The society shall have the following standing committees appointed by the President; Membership Committee—responsible for membership drives.

Other committees, standing or special, may be appointed by the President with the concurrence of the Board.

ARTICLE 5. PARLIMENTARY AUTHORITY

The rules contained in Robert's Rules of Order shall govern the proceedings of the Society, except in such cases as are specifically governed by the constitution or the Bylaws.

ARTICLE 6. AMENDEMENT TO THE BYLAWS

The Bylaws may be amended in the same manner as the Constitution as provided in Article 7 of the Constitution.

Adopted; July 17, 1986

Amended: December 10, 1986, April 17, 1990, October 12, 2012