

# **Constitution and By-Laws**

## **Mission Statement**

The SOUTHWEST HARBOR HISTORICAL SOCIETY is dedicated to the preservation, documentation, and presentation of the history of the Town of Southwest Harbor since, and prior to incorporation as a Town in 1905.

## **ARTICLE I - NAME**

The name of this organization shall be "THE SOUTHWEST HARBOR HISTORICAL SOCIETY" known hereafter in the document as "THE SOCIETY".

## **ARTICLE II - MEMBERSHIP**

Membership with full voting rights in the Society is open to all. At the Annual Meeting, the membership shall set the amount of annual membership dues for the coming year. All memberships shall be valid for the calendar year in which they are received. Current members shall receive a renewal notice annually.

## **ARTICLE III - MEETINGS**

The Society shall have a monthly meeting on a set day of every month, provided that the membership may vote at any meeting to suspend the following month's meeting and, if so suspended, the Secretary shall notify the membership of the suspension. The Secretary shall notify the membership of the Annual Meeting. The Board of Directors shall set their own meeting dates and times. All meetings of the Board of Directors shall be open to the public and the membership. Five (5) members shall constitute a quorum for meetings of the Board of Directors. Three unexcused absences from Board meetings in a calendar year by a Director would be grounds for review and possible dismissal from the Board.

## **ARTICLE IV - ELECTIONS**

All officers and directors of the Society shall be elected from the membership by a plurality of members present at the Annual Meeting. Names will be presented by a Nomination Committee and also nominations may be made from the floor at the Annual Meeting. The elected officers shall be: President, Vice President, Secretary, and Treasurer. All officers shall be elected for a term of one year and may seek re-election. The Board of Directors shall consist of no less than three (3) and up to fifteen (15)\* members. For the first year after formation of the Society, three (3) directors shall serve a one (1) year term, three (3) directors shall serve a two (2) year term and three (3) directors shall serve a

The SOUTHWEST HARBOR HISTORICAL SOCIETY

# Constitution and By-Laws

three (3) year term. Thereafter, three (3) directors shall be elected annually to serve three (3) year terms. Vacancies due to resignation or dismissal may be filled to serve the remainder of a term by a majority vote of the officers and directors at regular meeting provided that a name has been recommended by the Nomination Committee.

## ARTICLE V - DUTIES & RESPONSIBILITIES

### **The President shall:**

1. Preside at all meetings of the Society and Board of Directors.
2. Prepare an agenda for all meetings.
3. Present an annual budget to the membership for approval at the Annual Meeting.
4. Serve as ex-officio member of all the committees of the Society.

### **The Vice President shall:**

1. Assist the President in the performance of the duties of office.
2. Assume the duties of the President as needed.

### **The Secretary shall:**

1. Record and maintain minutes of all meetings of the Society and/or Board of Directors.
2. Receive all correspondence to the Society and distribute it to the proper authorities.
3. Notify membership of the date, time, and place of special meetings.
4. Maintain membership and annual appeal mailing lists.

### **The Treasurer shall:**

1. Maintain a record of the financial status of the Society and present at all regular meetings.
2. Insure preparation of all required tax and financial forms
3. Receive all monies/funds due the Society.
4. Pay all debts acquired and authorized by the Society with the approval of the Board of Directors.
5. Serve on the Finance Committee.

### **The Board of Directors shall:**

1. Establish policies and procedures for the operation of the Society.
2. Approve the expenditures of monies/funds on behalf of the Society.
3. Approve and adopt annual operating budgets for the Society.
4. Serve as the hiring/termination authority of all employees of the Society.

# **Constitution and By-Laws**

## **ARTICLE VI - COMMITTEES**

The President shall appoint members to the standing committees of the Society as soon after the Annual Meeting as possible. Committees other than the standing committees may be formed or dissolved by the President. Members of the committees shall serve at the pleasure of the President with the exception of the Treasurer, who must serve on the Finance Committee. The standing committees shall be:

1. Finance Committee
2. Nomination Committee
3. Collections Committee
4. Program Committee
5. Newsletter Committee

## **ARTICLE VII - AMENDMENTS**

The Society may amend any section of this "Constitution and By-Laws" by a two-thirds (2/3) vote of its membership in good standing present at any regular meeting, provided that such amendment has been read in open session at a previous regular meeting.

## **ARTICLE VIII - DISSOLUTION**

The society may be dissolved by a two-thirds (2/3) vote of the membership in good standing present at a meeting expressly called for that purpose. Upon dissolution of the Society, all of its remaining assets and properties shall be transferred, assigned, and conveyed to such educational or charitable organization, organizations, institution, or institutions on Mount Desert Island as approved by the Board of Directors. Such entities shall be approved under Section 501(c)(3) of the Internal Revenue Code, or upon dissolution all remaining assets and properties shall be transferred to the State of Maine or a political subdivision thereof.

## **ARTICLE IX**

This "Constitution and By-Laws" of this Society now, and as they may be amended, shall become the sole governing laws of the Society.

Adopted 9-13-04

# **Constitution and By-Laws**

*\*Article IV modified by membership notice and subsequent vote, Spring 2010.*