THE CONSTITUTION OF THE BEACON HISTORICAL SOCIETY

ARTICLE I  NAME, AUTHORIZATION, GOVERNANCE

The name of the organization shall be the Beacon Historical Society, (hereinafter “the Society”) as founded in 1976 and incorporated in 1980 located at Beacon, New York. The Society was given its absolute charter in 1998 by the New York State Board of Regents.

ARTICLE II  PURPOSE

The purpose of the Society shall be to discover, procure, preserve, and present whatever may relate to the natural and cultural history of the district now included within Beacon, New York and its antecedent communities and any area relating to them. The further purpose is to establish and maintain collections of books, records, manuscripts, newspapers, pamphlets, maps, genealogies, portraits, relics, letters, journals, surveys, and field books. These artifacts may establish or illustrate such history of the growth of the population, education, trade and commerce in said territory and to educate the public/community, foster an awareness, appreciation, and interest thereof.

ARTICLE III  MEMBERSHIP

Membership of the Society may consist of the following classifications: individual, family, student, contributing, and business.

ARTICLE IV  ANNUAL MEETING

There shall be an annual members meeting of the Society at the October meeting.

ARTICLE V  OFFICERS AND TRUSTEES

The number of trustees, including officers, constituting the entire board of trustees, shall not be fewer than nine nor more than eleven. The board of trustees may resolve to increase or decrease the number of trustees provided that no decrease shall shorten the term of any incumbent trustee.

Section 1. The officers of the Society shall be the president, vice president, secretary, and treasurer. The officers shall hold office for one year.

Section 2. Trustees will be elected for a term of one year.

Each board of trustee member shall chair and/or be a member of a least one (1) committee.
ARTICLE VI  ELECTION OF OFFICERS AND TRUSTEES

Section 1. The board of trustees shall be elected at the annual members meeting by a majority vote of those present.

Section 2. A notice of the annual members meeting will be sent to all members one week before the meeting. Nominations will be made at the September meeting. The president shall appoint a nominating committee consisting of three members prior to September.

Section 3. All terms of office shall be for one year. There is no limit to the number of consecutive terms.

Section 4. Officers and trustees will be installed at the January meeting. Vacancies occurring among the officers or trustees shall be filled by an appointment to complete the term of the vacated office.

Updated November 24, 2018
BYLAWS OF THE BEACON HISTORICAL SOCIETY

ARTICLE I MEMBERSHIP AND DUES

Section 1. **Eligibility.** Any person interested in the history of Beacon, New York who applies for membership and who pays the necessary dues shall become a member. Membership categories may include: individual, family, student, contributing, and business. Members in good standing shall be provided specific privileges granted by policies as established by the board.

Section 2. **Dues.** The board of trustees shall approve dues schedules and fees annually prior to budget preparation. Announcements of any changes in schedules, fees or privileges will be made at the annual members meeting. Membership dues shall be paid annually. Should such dues not be paid when they become three months in arrears, the privileges of membership shall be suspended.

ARTICLE II SCHEDULE AND QUORUM FOR MEETINGS

Section 1. Regular meetings of the Society shall be held monthly with the exception of January and February.

Section 2. The annual members meeting will be held in October for the purpose of hearing reports and the election of officers. Members shall be notified at least one week in advance.

Section 3. The president may call special meetings.

Section 4. The board of trustees shall meet monthly, or a minimum of eight times per year. A majority of the entire board of trustees shall constitute a quorum at any meeting of the board. A majority in number of such quorum shall decide any question that may come before the meeting.
ARTICLE III DUTIES OF THE OFFICERS AND TRUSTEES

Section 1. The president shall have executive supervision over the activities of the Society within the scope provided by these bylaws. S/he shall preside at all meetings. S/he shall report annually on the activities of the Society. S/he shall appoint the members of committees and delegates not otherwise provided for.

Section 2. The vice president shall assume the duties of the president in the absence, incapacity, or resignation of the president. The vice president shall have other powers and duties as designated by policies adopted by the board of trustees or the president.

Section 3. The secretary shall be responsible for keeping the minutes of the meetings of the board of trustees, maintain a list of members, render an annual report, provide correspondence as delegated to her/him by the president, and send out notices of all meetings.

Section 4. The treasurer shall be responsible for the safekeeping of the Society funds and for maintaining financial records. S/he shall deposit all monies received with a reliable banking company in the name of the Beacon Historical Society. The treasurer shall present at each meeting of the board and at the annual members meeting, a fiscal statement clearly reporting the financial condition and the funds of the Society.

Section 5. The board of trustees shall have the power to conduct all affairs of the Society. The board of trustees shall decide questions of policy and perform such other functions as designated in the bylaws or otherwise assigned to it. All trustees shall maintain an active role in a standing committee. At any meeting of the board of trustees a majority shall constitute a quorum.

ARTICLE IV EXECUTIVE COMMITTEE

Section 1. The executive committee shall have responsibility for management of the Society and shall consist of the president, vice president, secretary and treasurer and three other trustees chosen by the chairperson. The president shall be the chair of the executive committee.

Section 2. The duties of the executive committee shall be authorized to act for the board in emergency situations only subject to:

a. Actions that must be taken prior to the next board meeting or prior to a special meeting if reasonable attempts to schedule a special meeting of the board have failed; and
b. The executive committee shall inform all trustees of the nature of the emergency and the action to be taken as soon possible under the circumstances.
ARTICLE V    STANDING COMMITTEES

Section 1.  The Society may have the following standing committees:

a) Finance and Budget. Recommends policy and is responsible for the supervision and direction of the care and custody of all monetary assets of the Society.

b) Membership. Conducts membership drives, membership records, sends renewal letters and processes new members.

c) Fundraising. Oversees special events, grants, gift shop, donations and other fundraising drives.


e) Public Relations. Publicizes activities of the Society in local press, radio or other media.

f) Building and Grounds. Oversees the maintenance of the building and grounds. Evaluates and makes project recommendations to the board of trustees.

These committees shall operate in accordance with the roles and policies established by the board.

Section 2.  The president and/or vice president shall appoint members and chair people of the standing committees.

Section 3.  The president and/or vice president with the approval of the executive committee may appoint other committees, standing or special.

Each board of trustee member shall chair and/or be a member of at least one (1) committee. Society members in good standing may also chair and/or be a member of a committee.

All Committees shall report directly to the board of trustees.

ARTICLE VI   AMENDMENTS AND OTHER PROVISIONS

Section 1.  Amendments. The constitution and bylaws may be amended at any regular, special, or annual members meeting of the Society by a majority vote of those present, providing a notice of the proposed amendment(s) shall have been made to the members at least thirty (30) days prior to the meeting at which the amendment(s) is to be voted upon. All proposed amendments shall be in writing.

Section 2.  Advisory Board. The Society may host an advisory board to provide advice and guidance to the Society and its projects. Upon the proposal by any member of the board of directors, the board shall vote as to the propriety of appointing advisory board members. These members shall be encouraged to attend pertinent board meetings, but shall have no vote.
Section 3. **Conduct of Meetings.** The rules contained in *Robert’s Rules of Order* shall be a guideline to govern the Society in all cases to which they are applicable, and in which they are not inconsistent with the constitution and bylaws, or other policies adopted by the board of directors.

Section 4. **Conflicts of Interest of Trustees and Officers.** Each trustee and officer of the Society shall disclose in writing to the board of trustees any conflict of interest, that s/he believes, may arise in connection with her/his service as a trustee or an officer of the Society. No contract or other transaction between the Society and any corporation, firm, association, or other entity in which one or more of its trustees or officers are directors or officers, or have a substantial financial interest, shall be either void or voidable for this reason alone or by reason alone that such trustee or trustees or officer or officers are present at the meeting of the board or of a committee thereof, which authorizes such contract or transaction, or that their votes are counted for such purposes if the material facts as to such common directorship, officer-ship, financial or other interest are disclosed in good faith or known to the board or committee, and if the board or committee authorizes such contract or transaction by a vote sufficient for such purpose without counting the vote or votes of such interested trustee or officer. (See Section 715 Not-For-Profit Corporation Law of New York State.)

Section 5. **Electronic Communications and Proxies.** Any one or more members of the board or any committee thereof may participate in a meeting of such board or committee by means of a conference call or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in the meeting.

Any communications with or among trustees, provided for by mail under these bylaws, may be made by electronic mail over the internet or via facsimile transmission, to the extent that the trustee has furnished the board, the president, or the secretary with such an electronic mail address or a fax number.

Every member entitled to vote at the annual members meeting may authorize another person or persons to act for her/him by proxy or by electronic mail. Every proxy must be executed by the member or her/his attorney-in-fact. The proxy shall be valid only for that annual meeting for which it is utilized and shall not continue thereafter. The proxy shall be signed and dated within 30 days of the annual meeting. Every proxy shall be revocable at the pleasure of the member executing it.

Section 6. **Non-Discrimination Policy.** The Society prohibits discrimination on the basis of race, color, religion, gender/expression, age, ancestry, disability, marital status, sexual orientation or military status in any of its activities or operations. These activities include, but are not limited to, hiring and firing of staff, selection of volunteers and vendors, and provision of services. We are committed to providing an inclusive and welcoming environment for all members of our Society: staff, volunteers, subcontractors, vendors, and visitors.
Section 7. **Board Member Removal.** The board may remove any officer or trustee without cause by two-thirds (2/3) vote of the board then in office, at any regular or special meeting of the board. Notice of such action shall be mailed by registered mail to the officer or trustee proposed for removal at least thirty (30) days before any final action is taken by the board. The officer or trustee shall be given an opportunity to be heard and the matter considered by the board at the time and place mentioned in the notice.

**ARTICLE VII INDEMNIFICATION**

Beacon Historical Society agrees to indemnify, defend and save harmless The board members (officers and trustees), from and against all liability, loss, cost or expense (including attorney fees) by reason of liability imposed upon the client, arising out of or related to organization’s activities, whether caused by or contributed to by the members or any other indemnified herein, unless caused by the sole negligence of the member or any other party indemnified herein.

**ARTICLE VIII DISSOLUTION OF THE SOCIETY**

In the event of dissolution of the Society, following satisfaction of all debts, distribution of the remaining assets of the Society shall be transferred to another organization as determined by the majority of the board of trustees.