

BY-LAWS OF THE SHELBURNE HISTORICAL SOCIETY, INC.

ARTICLE 1

NAME

The name of this corporation shall be the Shelburne Historical Society, Inc., hereafter “the Society.”

ARTICLE 2

MISSION AND PURPOSE

Section 1: The mission of the Society is to preserve and make accessible items of historical interest connected with the Town of Shelburne, Massachusetts.

Section 2: To achieve this mission, the Society shall maintain a historical library, an archive, a museum, and a website for the education of present and future generations.

Section 3: To further achieve this mission, the Society shall acquire by purchase, or otherwise lease or rent, real and personal property, not in excess of the amount permitted by law, as may be necessary or convenient as incidental to the purposes of the Society, and to sell and dispose of the same.

ARTICLE 3

MEMBERSHIP

Section 1: Any person interested in the history of Shelburne may become a member of the Society upon payment of the yearly dues payable at the annual meeting each year in advance for the ensuing year.

Section 2: Membership in the Society shall consist of Single, Family, Life Single, and Life Family memberships. Dues for each category will, upon recommendation of the Board of Trustees, be voted on at the annual meeting and take effect the next fiscal year.

Section 3: Any person whose dues have not been paid for two years shall be automatically dropped from the membership roll.

Section 4: Honorary life membership may be conferred on a member only by unanimous vote of the Board of Trustees.

ARTICLE 4

OFFICERS

Section 1: The officers of the Society shall consist of a President, Vice President, Secretary, and Treasurer.

Section 2: The President, Vice President, Secretary, and Treasurer shall be elected by the members at the annual meeting.

Section 3: The President shall preside at the annual meeting of the Society and at all Board of Trustees meetings. The President shall also provide an agenda for the meetings of the Board of Trustees and shall perform such other duties as the Board of Trustees shall determine.

Section 4: The Vice-President shall perform the duties of the President in the President’s absence.

Section 5: The Treasurer shall collect all dues and keep an up-to-date record of the same. The Treasurer also shall collect all contributions to this Society and shall pay all bills. The Treasurer shall keep a true account of all receipts and disbursements, reporting the same at all regular meetings of the Board of Trustees and at the Annual Meeting. The Treasurer shall have such

other duties as the Trustees shall from time to time determine. The Treasurer shall give bond for the faithful performance of their duties if the Trustees shall so desire.

Section 6: The Secretary shall attend all meetings of the members and of the Trustees, shall keep a complete and accurate record of all actions taken at said meetings which they shall read at the next meeting of the Trustees or of the members. The Secretary shall also give notice of all meetings of the members and Board of Trustees as required by these By-Laws. The Secretary also shall keep a complete and accurate record of all correspondence received from any media, report to the President any correspondence that demands an urgent response and report such other correspondence to the Trustees at the next meeting of the Board.

ARTICLE 5 BOARD OF TRUSTEES

Section 1: The Board of Trustees shall consist of the officers of the Society and five (5) Trustees elected by the members at the annual meeting.

Section 2: The Board of Trustees shall meet at least three times per year. A majority of the members of the Board shall constitute a quorum, and the action of such quorum shall be binding upon the Society except as hereinafter provided.

Section 3: The Board of Trustees or such person who they appoint shall have custody of all historical property and artifacts of the Society not in the custody of the Treasurer.

Section 4: The Board of Trustees may appoint other officers and agents as they shall from time to time determine and shall fix their duties. They may also appoint such committees as they shall deem advisable and shall prescribe their duties and authorities.

Section 5: The Board of Trustees may approve expenditures in response to any unforeseen circumstance and/or dangerous conditions that require immediate attention. Such expenditures will be explained at the next annual meeting of the members.

ARTICLE 6 MEETINGS OF THE MEMBERS

Section 1: The annual meeting of the members shall be held during the month of October each year. The Secretary shall give at least seven (7) days written notice of the said meeting by mail or email to all members and may publish seven (7) days in advance in a newspaper published in the County of Franklin, or by media announcement.

Section 2: Special meetings of the membership may be held if called by the President or on the request of a majority of the Board of Trustees.

Section 3: Ten (10) members shall constitute a quorum for the transaction of business and the action of the majority present at any meeting shall be binding upon the Society. The Secretary will attend and take minutes of the annual meeting.

Section 4: Mail-in voting on items brought forward by the Board of Trustees of the Society for consideration shall be available to members in good standing. The Board of Trustees shall provide the membership with appropriate documents and proposed votes fourteen (14) days prior to the date of the meeting. Mail-in votes must be received twenty-four (24) hours prior to the scheduled date and time of said meeting and signed by the member. Properly executed mail-in votes can be counted to satisfy quorum requirements.

Section 5: The budget discussed and voted on at the annual meeting will cover the fiscal year, which begins on January 1.

ARTICLE 7 EVENTS

Section 1: The majority vote of the Board of Trustees may approve the use of the Museum for programs or events of artistic, educational, or cultural value.

Section 2: A member of the Board of Trustees and one or more members of the Society may be present at all such meetings or events. The number of those responsible is to be based on the size or type of event.

Section 3: The second floor may be open with adequate supervision at the discretion of the individual in charge of the museum.

Section 4: A fee will be charged to cover the cost of janitorial services. The amount is to be determined by the Trustees.

Section 5: If the purpose of the event is fundraising, the Trustees may, at their discretion, charge an additional fee.

Section 6: The decisions of the Trustees will be guided by the mission of the Society.

ARTICLE 8 VACANCIES

Section 1: If any vacancy shall occur on the Board of Trustees, the Board may elect a person with voting privileges. That person will serve until the next annual meeting, at which time such vacancy shall be filled by vote of the members.

Section 2: In the event of the absence of the Secretary at any meeting, a temporary secretary shall be appointed by the presiding officer to perform the duties of the Secretary.

ARTICLE 9 AMENDMENTS

Section 1: These By-Laws may be amended at two consecutive meetings of the members. A brief description of the amendments and a rationale for any changes shall be included in the notice of the meeting at which the amendments will be discussed. The amendments, which may incorporate any changes coming from that discussion, will then be voted on at a second meeting of the members. Approval of amendments requires a two-thirds (2/3) vote of those present.

Section 2: These By-Laws were amended in the following years: 1987, 1989, 1998, 2004, 2020, and 2022.