

Proposed Changes
to
BYLAWS
HAMPTON HISTORICAL SOCIETY
(Changes are in red)

ARTICLE I NAME - The name of this organization shall be the Hampton Historical Society. This organization was previously known as the Meeting House Green Memorial and Historical Association, Inc. The Hampton Historical Society operates the Tuck Museum.

ARTICLE II MISSION
~~The mission of this organization shall be to promote and honor the history and heritage of the town of Hampton, New Hampshire and its founders and inhabitants; and to preserve such history for future generations.~~
The mission of the Hampton Historical Society is to increase public knowledge and understanding of the history and cultural heritage of the town of Hampton, New Hampshire from its earliest inhabitants to the present generation. We will communicate that history through an active museum, educational programs, and a resource library.

ARTICLE III PURPOSE
Section 1 In order to carry out this mission, this organization is formed for the purpose of a) holding and preserving real property as historical parks and museums, b) collecting, preserving and exhibiting artifacts, documents, and research material of local historical value, and, c) promoting the heritage and history of the town within the community.
Section 2 This Corporation is organized without capital stock and shall be operated exclusively for the purposes herein stated. No part of its net earnings or profit shall inure to the benefit of any private member or individual or be used or appropriated for other than said purpose, and no substantial part of its activities shall be for the conduction of propaganda or otherwise attempting to influence legislation. It is intended that the Corporation shall be of the character described in the provisions of Section 501(c) (3) of the Internal Revenue Code of the United States.

ARTICLE IV MEMBERSHIP
Section 1 Membership in this organization shall be open to all persons supportive of its goals. Privileges of members will be stipulated by parliamentary authority which includes that each member will be entitled to one vote. Membership shall be open to any such person regardless of race, religion, color, creed, or sex.
Section 2 The membership fees of this organization shall be set by the Board of Trustees. Non-payment of dues shall constitute forfeiture of membership. Any forfeited membership may be reinstated upon full payment of current dues.

ARTICLE V Board of Trustees - The Board of Trustees shall consist of not fewer than nine, nor more than fifteen members elected by the membership at the annual meeting. The members shall have three-year terms, the terms being staggered so that three to five shall be elected each year.
Section 1 ~~Two-thirds~~ **A majority** of the Board of Trustees shall constitute a quorum for any duly

convened meeting. Such meetings shall be held at least four times per year. All decisions must be approved by a majority of the Board Members present. An electronic/telephonic meeting may be called by the President to deal with an urgent situation.

Section 2 The Board of Trustees shall have and shall exercise such control of the affairs and business of the organization as may come before it. The work of the Board should reflect the mission and purpose of the organization. The Board is responsible for setting goals for the Society and the Museum and for developing strategic plans to implement them. The Board shall also, in conjunction with the Treasurer, manage the organization's investments, assist in the preparation and presentation of budgets, coordinate fund-raising efforts, develop new sources of revenue, including grants, bequests, and capital projects campaigns, and receive the report of the Audit Committee regarding all financial procedures and controls.

Section 3 The Board of Trustees may appoint an Advisory Board to serve in a non-voting advisory capacity.

Section 4 A vacancy in any office due to any cause shall be filled for the remainder of its current term by the Board of Trustees at a duly convened Board of Trustees meeting if the notice thereof contains advice of such election. Should any Board Member be absent from three (3) consecutive Board Meetings the Member's position shall be considered vacant, unless the absences are acceptable to a majority of the Board Members.

Section 5 The members of the Board of Trustees shall serve without compensation and, under the laws of the State of New Hampshire, shall not be liable for bodily or personal injury and property damage if the claim for such damage arises from an act committed in good faith and without willful negligence in the course of an activity carried on to accomplish the purposes of the organization.

Section 6 The members of the Board of Trustees shall comply with the Conflict of Interest Policy and other policies of the Hampton Historical Society in order to avoid any potential or actual conflicts of interest regarding pecuniary transactions on the part of a member, in accordance with the laws of the State of New Hampshire.

Section 7 The organization shall indemnify and hold harmless the members of its Board of Trustees from and against all suits, claims, injuries, or damages asserted against them, so long as the member to be indemnified has not acted in bad faith or engaged in intentional misconduct, knowing violation of the law, or derived an improper personal benefit.

ARTICLE VI OFFICERS - The Officers of this organization shall be elected within two weeks after the annual meeting by the Board of Trustees from within the membership of that Board . They shall consist of a President, Vice-President, Secretary, and Treasurer. These officers will perform the duties prescribed by the Bylaws and by the parliamentary authority adopted by the organization. The Officers shall be elected to serve a one-year term. The terms shall commence on November 1.

Section 1 **PRESIDENT** - The President shall preside at all Membership and Board of Trustees' meetings of the organization and oversee their general functions; shall be an ex-officio member of all Committees except the Nominating Committee; shall create or dissolve all special committees as deemed necessary with the approval of the Board of Trustees; and shall perform such other duties as may be prescribed in these Bylaws or assigned by the organization.

Section 2 **VICE PRESIDENT** - The Vice President will preside in the absence of the President.

Section 3 **SECRETARY** - The Secretary shall keep a permanent record of all the proceedings of the meetings of the Organization and the Board of Trustees, and shall perform all other duties incidental to this office.

Section 4 TREASURER - The Treasurer shall be the chief financial officer of the organization and in such capacity shall be custodian of all funds of the organization; present an audited statement of accounts yearly; and, give a bond of faithful discharge of the duties in such sums and in such forms as the Board of Trustees may require, with the organization bearing the cost of premiums on same.

ARTICLE VII NOMINATING COMMITTEE - A five member Nominating Committee shall consist of a Chairperson appointed by the President, two (2) members appointed by the Board of Trustees, and two (2) members who shall be elected by the general membership. The Committee shall be responsible for presenting the nominations for trustees at the following annual meeting.

ARTICLE VIII STANDING COMMITTEES - The organization shall have Standing Committees which shall consist of, but not be limited to, the following: Buildings and Grounds Committee, Museum Committee, ~~Program Committee~~ ~~Publicity Committee~~, Education Committee, ~~Membership Committee~~, ~~Newsletter Committee~~, **Communications Committee, Membership and Volunteers Committee, Fundraising Committee, Strategic Planning Committee**, and Audit Committee.

Section 1 The Chair of the Standing Committees shall be named by the President at the first Board of Trustees meeting after the annual meeting.

Section 2 Committee Responsibilities:

Buildings and Grounds Committee: The Buildings and Grounds Committee shall be responsible for the care and maintenance of the land and buildings of the Hampton Historical Society.

Museum Committee: The Museum Committee shall be vested with the care of the collection of the Tuck Museum and its exhibits. The Committee shall also be responsible for maintaining the schedule of museum hours.

~~Program Committee: The Program Committee shall be responsible for providing speakers and other programs for the Society.~~

Education Committee: The Education Committee shall be responsible for planning **educational** programs for schoolchildren **and adults**.

~~Publicity Committee: The Publicity Committee shall be responsible for providing publicity for programs and for other activities of the Society.~~

Membership Committee **and Volunteers Committee:** The Membership **and Volunteers** Committee shall be responsible for ~~keeping a current list of members and for promoting membership within the community~~ **recruiting and managing both the membership and the volunteers for the Society.**

~~Newsletter Committee: The Newsletter Committee shall be responsible for publishing a newsletter about the Society's activities which shall be distributed to the membership on a regular basis.~~

Communications Committee: The Communications Committee shall be in charge of the newsletter, the website, publicity, and other types of communication with the members and with the community as a whole.

Fundraising Committee: The Fundraising Committee is responsible for planning for the funds needed for the activities of the Society.

Strategic Planning Committee: The Strategic Planning Committee will plan for the future of the Society and will aid in the implementation of such goals and strategies as they may set.

Audit Committee: The Audit Committee shall perform an annual audit of the organization's statement of accounts, for the purpose of determining whether the financial statements are free of material misstatement.

ARTICLE IX Annual Business Meeting and Special Membership Meetings: The Membership shall be notified of the meeting at least ten (10) days prior to said meetings.

Section 1 The annual meeting of the membership shall be held on or about the 14th of October, the

Founders' Day of Hampton, of each year to conduct elections of Trustees, to receive annual or interim reports; and to transact such other business as may properly be brought before this meeting. The Membership shall be notified of the meeting at least ten (10) days prior to said meeting. Each Officer and Committee Chairperson shall render an annual written report of their respective office or committee. Such reports shall be filed with the Secretary at the annual meeting.

Section 2 Special membership meetings shall also be held for the purpose of transacting any business as may properly be brought before the meetings. These meetings may be called at the discretion of the Board of Trustees, or at the written request of five (5) other members of the organization.

Article X RECEIVING AND EXPENDITURE OF FUNDS

Section 1 All bank checks drawn against the organization's checking account shall be signed by the Treasurer and/or the President, or by such other Trustee as the Board of Trustees may from time to time determine. A co-signer is required for any disbursement over \$500.

Section 2 All funds of the organization shall be deposited as received in the organization's accounts with such banks or other financial institutions as the Board of Trustees may from time to time determine.

ARTICLE XI QUORUM AND PARLIAMENTARY AUTHORITY

Section 1 At special membership meetings and at the annual meeting of the Society, twenty (20) members shall constitute a quorum, and a majority vote of those present shall decide all matters.

Section 2 Customary parliamentary procedure shall take precedence at all meetings.

ARTICLE XII DISSOLUTION - Upon the dissolution of the Hampton Historical Society, its real estate shall be distributed to the Town of Hampton, New Hampshire, and its remaining assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)3 of the Internal Revenue Code, as amended, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any asset not so disposed of shall be disposed of by the Superior Court of Rockingham County, Brentwood, New Hampshire, in which the organization is located, exclusively for such⁴ purpose(s) or to such organization(s) as the said Court shall determine.

ARTICLE XIII AMENDMENTS - These Bylaws may be amended or altered by a majority vote at any general or special meeting of the Society, provided that the text of the proposed amendment or alteration be mailed by the Secretary to each member in good standing, not less than ten (10) days before the time of such meeting. A copy of these Bylaws shall be kept at the Tuck Museum and shall be made available upon request.

Transition - These Bylaws shall take effect at the first annual meeting of the Society after approval. The election of trustees shall be arranged to allow for an ongoing staggering of the terms of the Board of Trustees.

ARTICLE XIV ACTIVITIES NOT PERMITTED - Notwithstanding any other provision of these articles, the Society shall not carry on any other activities not permitted to be carried on a) by a corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or b) by a corporation contributions to which are deductible under section 170(c)2 of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law).

Adopted August 2nd, 2003 by a Special Meeting of the General Membership.