



## **BYLAWS**

### **HAMPTON HISTORICAL SOCIETY**

#### **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. The location of the Society is 40 Park Ave, Hampton, NH. The Mailing address is PO Box 1601, Hampton, NH 03842.

#### **ARTICLE II – MISSION**

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, the 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 materials of local historical value, and c) promoting the heritage 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, individual or group 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.

Section 3 – Business, Commercial and Non-Profit memberships are available.

#### ARTICLE V – BOARD OF TRUSTEES

The Board of Trustees shall consist of not fewer than nine, or more than fifteen members elected by the membership at the annual meeting. The members shall have three-year long terms, the terms being staggered so that three to five shall be elected each year.

Section 1 – A majority members of the Board of Trustees shall constitute a quorum for any duly convened meeting, including a live internet video conference or its equivalent. Such meetings shall be held at least four times a year. All decisions must be approved by a majority of the Board Members present. An email, telephone, or live video conference 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 independent review regarding all financial procedures and controls.

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

Section 4 – A vacancy in any office due to any cause shall be filled for the remainder of its 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 during 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 to avoid any potential or actual conflicts of interest regarding the pecuniary transaction 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 the 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 three-year term that will commence upon election, unless otherwise designated by the Board.

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; 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 and perform other duties as assigned by 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, including but not limited to the handling of mail, email, telephone messages and ordering general office supplies.

Section 4 – TREASURER – The Treasurer shall be the chief financial officer of the organization and in such a capacity shall be the custodian of all funds of the organization. The Treasurer will present an independent review of accounts yearly,

monthly financial statements and assist in budget planning, as well as work with the Finance Committee. The Treasurer will be the holder of the fiduciary bond.

## ARTICLE VII – STANDING COMMITTEES

The organization shall have Standing Committees which shall consist of, but not be limited to, the following as noted in Section 2. Committee responsibilities include that by the first Tuesday of every month the head of the Committee prepare a written report for the Board of the past month's activities and complete an Annual Report each October.

Section 1 – The Chair of the Standing Committees shall be appointed by the President at the first Board of Trustees meeting after the Annual Meeting. Recurring, ad hoc committees, and sub committees may also be needed to accomplish certain tasks.

Section 2 – Committee Responsibilities:

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

**Collections:** The Collections Committee shall be vested with the care of the collection of the Tuck Museum and its exhibits.

**Communications:** The Communications Committee shall support the newsletter, the website, publicity, and other types of communication for the members.

**Community Engagement/Programs:** The Community Engagement/Programs Committee is responsible for planning programs for schoolchildren and adults, including special events.

**Finance:** The Finance Committee provides financial analysis advice, oversees the organization's finances, and ensures the organization is operating with the financial resources it needs.

**Membership:** The Membership Committee shall be responsible for recruiting and managing the membership and welcoming new volunteers to the Society, while facilitating volunteer placement.

**Visitor Services/Museum Outreach:** The Visitor Services/Museum Outreach Committee works with the schedule for museum hours, trains docents/volunteers for tours, manages the museum store, and assists visitors with requests for genealogical information and research.

## ARTICLE VIII – RECURRING COMMITTEES

Nominating Committee: The Nominating Committee will be a five-person group and consisting of one chairperson nominated by the President, two (2) members elected by the general membership at the Annual Meeting, and two (2) members appointed by the Board of Trustees at the July Board Meeting. The committee shall meet yearly, starting in August, and are responsible for presenting the nominations for trustees at the following Annual Meeting in October.

Strategic Planning Committee: The Strategic Planning Committee will be a group of Board and community members of about five to seven people. The committee will plan for the future of the Society and will aid in the implementation of such goals and strategies as they may set for it. The goal is to meet every three years (or no more than five) beginning with the July Board Meeting.

Bylaws Committee: The Bylaws Committee will be made up of Officers, Board, Committee Chairs, and members who meet to review and update, if needed, the Bylaws of the Hampton Historical Society for approval, and then present to the membership at the following Annual Meeting. Upon presentation at the Annual Meeting, the Revised Bylaws will take effect. This committee should meet at least every ten years.

## 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 meeting.

Section 1 – The Annual Meeting of the membership shall be held on or about the 14<sup>th</sup> of October, the Founder’s Day of Hampton, each year to conduct elections of the Trustees and to transact such other business as may properly be brought before this meeting, which includes an annual report from the President. Officers and Committee Chairpersons shall render an annual written report before the end of October. The Annual Meeting minutes and these reports will be published online and in the next newsletter for public review.

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. Written approval by the President or Vice-President for any non-reoccurring disbursement over \$1,000.

Section 2 – All other 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.

Section 3 – Written approval by either the President or Vice-President is required for any reimbursement to the Treasurer.

#### ARTICLE XI – QUORUM AND PARLIAMENTARY AUTHORITY

Section 1 – At special membership meeting and at the Annual Meeting of the Society, twenty members shall constitute a quorum, and a majority vote of those present shall decide all matters brought before the membership.

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

#### ARTICLE XII – DISSOLUTION

Upon 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 such purpose(s) or to such organizations(s) as the said Court shall determine.

#### ARTICLE XIII – AMENDMENTS

These Bylaws may be amended or altered by a majority vote an any general or special meeting of the Society, provided that the text of the proposed amendment or alteration be mailed (USPS or electronically) 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 as well as on the Museum website and shall be made available upon request. These Bylaws will take effect upon approval at the Annual Meeting.

#### 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 o 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).

#### ARTICLE XV – FISCAL YEAR

The Fiscal Year commences November 1 each year and ends October 31 of the following calendar year.

Adopted October 9, 2009, at the Annual Meeting.

Revisions approved April 4, 2023, by the Board of Trustees

To be approved October 15, 2023, at the Annual Meeting.