

Subject: Proposed Changes to Constitution

The Annual Meeting of the Society Membership will be held at 7:00 PM on April 22, 2009 at the Schuyler County Human Services Complex Dining Room in Montour Falls, NY.

In October 2008 the Society adopted Strategic Plan 2008, which can be seen on our website at www.schuylerhistory.org. Following this the Executive Committee began a review of the Society Constitution and By Laws to ensure they were relevant to conditions in which the Historical Society operates today. This review resulted in recommendations to change certain portions of the Constitution. The major proposed revisions to the constitution are; delete the requirement to have a representative from each township on the Board of Trustees (best efforts will be made to do so, however); and, change the past-president position on the board from “appointed” to “elected”. The number of trustees remains at fifteen (15). These changes pave the way for the Society to attract more persons with an interest in local history and varying skills to actively serve on the Board of Trustees. There are other changes as well. Copies of the proposed revised constitution are available for review at the Gray Brick Tavern Museum in Montour Falls.

The changes to the Constitution recommended by the committee have been approved by the Board of Trustees on March 11 and will be presented to the membership for approval at the annual meeting.

SECTION I
CONSTITUTION OF THE
SCHUYLER COUNTY HISTORICAL SOCIETY

VISION: The Schuyler County Historical Society will inspire community interest in the history of Schuyler County on both personal and scholarly levels by preserving and sharing the story of the county through interactive and engaging programs, exhibits and services. The society's facilities, documents and collections, will become the primary source of information relating to the history of Schuyler County, New York.

MISSION: To increase knowledge and understanding of the history of Schuyler County for present and future generations by:

- Operating museums
- Developing interpretative exhibits
- Collecting objects and recorded information to support exhibits
- Managing collections to insure preservation, protection and public access for all populations
- Providing interactive, educational programs
- Assisting the public in researching data and answering inquiries
- Coordinating Society and community resources, including fostering community partnerships, to offer programs and exhibits of interest

COMMITMENT: The Society is committed to:

- Conducting its affairs by the highest professional and ethical standards,
- Striving for excellence in service,
- Managing our finances and resources prudently, and
- Valuing and developing our staff and volunteers.

ARTICLE I. NAME

The name of this organization shall be the "Schuyler County Historical Society," hereafter referred to as "the Society." Said name shall be subject to change only by action of the SCHS Board of Trustees and approval by the Board of Regents of the State of New York.

ARTICLE II. PURPOSE

Section I. The Society shall promote the discovery, preservation, and dissemination of the history of Schuyler County and New York State. These activities may cover such history in the form of obtaining printed materials, artifacts, sites, structures, exhibits, meetings, programs, or other forms both tangible and intangible, together with any other activities as authorized in its Absolute Charter as an Educational Corporation, granted by the Board of Regents of the State of New York in 1975.

Section II. The Society will promote cooperation with other organizations and educational institutions in Schuyler County and adjacent counties in the State of New York to further such activities set forth in its charter.

ARTICLE III. MEMBERSHIP

Section I. The Society shall be composed of Active and Honorary Members. Honorary Memberships may be awarded in recognition of achievement of or for service rendered to the Society or local communities. A one-year gift membership, approved by the Board of Trustees may be given under special circumstances.

Section II. Active Members of the Society shall consist of persons subscribing to the Purpose of the Society who have paid their annual dues, as hereafter listed in the Bylaws, and who are in good standing as affirmed by the Chairman of the Membership Committee. The word "person" as herein employed shall be deemed to include individuals, corporations, mercantile establishments, or other organizations as described in the Bylaws. Individuals enrolled as Active Members of the Society have the privilege of voting on Society matters at Membership meetings at which Society business is to be transacted, and of holding office in the Society.

Section III. Active Members of the Society who fail to pay their dues after these become payable may be dropped from the membership rolls one month after the mailing by the Membership Committee of a second notice.

Section IV. Proposals for Honorary Membership in the Society shall be submitted to the Board of Trustees and require a majority vote of the Board of Trustees for approval. Honorary Members of the Society shall not be required to pay dues; they may attend all Membership meetings and functions of the Society and enjoy all privileges of membership,

Section V. The membership categories shall be determined by the Board of Trustees and set forth in the Society By-Laws.

Section VI. The annual dues schedule shall be determined by the Board of Trustees and set forth in the Society By-Laws.

Section VII. All members in good standing shall be eligible to vote at the meetings of the Society.

Section VIII. Members may vote in person or by proxy as permitted by law.

ARTICLE IV. GOVERNMENT

Section I. There shall be a Board of Trustees, which will be responsible for the activities, welfare, and governance of the Society and whose election, term of office, and duties or other responsibilities shall be prescribed in the Bylaws.

Section II. The Board of Trustees shall meet regularly as prescribed by the Bylaws to oversee the governance and the activities of the Society and to further the purposes of the Society.

Section III. There shall be Officers of the Society who shall be elected by the Members of the Society at the annual meeting of the Society. All elected officers shall be members of the Board of Trustees. The duties and other responsibilities of these officers shall be prescribed in the Bylaws.

made by the President to the Membership as to the status of the Society, its programs, and its financial condition. Nominations for Officers and Trustees shall be placed before the Membership, and the election by the Membership shall take place at this Annual Meeting. Matters of a nature which should be decided upon by the Membership of the Society shall be placed before the Society members either at the Annual Meeting or at a Meeting of the Society membership called for the purposes of business, due notice having been presented in writing as to the business at hand.

Section III. A majority of the Board of Trustees serving on the board at that time, but no fewer than seven (7), shall constitute a quorum at a meeting of the Board of Trustees. Ten (10) members shall constitute a quorum at an annual meeting of the Society. Special meetings of the Membership may be called by the President as provided for in the By-Laws.

ARTICLE VII. COLLECTIONS

The Board shall provide for the acquisition, custody, cataloguing, preservation, and de-accessioning of all materials belonging to the Society as designated in a "Collections Management Policy" approved by the Board. Such materials may repose in the custody of the Society or other public institutions upon approval of the Board with ownership remaining vested in the Society.

ARTICLE VIII. ORDER OF BUSINESS

Section 1. Robert's Rules of Order shall be the parliamentary authority at all meetings of the Society and the Board of Trustee meetings unless superseded by the provision of the Constitution.

ARTICLE IX. DISTRIBUTION OF ASSETS UPON DISSOLUTION

In the event of dissolution of the Society, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government or to a State or local government for a public purpose.

ARTICLE X. AMENDMENTS

This Constitution may be amended by a two-thirds vote of members present and qualified to vote at any meeting of the Society, provided that notice and the purport of the proposed amendments shall have been made available in writing to all active members at least 10 days prior to the date of the meeting.

THIS REVISION SUPERSEDES ALL PREVIOUS VERSIONS OF THIS DOCUMENT.

Approved by Board of Trustees – March 11, 2009

Adopted by Membership – XX/XX/XXXX