

Newport Historical Society Constitution

(Originally adopted October 1974. Incorporated February 1975. Amended Feb. 2000, Nov. 2000, Feb. 2001, May 2005, and October 2007.)

Article 1.

The name of this Society shall be Newport Historical Society.

Article 2. Mission

The mission of this corporation shall be to bring together those people interested in the history of the Newport, New Hampshire and Sullivan County, New Hampshire. This mission includes collecting, preserving and displaying objects of historical significance, providing educational programs, supporting historical research and fostering public interest in and support of the Society and the Newport Historical Society Museum.

Article 3.

The Newport Historical Society is organized exclusively for charitable, religious, educational and/or scientific purposes under section 501(c)(3) of the Internal Revenue Code. The Society is allowed to apply for state, federal and local grants and accept gifts, materials and funds.

Article 4. Membership

Membership shall be open to those persons interested in the work of the Society, and are in these classes:

1. Contributing Members - persons who have paid dues during the fiscal year October 1 to September 30. New members who pay dues in August or September shall be considered contributing members for the following fiscal year.
2. Active Members - contributing members who have attended at least four meetings in the previous twelve months.
3. Honorary Members - persons who have made a significant contribution to the Society. Membership is to be determined on an individual basis.
4. Junior Members - children under the age of eighteen. Junior members do not have the right to vote.
5. Long Term Members - members who have paid dues for the previous five years, and currently cannot attend meetings, have the same rights as Active Member.

6. Family Members - members of the same family unit who have paid the required dues.
7. Corporate/Business Sponsorship employees of any business that has paid the required dues.
8. Membership dues shall be confirmed or changed at the annual Meetings.

Article 5. Annual Meeting

- Section 1. The Annual Meeting of the Society shall be the regular October meeting.
- Section 2. Special meetings may be called by the Executive Committee or by six active members of the Society.
- Section 3. Meetings of the Executive Committee may be called by the President or three Executive Committee members.

Article 6. Officers and Executive Committee

- Section 1. The officers of the Newport Historical Society shall be a President, Vice-president, Secretary, and Treasurer.
- Section 2. These four officers shall constitute an Executive Committee, together with the chairperson of the Museum Committee.
- Section 3. The Executive Committee shall have the general oversight and direction of the Society between monthly meetings.

Article 7. Election of Officers and Museum Committee

- Section 1. Election
All Society officers and the Museum Committee shall be elected by a plurality of votes cast at the annual meeting. Votes will be cast confidentially by written ballot.
- Section 2. Requirements for Nominations
A committee for nominations, appointed by the President, shall select nominees and provide a written ballot, to include space for write-in votes.

Nominations may also be made by any member of the Society prior to the balloting at the annual meeting. Any nomination made after the deliberation of the committee on nominations shall be added to the slate of candidates upon affirmative vote of a majority of members present at the annual meeting. A candidate for election shall be an active member of the Historical Society.

Section 3. Terms of Office

Officers and the Museum Committee shall be elected to a term of one year. A person may be elected for unlimited terms for any office in the Society.

If the need to remove a member of the Executive Committee or the Museum Committee should occur, it will be accomplished by a Special Meeting of the Society. Documentation of the significant reasons behind such an action shall be recorded in the Executive Committee's files.

Section 4. Installation

Officers and the Museum Committee shall be installed at the close of the annual meeting at which they are elected and shall serve until their successors have been duly elected and installed. In the event of resignation or incapacity of any officer, the vacancy may be filled by a vote of the Executive Committee for the unexpired term of office.

Article 8. Newport Historical Society Museum

Section 1. The Society shall establish and maintain a Museum for the preservation, collection and interpretation of all of its historical material.

Section 2. The Society shall elect a Museum Committee for the Museum consisting of three active members of the Historical Society, of which a Chairperson will be elected.

Section 3. The duty of the Museum Committee is to oversee museum operations; establish and implement museum policies and procedures; inform the Historical Society of all museum activities; and be in charge of arranging museum displays and programs.

Article 9. Amendment

This Constitution may be amended at any regular meeting by a two-thirds vote of the active members present and voting, provided that notice was given at the previous meeting or by mail. The Constitution may also be amended at a Special Meeting called for that purpose, with two weeks previous notice and a two-thirds vote. All proposed amendments to the constitution shall be submitted in writing.

Newport Historical Society By-laws

Article 1. Schedule and Quorum for Meetings

- Section 1. Regular meetings of this Society shall be on the second Monday of the month. Special meetings can be called as designated in Article 5 of the Constitution above.
- Section 2. A quorum shall consist of six active members present at any regular or Special meeting of the Society.

Article 2. Duties of Officers and Executive Committee

- Section 1. The President shall preside at meetings of the Society and shall be a member ex-officio of all standing committees, except the nominating committee. The president shall have executive supervision over the activities of the Society within the scope provided by these By-laws and shall perform all the duties pertaining to the office.
- Section 2. The Vice-President shall serve as an aid to the President and shall perform the duties of President in the case of absence or inability. The Vice President shall be in charge of the Membership Committee and the Program Committee.
- Section 3. The Secretary shall keep permanent Minutes of meetings of the Society and of the Executive Committee and keep a record of attendance at all meetings. The Secretary shall maintain the files of the Society, including copies of all publications and a monthly calendar of events, and attend to all correspondence that comes to the Society. Upon being relieved by a duly elected successor, the Secretary shall pass on all files and copies of correspondence, etc. belonging to and pertaining to the Society.
- Section 4. The Treasurer shall keep all the funds of the Society and maintain adequate financial records, and shall keep a record of contributing members. He or she shall maintain the bank account in a Newport bank. The Treasurer is also responsible for providing a monthly report to the Society and for filing the required State and Federal returns. The Treasurer also needs to provide a consolidated treasurers report at the annual October meeting regarding the financial activity for the previous fiscal year.
- Section 5. The Chairperson of the Museum Committee shall participate as a full member of the Executive Committee, and regularly provide information on the condition of the Museum, its collection and Museum activities.

Article 3. Financial Matters

- Section 1. At least two (2) members of the Executive Committee will manage and approve the usual and ordinary expenditures within established funds, not to exceed \$200.00.

- Section 2. At any given meeting, the right to vote on any expenditure in excess of \$200.00 (two hundred dollars) shall be limited to persons who are active members at that time.
- Section 3. No member of the Society will engage in any activity in the name of the Newport Historical Society in an individual capacity. This includes entering into financial contracts of any amount, as well as non-financial agreements or contracts. All such activities must be conducted as a result of an officially appointed committee.
- Section 4. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- Section 5. Any possible conflict of interest on the part of any member of the Executive Committee, officer or employee of the Corporation, shall be disclosed in writing to the Committee and made a matter of record through an annual procedure and when the interest involves a specific issue before the Society. Where the transaction involving a Committee member, trustee or officer exceeds five hundred dollars (\$500.00) but is less than five thousand dollars (\$5000.00) in a fiscal year, a two-thirds vote of the disinterested Committee members is required. Where the transaction exceeds five thousand dollars (\$5000.00) in a fiscal year, then a two-thirds vote of the disinterested Committee members and publication in the required newspaper is required. The Minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the actual vote itself. Every new member of the Executive Committee will be advised of this policy upon entering the duties of his or her office, and shall sign a statement acknowledging understanding of and agreement to this policy. The Executive Committee will comply with all requirements of New Hampshire law and the New Hampshire requirements are incorporated into and made part of this policy statement.

Article 4. Committees

Section 1. Committees shall be established by a vote of the members as may be required to promote the objectives and interests of the Society.

Section 2. Each committee shall appoint its own chairperson and provide monthly reports to the Society.

Section 3. The President shall appoint such Ad Hoc Committees as shall be necessary to accomplish temporary objectives of the Society.

Article 5. Parliamentary Authority

The meetings of the Society shall be governed by Robert's Rules of Order.

Article 6. Amendment to the By-laws

These By-laws may be amended at any regular meeting by a two-thirds vote of the active members present and voting, provided that notice was given at the previous meeting or by mail. The By-laws may also be amended at a Special Meeting called for that purpose, with two weeks previous notice and a two-thirds vote. All proposed amendments to the By-laws shall be submitted in writing.

Article 7. Dissolution

Upon the dissolution of the organization, 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.