

Bylaws of Perry Township of Allen County Ohio Historical Society
Adopted June 24, 2007

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ARTICLE I

Name, Purpose and Location of the Society

Section 1. Name and Non-Profit Nature. The name of the organization shall be the Perry Township of Allen County Ohio Historical Society. It shall be a non-profit corporation, incorporated and chartered under the laws of the State of Ohio.

Section 2. Purpose. The purpose of the Society shall be as set forth in its charter, approved by the Secretary of State of Ohio on March 22, 2007. More specifically, it shall be to promote a program for the appreciation of history and the natural and social sciences; to preserve the history of Perry Township, and to create and maintain a permanent educational Museum, web site, and allied projects; and to encourage the recording, preservation and presentation of the history of Perry Township.

Section 3. Location. The principal office of this society shall be located in Perry Township, Allen County, Ohio.

ARTICLE II

Membership and Meetings

Section 1. Qualifications for Membership. Any person, firm, partnership, corporation or association who applies for membership either individually or as a group and who pays their annual dues and abides by the Bylaws of this Society shall be qualified. This Society shall issue a certificate or membership card to each member in such form as may be prescribed by the Board of Trustees. It shall not be transferable.

Section 2. Regular Meetings. Regular meetings of the members shall be held in Perry Township, Allen County, Ohio, on the third (3rd) Sunday of each month or as called by the President with reasonable advance notice.

Section 3. Annual Meeting. The annual meeting of the general membership shall be on the fourth (4th) Sunday in June each year unless otherwise announced. Election of Officers (and members of the Board of Trustees) will be held at this meeting. A quorum of members is required to conduct an election.

Section 4. Voting. A member must be present and in good standing to vote. Each member present shall be entitled to one vote. No proxy or absentee voting will be permitted.

Section 5. Quorum. Eight regular members or twenty percent of the membership, whichever is greater, in good standing shall constitute a quorum for the transaction of any business of the Society requiring a quorum. A quorum must be present to conduct an election or approve revision or amendment to these Bylaws. In the event a quorum is not present, the meeting may be adjourned by the President until a quorum is present. Any member may request a quorum call. The Membership Chairperson will rule on the presence of a quorum, only after a roll call.

Section 6. Order of Business: The order of business is described in sections 6.01 and 6.02.

Section 6.01. Order of Business. The order of business at regular meetings of the membership shall be:

- a. Attendance will be taken by signing the attendance roster.
- b. Call to order
- c. Pledge of Allegiance
- d. Reading or disposal of the Minutes of the previous meeting.
- e. Reports by officers and committees/communications.
- f. Unfinished business.
- g. New business.
- h. Adjournment.

Section 6.02. Order of Business. The order of business at annual meetings of the membership shall be:

- a. Attendance will be taken by signing the attendance roster.
- b. Call to order
- c. Pledge of Allegiance
- d. Reports by officers and committees.
- e. Reading and introductions of the nominees.
- f. Elections
- g. Adjournment

ARTICLE III

Board of Trustees

Section 1. Governing Body of the Board. The government of the Society shall be vested in a Board of Trustees, consisting of nine (9) members who shall serve as Officers of the Society with duties as provided in Article V. The Board of Trustees shall have full authority and responsibility for the management of the Society and its programs and shall make all rules and regulations consistent with law for the management of the organization of the Society and the guidance of the officers, members and agents of the Society. It shall cause proper records and accounts to be kept for all activities, meetings, income and expenditures of the Society. It shall determine the policies governing the operation of the historical Museum and any other facilities in which the Society has an interest or control. The Board shall have full responsibility for and control over the financial affairs and ethical standards of the Society.

Section 2. Qualifications of Trustees. Each Trustee shall be a member in good standing. Any Trustee who shall absent himself from three (3) consecutive meetings of the Board in one year shall be deemed to have resigned from the Board. Such a Trustee may be reinstated by vote of the Board upon request of such Trustee.

Section 3. Presiding Officer. The President shall preside at all meetings of the Board of Trustees. In the absence of the President, the First Vice President, then then Second Vice President, then the Third Vice President. In the absence of the President, First Vice President, Second Vice President, and Third Vice President the meeting shall be postponed until the earliest date that at least one of these four officers can be present.

Section 4. Meetings of the Board. The annual meeting of the Board of Trustees shall be held in Perry Township, Allen County, Ohio, in the month of June. Other meetings may be held at the call of the President with reasonable advance notice. Meetings of the Board shall be conducted in accordance with Roberts Rules of Order. A quorum must be present to conduct business. A quorum shall consist of a simple majority of the Board membership.

Section 5. Annual Report and and Bi-Annual Report. Within thirty (30) days of the close of each calendar year, the acting Board of Trustees, under the supervision of the acting President, shall cause to be prepared and presented to the membership, an Annual Report of the activities and finances of the Society for the past year. By July 30th each year, the outgoing Board of Trustees, under the supervision of the outgoing President, shall cause to be prepared and presented to the membership, an Annual Report of the activities and finances of the Society for the six months (January 1st to June 30th).

Section 6. Depository. Each newly-elected Board shall select one or more banks to act as depositories of the funds of the Society and shall determine the manner of receiving, depositing and disbursing the funds of the Society and the form of checks and the person or persons by whom checks and other financial papers shall be signed, with power to change such banks, persons signing checks and the form thereof.

Section 7. Compensation. No member of the Board of Trustees shall receive any compensation for any services to the Society.

Section 8: Reimbursement. of any expense incurred for the benefit of the Society, by the Officers and Board of Trustees shall be reimbursed within 15 days, providing that the expense is less than twenty-five dollars (\$25.00) or if more than twenty-five dollars (\$25.00) the expense must be pre-approved by a simple majority of the board. Expenses that were not pre-approved shall be reimbursed only after approval of the board and within 15 days of approval.

ARTICLE IV

Officers

Section 1. Titles of Office. The officers of this Society shall consist of a President, First Vice President-Committees, Publicity and Membership, Second Vice President-Museum Curator, Third Vice President – Programs and Fund Raising, Recording Secretary, Corresponding Secretary, Treasurer, Membership Chairperson, and Historian. The Officers of the Society shall constitute the Board of Trustees.

Section 2. Nomination of Officers. When practical, at least thirty (30) days before the Annual Meeting of the general membership in June, the Board of Trustees shall appoint a nominating committee of three (3) members of the Society to serve for one year. This committee shall elect its own chairperson and shall confirm the willingness, and availability of members in good standing to fill any expiring terms of Trustees. The slate of Trustees so selected shall be presented to the membership at the regular June meeting or at such time as may be specified by the Board. All nominations shall be made from the floor, by any member in good standing. The time of nominations and elections may be expedited only by approval with a simple majority vote of a quorum of the membership. Members must be present to be nominated.

Section 3. Election of Officers. At the close of nominations, the members shall vote for the nominees of their choice. Vote may be taken by a show of hands when there is only one nominee and must be taken by secret written ballot when there is more than one candidate for a specific office. The vote shall be counted by the Treasurer and Membership Chairperson and the results announced by the President. Trustees so elected shall be inducted and take office at the next meeting of the Board..

Section 4. Terms of Office. Officers shall be elected for terms of two (2) years or until their successors are installed by the Board as provided herein. A member may be re-elected for one consecutive additional two-year term without restriction, then after an interval of two years may be elected for another full term as previously, etc. This does not exclude the person from holding another office during the two year intervals of office of board members shall be staggered, with five (5) terms expiring in odd numbered years and four (4) expiring in even numbered years. The Board of Trustees will thus have no less than four (4) experienced members at any given time. With the majority consent of the Board, the President may appoint a member to complete any unexpired term. For this purpose, prior service on the board shall not be a bar to appointment.

ARTICLE V

Specific Duties of Officers

Section 1. President. The President shall perform all acts and duties usually performed by an executive or presiding officer, and shall

- (a) Preside over all meetings of the Board of Trustees and of the membership.
- (b) Call special meetings of the membership or of the Board of Trustees as necessary.
- (c) Sign such documents, contracts and papers as may be appropriate within authority granted by the Board of Trustees,
- (d) Serve as ex-officio member of all committees, and
- (e) Within thirty (30) days of the close of each calendar year, shall cause to be prepared and presented to the membership an Annual Report of the activities and finances of the Society for the past year.

Section 2. First Vice Committees, Publicity and Membership. The First Vice Committees, Publicity and Membership shall act as President in the President's absence and shall:

- (a) Serve as such and shall exercise overall supervision of the Committees, Publicity and Membership,
- (b) Supervise the committee agenda, publicity events, and membership recruiting and retainment.,
- (c) Carry out the general policies of the Board of Trustees for management of the committees, publicity, and membership, and suggest changes as appropriate,
- (d) Serve as Chairperson of the Membership and Publicity Committee and carry out the policies of the Board with regard to membership and publicity, and shall maintain records of such activities,
- (e) Organize and participate in the membership recruitment,
- (f) Perform other duties as prescribed by the Board.

Section 3. Second Vice President-Curator. The Second Vice President-Curator shall act as President in the President's absence and shall:

- (a) Serve as Curator of the Historical Society Museum and as such shall exercise overall supervision of the Museum and ,
- (b) Supervise the Museum Docent and Museum volunteers as appropriate,
- (c) Carry out the general policies of the Board of Trustees for management of the Museum and suggest changes as appropriate,
- (d) Serve as Chairperson of the Museum Accessions Committee and carry out the policies of the Board with regard to accessions (see Accessions Policy, Appendix A), and shall maintain records of Museum property including records of all loans and donations of property to the Museum,
- (e) Organize and rotate general and special displays in the Museum, and
- (f) Perform other duties as prescribed by the Board.
- (g) Organize and supervise the on line museum and the web policies committee.
- (h) Document all acquisitions.

Section 4. Third Vice President-Programs and Fund Raising. The Third Vice President-Programs and Fund Raising shall,

- (a) Be responsible for arranging all programs. fund raisers and special events, to include soliciting volunteers as necessary, and
- (b) Supervise all programs fund raiser, and special events and shall maintain records of such activities,
- (c) May conduct the programs as requested by the President.

Section 5. Recording Secretary. The Recording Secretary shall,

- (a) Keep minutes of all meetings of the membership and of the Board of Trustees and shall report on such minutes as necessary,
- (b) Maintain all official files and records of the Society other than financial,
- (c) Sign documents and correspondence as appropriate, and
- (d) Upon election of a successor, turn over all files and records to such person.

Section 6. Corresponding Secretary. The Corresponding Secretary shall,

- (a) Be responsible for all routine correspondence
- (b) Record all Minutes in the absence of the Recording Secretary.
- (c) Remind membership by written notice well in advance of all regular and special meetings.

Section 7. Treasurer. The Treasurer shall,

- (a) Be responsible for all financial records of the Society,
- (b) Account for all income and expenditures,
- (c) Report to the membership or to the Board monthly on the financial status of the Society,
- (d) Assist the Board in preparation of its Annual Report to the membership by preparing a written report on the net worth of the Society to include a listing of all assets and liabilities as of the end of the fiscal year.
- (e) Maintain the bank accounts and ledgers of the Society and shall be authorized to sign checks and pay all valid debts of the Society,
- (f) Collect dues of the membership and report at least monthly the names of all paid-up members to the Membership Chairperson, and
- (g) Shall make documents available for preparation of tax returns.
- (h) Shall promptly turn over all records to the incoming Treasurer.

Section 8. Membership Chairperson. The Membership Chairperson shall,

- (a) Keep records of the membership, including a record of dues paid or delinquent and other such personal data as appropriate, and shall report on the membership at each meeting of the Board of Trustees, and
- (b) Conduct membership campaigns as appropriate with the assistance of the Board of Trustees, and
- (c) Be responsible for encouraging attendance at general and special meetings, and
- (d) Take attendance at all meetings and rule on questions of a quorum if necessary, and
- (e) Cause to be published a roster of all members in good standing by the 30th of June of each year.

Section 9. Historian The Historian shall,

- (a) Assist the curator in the gathering and collection of photographs, stories, and artifacts.
- (b) Collect and keep copies of all the Societies publicity, announcements, news items, photographs, and other items which have historical value and assist the curator as requested.
- (c) The Historian's record of events will supplement the Minutes and records maintained by the Recording Secretary.

ARTICLE VI

Miscellaneous

Section 1. Fiscal Year. The fiscal year of the Society shall begin on January 1 and end on December 31 of each calendar year.

Section 2. Bylaws. Upon recommendation of the Board of Trustees, and after due notice to the membership, these Bylaws shall be adopted or amended by vote of the general membership and thereafter shall be printed and distributed to the membership. The Recording Secretary shall keep and maintain the official copy of these Bylaws and any amendment thereto. Copies shall be kept and made available to the public at the Perry Township Historical Society Museum, Perry Township House, Lima Public Library, and at the Perry High School Library. A copy shall be filed with the Secretary of State of Ohio.

Section 3. Dues. Dues shall be established and announced by the Board of Trustees and shall be payable on June 30th of each year.

Section 4. Committees. There shall be standing committees for accomplishing recurring tasks and projects and making recommendations to the officers of the society as appropriate. Additional ad hoc committees may be appointed as necessary for specific tasks. The membership of committees shall be appointed by the President and the chair of each committee shall be elected by the membership unless otherwise stated herein. By necessity these committees may contain elected officers when other members are not available. There shall be standing committees as follows:

(a) Accessions Committee. This committee shall be composed of not less than three (3) members. The chair shall be the Second Vice President-Curator of the Society. This committee shall rule on the acceptability of all important accessions of the Museum. This committee may actively solicit donations to the Museum and will be responsible that letters of thanks are sent to donors and that appropriate labels are displayed adjacent to the items in the Museum. This committee shall assist in the creation of accession policies.

(b) Landmark Committee. The committee shall be composed of not less than three (3) members. This committee shall identify and investigate the suitability of buildings and other historic sites and landmarks in the area of Perry Township and shall prepare the necessary documents. When approved, this committee shall supervise the designation of such landmarks by appropriate ceremony and placement of suitable plaques.

(c) Communication Committee. This committee shall consist of not less than three (3) members. Its primary duty will be to remind members of meetings, elections, programs, etc., and to notify them of time and place. This committee may perform other telephone contacts with the membership as requested.

ARTICLE VII

Dissolution of the Society

Section 1: Assets and Liabilities of the Society

Should the Society be dissolved, the Board of Trustees will ascertain that all debts are paid and that the assets of the Society, including the personal property in the Historical Museum, are turned over to one or more non-profit organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 as amended. Any assets not so disposed of shall be disposed of by the District Court for Allen County.

Section 2: Loaned, Leased, or Rented Property

Upon dissolution the Board of Trustees will return property that is loaned, leased, or rented to the owner of such property. A notice will be placed in the Lima News. Within 30 days following the date of notice, the property should be returned or picked up at a designated location. After 30 days other arrangements may be made. This section does not apply to property given to the society under Section 501(c)(3) of the Internal Revenue Code of 1954 as amended .

