

**CONSTITUTION**  
**OF THE**  
**NORTH SALEM HISTORICAL SOCIETY**

**Article I**

The name of the society shall be the **NORTH SALEM HISTORICAL SOCIETY**.

**Article II**

The purpose of the society shall be to bring together those people interested in history, particularly in the history of North Salem and the regions around it. Understanding of the history of our community is basic to our democratic way of life, gives a better understanding of our state and nation, and promotes a better appreciation of our American heritage.

The society's major function will be to discover and collect any material which may help to establish or illustrate the history of the area; its exploration, settlement, development, and activities in peace or war; its progress in population, wealth, education, arts, science, invention, agriculture, manufacture, trade and transportation. It will collect printed material such as histories, genealogies, biographies, descriptions, gazetteers, directories, newspapers, pamphlets, catalogues, circulars, handbills, programs and posters; manuscript material such as letters, diaries, journals, memoranda, reminiscences, rosters, service records, account books, charts, surveys, old deeds and field books; museum material such as pictures, photographs, paintings, portraits, scenes, aboriginal relics; and material objects illustrative of life, conditions, events, and activities of the past and the present.

The society will provide for the preservation of such material and for its accessibility, as far as feasible, to all who wish to examine or study it, to cooperate with the officials in insuring the preservation and accessibility of records and archives of the county, its cities, towns, villages and institutions, and to undertake the preservation of historic buildings, monuments and markets.

The society will disseminate historical information and arouse interest in the past by publishing historical material in newspapers or otherwise; by holding meetings with pageants, addresses, lectures, papers and discussion; by marking historic building sites and trails; and by using the media of radio and television to awaken public interest.

The society will cooperate with the state and county historical societies to collect and preserve materials of state-wide significance so that these materials can be made available to scholars and students.

### Article III

#### **MEMBERSHIP**

Membership shall be of five classes:

1. **Member [individual or family]** - any person interested in the purposes of the society shall be eligible.
2. **Institutional Member** - any organization, school board, or library interested in the history of North Salem and the area around it shall be eligible.
3. **Contributing and Sustaining Member** - a person or group or firm offering special support to the objectives shall be eligible.
4. **Honorary Member** - honorary membership may be conferred upon any person whose activities have contributed to the objectives of the society. Honorary members shall be elected by a three-fourths vote of the membership at an annual meeting upon nomination by the board of trustees.
5. **Life members**

### Article IV

#### **ANNUAL MEETINGS**

The annual meeting shall be held during the month of October.

### Article V

#### **OFFICERS AND BOARD OF TRUSTEES**

Section 1. The officers shall be a president, vice president, executive secretary, recording secretary, corresponding secretary, membership secretary, and treasurer, who shall be elected for a term of one year each.

Section 2. The officers and trustees of the Society will be the governing body of the Society.<sup>1</sup>

Section 3. There shall be fifteen elected trustees, serving three year terms. The elected trustees shall be divided into three classes, so that five shall be elected at each annual meeting.

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<sup>1</sup>Amended October 23, 2020

Section 4. Any elected officer who is not an elected trustee will automatically become an additional trustee during his term of office.

Section 5. The immediate retiring past president, if not an elected trustee, shall remain an additional trustee for a period of one year after completion of his/her term of office as president.

Section 6. The holders of the following offices in the Town of North Salem shall be ex-officio members of the Board of Trustees:

Town Historian  
President, North Salem Improvement Society  
Attorney for the Historical Society (as elected by the Board of Trustees)  
Directing Librarian, North Salem Free Library  
Librarian, North Salem School Library  
A member of the North Salem School District Faculty, to be designated by the Superintendent, North Salem Schools

Each ex-officio trustee may propose a substitute from the same organization, who upon ratification by the Board of Trustees would serve at the discretion of the trustees for the balance of the year.

## **Article VI**

### **ELECTION OF THE BOARD OF TRUSTEES**

Section 1. All trustees shall be elected by a plurality of votes cast by a majority vote of the trustees at the annual meeting.<sup>2</sup>

Section 2. Not less than two months prior to the annual meeting, the executive secretary of the Society shall send to each member of the Society a notice of vacancies to be filled at the annual meeting. Members in good standing wishing to propose members in good standing for consideration by the Nominating Committee must do so no later than one month prior to the Annual Meeting.<sup>3</sup>

Section 3. The Nominating Committee will evaluate proposed nomination and submit a slate of Trustees to the members present at the Annual Meeting. At that time, additional nominations may be made from the floor.<sup>4</sup>

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<sup>2</sup>Amended October 23, 2020

<sup>3</sup>Amended October 23, 2020

<sup>4</sup>Amended October 23, 2020

Section 4. A person who has been elected to the board of trustees for two consecutive terms shall not be nominated to the same office unless one year elapses between the end of his last term and the beginning of the term for which he is nominated.<sup>5</sup>

Section 5. Trustees shall take office at the close of the Annual Meeting at which they have been elected, and serve until their successors have been duly elected. In the event of resignation or incapacity of any officer or trustee, the vacancy may be filled by a vote of the Board of Trustees, for the time remaining until the next Annual Meeting.<sup>6</sup>

## **Article VII<sup>7</sup>**

### **Election of Officers**

Section 1. Officers shall be elected by a majority vote of the Board of Trustees at their first meeting following the annual meeting.

Section 2. A person who has been elected as president or vice president for three consecutive terms, shall not be nominated to the same office unless one year elapses between the end of his last term and the beginning of the term for which he is nominated.

Section 3. Officers shall take office as soon as voted upon at the first meeting following the Annual Meeting.

## **Article VIII<sup>8</sup>**

In the event of dissolution of the Society, its assets remaining after the payment of its legal obligations shall be distributed to such organization or organizations qualified under Section 501 (C) (3) of the Internal Revenue Code of 1954 (as amended) as the board of trustees shall determine.

## **Article IX<sup>9</sup>**

This constitution may be amended at any membership meeting by a two-thirds vote of

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<sup>5</sup>Amended October 23, 2020

<sup>6</sup>Amended October 23, 2020

<sup>7</sup>Added October 23, 2020

<sup>8</sup>Amended October 23, 2020

<sup>9</sup>Amended October 23, 2020

those voting. All proposed amendments shall be submitted in writing.

THE CONSTITUTION AS AMENDED AND ADOPTED AT THE ANNUAL MEMBERSHIP  
MEETING OF OCTOBER 22, 1976 and OCTOBER 23, 2020

**BYLAWS**  
**OF THE**  
**NORTH SALEM HISTORICAL SOCIETY**

**Article I**

**MEMBERSHIP AND DUES<sup>10</sup>**

Section 1. Any person interested in the history of the North Salem area who applies for membership in any classification of membership and who tenders the necessary dues shall become a member.

Section 2. Annual dues for individual or family shall be twenty-five dollars (\$25);

Section 3. Annual dues for institutional member shall be free.

Section 4. Annual dues for contributing members shall be fifty dollars (\$50);

Section 5. Annual dues for business or professional members shall be one hundred dollars (\$100);

Section 6. Annual dues for life members shall be five hundred dollars (\$500) in one payment.

Section 7. Annual dues for honorary members shall be free.

Section 8. Annual dues shall be payable in advance and members in arrears more than six months after payment is due shall be dropped from membership.

**Article II**

**SCHEDULE AND QUORUM FOR MEETINGS**

Section 1. The annual meeting shall be held in October at a time and place selected by the board of trustees. In the event it is not possible to meet in person for any annual meeting or meeting of the Board of Trustees, an “electronic” meeting may be used.<sup>11</sup>

Section 2. Special meetings of the membership may be called by the president.

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<sup>10</sup>Amounts amended 1990 and further amended in 2007

<sup>11</sup>Amended October 23, 2020

Section 3. Notice of annual and special membership meetings shall require at least ten days notice in writing to the membership.

Section 4. Twenty members shall constitute a quorum for annual and special meeting of membership.

Section 5. The board of trustees shall have its annual organization meeting within thirty days of the annual meeting.

Section 6. Special meetings of the board of trustees may be called by the president or any four trustees upon at least five days written notice.

Section 7. Nine members shall constitute a quorum of the board of trustees.

### Article III

#### **DUTIES OF THE OFFICERS AND TRUSTEES**

Section 1. **PRESIDENT** - The president, who shall be chairman of the board of trustees, shall have executive supervision over the society within the scope of these bylaws. He shall preside at all meetings. He shall report at the annual meeting on the activities of the society for the previous year. He shall appoint members of the committees and delegates not otherwise provided for herein.

Section 2. **VICE-PRESIDENT** - The vice-president shall assume the duties of the president in event of absence, incapacity or resignation of the president.

Section 3. **EXECUTIVE SECRETARY** - It shall be the duty of the executive secretary to

- a. coordinate the activities and duties of the other secretaries and committees and their chairmen,
- b. maintain an up-to-date and accurate roster of the membership,
- c. keep a copy of the record of payments,
- d. receive and keep a copy of the record of all gifts and acquisitions and receipt for same.

Section 4. **RECORDING SECRETARY** - The recording secretary shall keep minutes of all meetings of the society and board of trustees.

Section 5. **CORRESPONDING SECRETARY** - The corresponding secretary shall send out notices of all meetings of the membership, committees, the board of trustees and all such other

correspondence as directed by the president and executive secretary.

Section 6. **MEMBERSHIP SECRETARY** - The membership secretary shall

- a. recruit and solicit membership, issue invitation to all prospective members, and issue the following annual dues notices by October 31 of the preceding year, and
- b. receive all dues, keep a record of payment, turn the funds over to the treasurer and give a copy of the record to the executive secretary.

Section 7. **TREASURER** - The treasurer shall be responsible for the safekeeping of the society's funds and for maintaining adequate financial records. He shall deposit all monies received by him with a reliable banking institution in the name of the North Salem Historical Society. Monies shall be paid out by numbered checks signed by the treasurer for only such items that have been properly authorized by the executive committee or the board of trustees. The treasurer will collect dues, and he shall render an annual report to the membership based on the fiscal year.

Section 8. **BOARD OF TRUSTEES** - The board of trustees shall have the power to conduct all the affairs of the Society, decide questions of policy, elect Officers and fill any vacancy that may occur among officers or trustees between annual elections.<sup>12</sup>

Section 9. Such persons as the Board of Trustees of the Society deem worthy of special recognition because of their contributions to the Society may be elected Trustees Emeritus with full voting rights, by a 2/3 vote of the Board of Trustees.<sup>13</sup>

#### Article IV

#### **COMMITTEES**

Section 1. The Society shall have the following committees:

- A. **EXECUTIVE COMMITTEE** - There shall be an Executive Committee of the Board of Trustees, consisting of the president, retiring president, vice president, executive secretary, recording secretary, membership secretary, treasurer, and two elected trustees designated each year by the Board of Trustees. The Executive Committee shall have and may exercise all the powers of the Board of Trustees during intervals between meetings of the Board of Trustees with respect to all matters as to which specific direction shall not have been given by the Board or specific action of the Board shall not be required by law. All action by the Executive Committee shall be subject to ratification by the Board by its next meeting,

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<sup>12</sup>Amended October 23, 2020

<sup>13</sup>Added October 1, 1984



but such ratification shall not be withheld where it would impair any obligation or commitment incurred in good faith by third persons acting in reliance upon formal action by the Executive Committee. Four members of this committee shall constitute a quorum.

- B. **LIBRARY COMMITTEE** - The library committee shall be responsible for collecting, cataloguing, the care, arrangement of books, manuscripts, newspapers, and other historical source material.
- C. **MUSEUM COMMITTEE** - The museum committee shall be responsible for collecting, cataloguing, cleaning, repair, and storage of historical objects; for arranging museum exhibits, and for the correct historical interpretations of these exhibits; for the care and upkeep of museum quarters.
- D. **PUBLICATION AND PUBLICITY COMMITTEE** - The publication and publicity committee shall be responsible for finding ways and means for publishing joint or individual research studies; newsletters to members, a quarterly bulletin, or books; for publicity; for staging radio and television programs.
- E. **HISTORIC SITES COMMITTEE** - The historic sites committee shall be responsible for establishing validity for sites proposed for marking; for marking historical sites; for arranging historical tours.
- F. **PROGRAM COMMITTEE** - The program committee shall be responsible for arranging suitable programs; for setting time, place and date for meetings.
- G. **MEMBERSHIP COMMITTEE** - The membership committee shall be responsible for membership drives and processing new candidates for membership.
- H. **NOMINATING COMMITTEE** - The nominating committee shall consist of at least three members in good standing and shall be responsible for making nominations for Trustees vacancies at the Annual Meeting and Officers at the first meeting following the annual meeting.<sup>14</sup>

Section2. The president shall appoint the chairmen of all committees.

## Article V

### **FISCAL YEAR**

The fiscal year shall begin on October 1 of each year and end on September 30 of the

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<sup>14</sup>Amended October 23, 2020

succeeding year.

### **Article VI**

The rules contained in Robert's Rules of Order shall govern the proceedings of the society except in such cases as are governed by the constitution or bylaws.

### **Article VII**

#### **AMENDMENTS TO THE BYLAWS**

These bylaws may be amended at any meeting of the board of trustees by a two-thirds vote of those voting. All proposed amendments shall be submitted in writing. Full membership shall be notified in writing of any change in the bylaws.

THE BYLAWS AS AMENDED AND ADOPTED AT THE ANNUAL MEMBERSHIP MEETING OF OCTOBER 22, 1976 AND FURTHER AMENDED AT THE BOARD OF TRUSTEES MEETINGS OF MARCH 1983, OCTOBER 1984, 1990, FEBRUARY 2007 AND OCTOBER 23, 2020.