**TOWN OF BETHLEHEM HISTORICAL ASSOCIATION BYLAWS**

**ARTICLE I**

**NAME**

The name of the organization shall be The Town of Bethlehem Historical Association, herein known as BHA. BHA was incorporated June 25, 1965, as a not-for-profit corporation duly organized and existing pursuant to the laws of New York State and chartered as a membership organization by the New York State Board of Regents.

**ARTICLE II**

**PURPOSE**

The purpose of this organization shall be to stimulate an appreciation of the historical heritage of the Town of Bethlehem; to discover, collect and preserve any material that may help to illustrate the history of the town; to bring about the preservation of historic buildings, monuments, and sites; and to educate by disseminating historical information.

**ARTICLE III**

**MEMBERSHIP**

**Section 1 – Membership**

A.  Categories

Any person who is interested in and supportive of the purpose of BHA is welcome to join as a member. There are three categories of membership: Individual, Family and Student.

B. Effective Date of Membership

All memberships become effective upon the payment of dues, the amount of which is recommended by the Finance Committee and approved by the Trustees.

C.  Dues

Annual renewal dues are payable on or before June 1 each year.

Anyone joining for the first time on January 1 or thereafter is considered a paid member for the ensuing year.

**ARTICLE IV**

**MEETINGS and QUORUMS**

**Section 1 – Membership**

A. There shall be an annual membership meeting of BHA in the month of May.

B. Special meetings may be called either by the President, the Board of Trustees, or the Executive Committee.

C. At least five days’ notice will be given for special meetings.

D. A quorum at any membership meeting is constituted of no fewer than ten percent of the total membership.

**Section 2 – The Executive Committee**

A.  The Executive Committee will meet in September and monthly thereafter, or at the call of the President.

B. At least five days’ notice will be given for special meetings.

C. A quorum at any Executive Meeting is eight members.

**Section 3 – The Board of Trustees**

A. The Trustees shall attend Executive Committee meetings and meet separately as needed in order to perform their designated duties.

B. A quorum at any Trustee meeting is four trustees.

**Section 4 – Meeting Records**

1. The Recording Secretaries shall properly retain the minutes of Executive, Membership and Trustee meetings in a designated, secure location as determined by the Trustees.

**ARTICLE V**

**OFFICERS, TRUSTEES, EXECUTIVE COMMITTEE, COMMITTEES,**

**REGISTRAR**

**Section 1 – The Officers**

A.  The President shall:

Preside at General Membership Meetings and Executive Committee Meetings,

Designate chairpersons of standing and other special committees,

Submit Annual Report as mandated by New York State Chartering office,

Serve as ex-officio, non-voting member of the Board of Trustees,

Present an annual report at the annual meeting and give copies of the annual report to the Town Supervisor and Town Historian,

Serve on the Finance Committee, and

Carry out any other duties necessary to the office of the President.

B.  The Vice President shall:

Act for, and assume the duties of the President in the event of absence of the President, and

Perform other duties necessary to that office.

C.  The Recording Secretary shall:

Record the minutes of each Membership and Executive Committee meeting, and

Present them for approval at the next meeting,

Annually update and maintain a current file of the Conflict of Interest forms. and

Perform any other duties necessary to that office.

D.  The Corresponding Secretary shall:

Carry out all organizational correspondence as delegated by the President and

Perform any other duties necessary to that office.

E.  The Treasurer shall:

Be responsible for the deposit of BHA’s funds in an insured FDIC depository,

Maintain adequate records,

Receive all dues and any other income,

Pay out monies in accordance with the approved budget,

Report on the finances of BHA at Executive Committee meetings,

Present an annual report at the Annual Membership Meeting in May,

Be a member of the Finance Committee,

Establish, in consultation with the Finance Committee, an endowment account at the direction of the donor,

Comply with filings required by the IRS and New York State, and

 Perform any other duties necessary to the office.

**Section 2 – The Board of Trustees**

A. Shall consist of seven members.

B. The Trustees are the directors of the Association and have the responsibility for general oversight of BHA and for promotion of the cultural purposes for which the Association was founded.

C. At their first meeting, they shall select their chair and secretary.

D.  The Trustees shall:

Control the property of BHA and determine its policies with the advice of its various committees.

Determine how the Association’s possessions will be handled.

Act on behalf of BHA, in any contractual arrangements with the Town of Bethlehem or with other associations or individuals.

 Have the authority to appoint and fix compensation of persons hired to work for BHA~~.~~

 The Chairman of the Board of Trustees is a member of the Finance Committee.

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**Section 3 – The Executive Committee**

A.  The Executive Committee shall consist of the five officers, the trustees and the chairpersons of the standing committees.

B. The Executive Committee is responsible for the day to day operations including overall planning and coordination of the museum, programs, special projects and events.

C. Members may bring suggestions or concerns to the attention of any Executive Committee member to be included on the meeting agenda.

**Section 4 – Committees**

A. The current Standing Committees and their duties shall be listed in the Procedure Handbook.

B. The President shall appoint the chairpersons of the Standing Committees.

C. The President shall form special committees, or appoint individuals, as deemed necessary to fulfill the purpose and/or efficient operation of BHA.

**Section 5 – Registrar**

A.  The President shall appoint the Registrar with advice and consent of the Board of Trustees.

B. The Registrar shall be a part of the Collections and Museum Exhibit Committee.

C. The Registrar shall:

 Maintain the collections in accordance with procedures as stated in the Collection Management Policy.

**ARTICLE VI**

**PROCEDURE HANDBOOK**

A.  Details pertaining to committee descriptions as well as Association routines and practices are assembled in The Procedure Handbook.

B.  In order to keep the handbook current, the President, with the advice and consent of the Executive Committee, will be responsible for maintaining and updating the information.

C. A copy of the book will be kept at the Cedar Hill Schoolhouse.

**ARTICLE VII**

**ELECTIONS**

**Section 1 – Nominations**

1. Nominations from members in good standing will be accepted by the Nominating  Committee up to 45 days before the elections.  Nominations must be submitted in writing.
2. The Chairperson of the Nominating Committee shall present all nominations for each elective officer and trustee at least thirty days prior to the Annual Meeting.

 **Section 2 – Terms of Office**

1. Officers shall be elected for a two-year term and shall be limited to two consecutive terms in that office and may be

nominated again after a two-year absence from that office.

1. The Trustees may determine that it is in the best interest of BHA that the current term of a current officer be extended*.*
2. Trustees shall be elected to three-year terms that will be staggered with two new Trustees to be elected each year.
3. Trustees are limited to two consecutive terms of office, but may be nominated again for that position after a two-year absence from the Board.
4. Any vacancy of officer or trustee will be filled for the unexpired term with an appointment by the

Board ofTrustees*.*

 F. Filling an unexpired term shall not constitute a full term.

 **Section 3 – Installation**

Officers and Trustees 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.

**ARTICLE VIII**

**PARLIAMENTARY GUIDE**

The rules contained in Robert’s Rules of Order, Newly Revised, shall guide proceedings of BHA, except in such cases as are governed by these bylaws.

**ARTICLE IX**

**AMENDMENTS**

A.  Any BHA member may present an amendment to these bylaws to the Board of Trustees.

B.  Following the Board’s review, the proposed amendment will be presented in writing to the general membership.

C. The vote on the proposed amendment will then take place at the next general membership meeting.

D. The proposed amendment must be approved by a two-thirds vote of those BHA members in

 attendance, provided that a quorum is present.

 **Approved by the members on October 15, 2015**

 **Amended May 2016, March 2019, May 2020**