**TOWN OF BETHLEHEM HISTORICAL ASSOCIATION BYLAWS**

**Proposed changes March 2023**

**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**

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:

1. Individual

2. Family- considered to be two voting members.

3. Student - defined as attending full time.

B. Effective Date of Membership

1. 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

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

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

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

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

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

**ARTICLE IV**

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

**REGISTRAR**

**Section 1 – The Board of Trustees**

A. The Board of Trustees shall consist of seven elected members. The President and the Town Historian serve as non-voting members.

B. The Trustees are the directors of BHA. They are responsible for the general oversight of BHA and for the assurance of the organization’s adherence to the purposes as noted in Article II.

C. The Trustees shall:

 1. maintain oversight of the museum collections and the adherence to the policies as stated in the Collection Management Policy,

 2. administer BHA policies collaboratively with its various committees,

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

 4. have the authority to appoint and fix compensation of persons hired to work for BHA,

 5. be responsible for nominations for all elected positions, and

 6. annually review the Handbook, and every third year, the Collection Management Policy, the Conflict -of-Interest policy, and the Bylaws.

D. In addition to attending Executive Committee meetings, the Trustees will meet separately

 to perform their designated duties.

E. A quorum at any Trustee meeting is four Trustees.

**Section 2 – The Officers**

A. The President shall:

 1. preside at General Membership meetings and Executive Committee meetings,

 2. designate chairpersons of standing and other special committees,

 3. submit an Annual Report as mandated by the New York State Chartering office,

 4. serve as a non-voting member of the Board of Trustees,

 5. present an Annual Report at the Annual Meeting and give copies of the Annual Report to the Town Supervisor and Town Historian,

 6. serve on the Finance Committee, and

 7. carry out any other duties necessary to the office of the President.

B. The Vice President shall:

 1. act for and assume the duties of the President in the event of the absence of the President, and

 2. perform other duties necessary to that office.

C. The Recording Secretary shall:

 1. record the minutes of each Membership and Executive Committee meeting, and

 2. present them for approval by e-mail prior to the next meeting,

 3. store approved version of minutes in the designated location determined by the Trustees,

 4. annually update and maintain a current file of the Conflict of Interest forms, and

 5. perform any other duties necessary to that office.

D. The Corresponding Secretary shall:

 1. carry out all social correspondence as delegated by the President, and

 2. perform any other duties necessary to that office.

E. The Treasurer shall:

 1. be responsible for the deposit of BHA’s funds in an insured FDIC depository,

 2. maintain adequate records,

 3. receive all dues and any other income,

 4. pay out monies in accordance with the approved budget,

 5. report on the finances of BHA at Executive Committee meetings,

 6. present an annual report at the Annual Membership meeting in May,

 7. be a member of the Finance Committee,

 8. establish, in consultation with the Finance Committee, an endowment account at the direction of the donor,

 9. comply with filings required by the IRS and New York State,

 10. provide information necessary for an annual audit to be presented to the Trustees and President for review, and

 11. perform any other duties necessary to the office.

**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.

D. The Executive Committee shall meet in early September, and bi-monthly thereafter, or at the call of the President.

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

**Section 4 – Standing Committees**

A. The current standing committees and their duties shall be listed in the 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:

 1. chair the Collection Committee,

 2. maintain the collections in accordance with procedures as stated in the Collection Management Policy, and

 3. work with the Exhibit Oversight Committee as needed.

 **ARTICLE V**

**HANDBOOK**

A. Details pertaining to committee descriptions as well as BHA routines and practices are assembled in the Handbook.

B. In order to keep the Handbook current, the Trustees will be responsible for annually updating the information.

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

**ARTICLE VI**

**ELECTIONS**

**Section 1 – Nominations**

A. Nominations of members in good standing will be accepted by the Trustees up to forty-five days before the elections. Nominations must be submitted in writing or e-mailed to the Chair of the Trustees.

B. The Chairperson of the Trustees shall present all nominations for each elective office and Trustee to the membership at least thirty days prior to the Annual Meeting.

**Section 2 – Terms of Office**

A. Trustees shall be elected to a three-year term.

B. Trustees are limited to two consecutive terms of office, but after one term removed, may be nominated again.

C. Officers shall be elected to a two-year term and may serve two consecutive terms in that office.

D. The Trustees may determine that it is in the best interest of BHA that the current term of a current officer be extended*.*

E. Any vacancy of an Officer or a 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**

A. Newly elected Officers and Trustees shall be installed at the close of the Annual Meeting.

B. New Officers and Trustees shall assume their responsibilities effective June 1.

**ARTICLE VII**

**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 VIII**

**AMENDMENTS**

A. Any BHA member may propose an amendment to these Bylaws to the Board of Trustees.

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

C. Ten percent of the members must participate in the vote. Two thirds of the votes must favor the amendment in order for it to pass.

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

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