

## By-Laws of the Franklin Historical Society

### ARTICLE I (Name)

The name of this non-profit organization shall be the Franklin Historical Society.

### ARTICLE II (Purpose)

The purpose of the Franklin Historical Society shall include preservation of the history of Franklin, Michigan in the following ways:

- collecting photos, letters, journals and artifacts
- recording oral histories
- archiving historical collections
- conducting historic tours to educate the public
- continuing stewardship of the Franklin Historic Museum and its property
- hosting events with historic significance
- providing access of collected materials for those who wish to study it
- publishing information about Franklin history

### ARTICLE III (Membership)

The following shall be the classification of members in the Franklin Historical Society:

- **Regular Member:** Those who pay annual dues. Voting privileges require residency or property ownership in the village.
- **Business Member:** Any commercial or non-profit group or organization with an interest in historic preservation which pays annual dues. Voting rights are limited to one per organization. No village property ownership or residency requirement.
- **Lifetime Member:** Those who pay a one-time established contribution. Life members are not subject to an annual dues. Voting rights require residency or property ownership in Franklin.
- **Associate Member:** Those who contribute annual dues, but have no voting rights because of non-residency or non-property ownership in Franklin.
- **Honorary Member:** Those selected by the Board of Trustees for notable service in promoting the purpose of the Society or because of their distinction in historical matters. Honorary members shall not be subject to annual dues. Voting rights require residency or property ownership in Franklin.

### ARTICLE IV (Board of Trustees)

Section 1:

The Society shall be governed by a Board of Trustees consisting of no more than 7 elected Trustees. The election of trustees shall take place at the annual meeting. The term of office for each elected Trustee shall be a period of three consecutive years except that two (2) Directors of the first Board following the adoption of these by-laws shall serve for a term of one (1) year, two (2) for a term of two (2) years and three (3) for a term of 3 years.

Section 2:

The Board of Trustees shall determine the general policies of the Society.

Section 3:

Only residents and/or property owners in Franklin shall be eligible to serve as trustees of the Society.

Section 4:

A majority of the Board of Trustees shall constitute a quorum.

Section 5:

Three unexcused absences from meetings of the Board of Trustees during a one year period may be considered to constitute resignation from the Board.

Section 6:

The Board of Trustees shall hold at least six meetings annually.

Section 7:

When a vacancy occurs, the Board shall elect a Trustee to fill the vacancy until the next annual meeting.

### ARTICLE V (Officers)

Section 1:

The Board of Trustee shall elect officers consisting of a President, Vice President, Secretary and Treasurer

Section 2:

The President shall be the chief executive officer of the Society, and with the advice and under the supervision of the Board of Trustees, shall have general management of the affairs of the Society. The President shall preside at all meetings of the membership and of the Board of Trustees.

Section 3:

The Vice President shall have such powers and authority as may be delegated to him or her from time to time by the President or by the Board of Trustees. In the event of the absence or disability of the President, the Vice President shall preside at meetings and carry on all other functions which the President would perform if present or not disabled.

Section 4:

The Secretary shall send out notices of meetings and shall have charge of the membership list of the Society. The Secretary shall collect, record and promptly dispose of all Society correspondence. The Secretary shall act as clerk at all meetings of the membership and of the Board of Trustees, and shall record all proceedings of said meetings in a book for that purpose and keep an official roll call.

Section 5:

The Treasurer shall have custody of the funds of the Society, under the supervision of the Board of Trustees. The Treasurer shall collect and receive all monies, make disbursements as authorized by the President, and keep a record of all financial matters of the Society. The Treasurer shall prepare an Annual Report to be presented to the membership at the Annual Meeting, as well as monthly Financial Reports to the Board of Trustees.

## **ARTICLE VI (Meetings)**

Section 1:

The Annual Meeting of the Society shall be held during the month of June each year on such day as the Trustees may designate. Notice of such meeting shall be mailed to each member at least 15 days prior to the date for such meeting.

Section2:

Meetings are open to the general membership.

Section 3:

A Special Meeting of the members of the Society may be called at any time by the Board of Trustees, stating the purpose of the meeting. The written notice for a Special Meeting shall state the specific purpose for which the meeting is called and such notice shall be sent via mail or e-mail to the membership at least 15 days prior to the date for such meeting.

Section 4:

Ten voting members shall constitute a quorum for the transaction of the business of any General Meeting.

Section 5:

Election of Trustees shall take place at the Annual Meeting. The proposed slate shall be submitted by the Officers or a Committee designated by them. Nominations may also be made from the floor by a voting member in good standing. Nominees must have agreed to stand for election prior to submission of their name. Only members in good standing i.e., paid up members, shall be entitled to vote. Newly elected Trustees shall take office at the Annual Meeting.

## **ARTICLE VII (Committees)**

Trustees shall create standing committees as needed.

## **ARTICLE VIII (Dues/Contributions)**

Section 1:

Dues shall be established annually by majority vote of the Trustees.

Section 2:

Contributions may be made to the Society for any function within the purposes of the Society.

## **ARTICLE IX (General)**

Section 1:

The Board of Trustees may at its discretion adopt a suitable design as the Corporate Seal of the Society.

Section 2:

The By-Laws may be amended at any regular or special meeting by a majority vote of those present, provided written notice of the proposed change was given to the membership 15 days prior to the meeting at which action is to be taken.

Section 3:

The rules contained in Robert's Rules of Order shall govern the proceedings of the Society except in such cases as are governed by U.S or Michigan laws.

Section 4:

In the event of dissolution of the Society, all assets, real and personal, shall be distributed by the Trustees to such organizations as are qualified as tax exempt under Section 501 (c) (3) of the Internal Revenue Code, or corresponding provisions of the United States Revenue Laws.

Section 5:

Each officer, Trustee, or Committee Chairman of the Society, at the end of his or her term of office, shall turn over all books, records, materials, artifacts, etc., under his or her jurisdiction, to the newly-elected incoming officer, Trustee or Committee Chairman.

Section 6:

The membership, program and fiscal year of the organization shall be from July 1<sup>st</sup> through June 30th.