

FULTON COUNTY HISTORICAL SOCIETY INCORPORATED

BY-LAWS

Adopted 21 April 1975

Amended 24 July 1993

Amended 3 August 1996

Amended 20 April 2013

Amended 19 Mar 2020

Amended 17 Sep 2020

Article I – Purpose

The Fulton County Historical Society will bring together those people interested in the history of Fulton County, and will promote an understanding and appreciation for the people and community of Fulton County through research, leadership, administrative and other central services and resources to fulfill its purpose. The Society has the goal of providing historical information to the community and general public, without regard to race, color, creed, age, gender, religion, or disabling conditions.

ARTICLE II– Name, Location, and Real Estate

Section 1. Name: The name of this Society shall be the Fulton County Historical Society, Inc., hereafter referred to as the “Society” in respect to its having been incorporated as a 501c3 Non-Profit Organization within the State of Pennsylvania. The Fulton County Historical Society is a corporation which does not contemplate pecuniary gain or profit, incidental or otherwise. Notwithstanding any other provision of these By-laws, the Society shall not carry on any other activities not permitted to be carried on (a) by a

corporation exempt from Federal income, tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 2. Principal Location: 211 Lincoln Way E, McConnellsburg, PA 17233 with a presence in the Fulton House, 114 Lincoln Way E, owned by the Borough, and a research room in the Fulton County Library at 227 North First Street.

Section 3. Real Estate: 209- 211 Lincoln Way E, McConnellsburg, Winegardner School (Historical), South Madden Rd, Hustontown, Ft. Coombs Marker, Bethel Township.

ARTICLE III – Membership, Dues, and Meetings

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

Section 2. Membership shall be in four classes:

A. INDIVIDUAL/FAMILY members - Any person, group, or firm offering special support to the goals of the Society shall be eligible. Annual dues for individuals/family memberships shall be set by a two-thirds vote of the board of directors and/or by a two-thirds vote of members present at an annual meeting.

B. INSTITUTIONAL members - Any organization, board, school, business, or library interested in the history of Fulton County shall be eligible. Annual dues for business, institutional, or professional memberships shall be set by a two-thirds vote of the board of

directors and/or by a two-thirds vote of members present at an annual meeting.

C. LIFE members - An individual only. Dues for a life membership shall be set by a three-fourths vote of members present at an annual meeting, upon recommendation by the board of directors.

D. HONORARY members - 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 members present at an annual meeting, upon nomination by the board of directors.

Section 3. Annual dues shall be payable in advance and shall expire in April of each year. Members in arrears more than six (6) months after payment is due shall be dropped from membership.

Section 4. Regular meetings of the Society shall be held quarterly.

Section 5. Special meetings may be called by the president.

Section 6. The annual meeting of the Society shall be held during the spring of each year.

Section 7. Ten of the active members of the Society shall constitute a quorum. Of these ten, a majority of the board must be present.

Section 8. The board of directors shall meet at the request of the president or at the request of a majority of the officers and directors. At any meeting of the board of directors, six members shall constitute a quorum.

Section 9. The parliamentary rules contained in Robert's Rules of Orders shall govern the proceedings of the Society except in such cases as are governed by the Constitution or the bylaws.

Section 10. ORDER OF BUSINESS

- Call to order
- Review and approval of minutes of previous meeting
- Treasurer's report
- Reports from Standing and Special Committees
- Old Business
- New Business
- Adjournment

ARTICLE IV - Officers and Directors

Section 1. The officers shall be a president, a vice-president, and a secretary, who shall be elected for a term of one year; and a treasurer and six directors, who shall be elected for a term of three years.

Section 2. The officers and directors shall constitute the board of directors. The duties shall be as follows:

- A. The PRESIDENT shall have executive supervision over the activities of the Society within the scope provided by these by-laws. He shall preside at all meetings. He shall report annually on the activities of the Society. He shall appoint the chairpersons of committees.
- B. The VICE PRESIDENT shall assume the duties of the president in the event of absence, incapacity, or resignation of the president.
- C. The SECRETARY shall keep the minutes of meetings of the Society and of the board of directors, send out the agenda of the board meetings and announce the meetings, and maintain the membership roster.

D. The TREASURER shall be responsible for the safekeeping of society funds and for maintaining adequate financial records. He shall deposit, or cause to be deposited, all monies received by the society into society accounts as directed by the board in the name of the Fulton County Historical Society, Incorporated. Monies shall be paid out by any generally accepted means approved by the board on the recommendation of the treasurer and the president. The treasurer shall provide a financial report at each meeting and render an annual report based on the fiscal year.

E. The BOARD OF DIRECTORS shall have the power to conduct all affairs of the Society. They shall decide questions of policy that for any reason cannot be acted upon at a meeting of the Society and perform such other functions as designated in the bylaws or otherwise assigned to it.

F. At the discretion of the Board, an Executive Assistant may be appointed with duties as follows:

1. Collect, distribute, and answer mail as appropriate
2. Maintain a stock of books/merchandise for sale and fill orders
3. Prepare stories and advertise upcoming events for all media
4. Write grant proposals and assist with managing any grant monies received as well as writing final reports for the granting agencies
5. Send official letters to individuals or organizations that have made contributions to the Society.
6. Execute special projects as requested by the president.

Section 3. All officers and directors shall be elected by a plurality of votes (cast by secret ballot, if there is more than one candidate for an office) at the annual meeting.

A. Not less than two months prior to the annual meeting, the secretary of the Society shall send to each member a blank upon which such member may nominate one person for each office open to election. Nominations shall be returned not less than one month before the annual meeting. A committee on nominations, appointed by the president, shall select a slate of candidates from a list of all nominees.

B. Nominations may be opened prior to balloting at the annual meeting upon affirmative vote of a majority of members present at the annual meeting. A candidate for election shall be an active member.

C. A person who has been elected to the board of directors for two consecutive terms, or 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.

D. Officers and directors shall take office at the annual meeting at which they are elected and shall serve until their successors have been duly elected and installed. In the event of resignation or incapacity of the president, the vice-president shall fill that office; the vacancy of any other office may be filled by a vote of the board of directors and that person shall serve the remainder of the term.

ARTICLE V - Committees

Section 1. The Society shall have the following standing committees:

A. LIBRARY Committee - responsible for collecting, cataloging, care, arrangement, and repair of books, manuscripts, newspapers, and other historical source material.

B. MUSEUM Committee - responsible for collecting, cataloging, cleaning, repair, and storage of historic objects; for arranging museum exhibits, and for the care and upkeep of museum quarters.

C. PUBLICATIONS Committee - responsible for finding ways and means for publishing joint or individual research studies and books. The committee will also publish quarterly newsletters to members and prepare press release for media, radio or television programs.

D. HISTORIC SITES Committee - responsible for establishing the historic validity for sites for marking historic sites; for arranging historical tours.

E. PROGRAM Committee - responsible for arranging suitable programs, for setting time, place, and date of meetings.

F. MEMBERSHIP Committee - responsible for membership drives and processing new candidates for membership.

G. NOMINATIONS Committee - responsible for making nominations for officers and members of the board of directors.

Section 2. The president shall appoint chairpersons of the standing committees.

Section 3. Other committees, standing or special, may be appointed by the president as directed by the Society or board of directors.

ARTICLE VI - Dissolution

Upon dissolution of the Fulton County Historical Society, assets of the Society shall be distributed for one or more tax exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding section of any future federal tax code or shall be distributed to the federal government, or to a state or local

government, for a public purpose. No part of the funds or assets of the Society shall be distributed to the members or the Society or its Board of Directors or Officers.

ARTICLE VII - Amendment Procedure

These bylaws may be amended at any regular meeting by a two-thirds vote of those voting, provided notice was given at the previous meeting. Or they may be amended at a special meeting called for that purpose, with previous notice and a two-thirds vote. All proposed amendments shall be submitted in writing.

ARTICLE VIII – Limitation of Personal Liability

The Fulton County Historical Society shall provide liability insurance for all officers, directors, and volunteers performing duties in an official capacity. Individuals shall not be personally liable for monetary damages as such for any action taken, or failure to take any action unless:

- A. the society member has breached or failed to perform the duties of their office and
- B. the breach or failure to perform constitutes self-dealing, willful misconduct, or recklessness.