

**Greene County Historical Society  
(Springfield, Missouri)  
By-Laws**

**(Approved November 15, 2014)**

**Article I  
Name**

The name of this organization shall be the Greene County Historical Society.

**Article II  
Purpose**

The purpose of the organization shall be to foster and maintain an interest in the history of Greene County through programs, publications, projects, and observance. The Society encourages dialogue with other groups in the County who are seeking to preserve the heritage and history of the area. Cooperative heritage and historical programs and activities with these other groups are encouraged in order to better meet the stated purposes of the Greene County Historical Society.

**Article III  
Membership**

**Section I**

Any person interested in the history of Greene County, Missouri, and who applies for membership in any classification, shall hereby become a member upon receipt by the Society of the appropriate membership dues.

**Section II**

The Society shall be composed of Life, Annual, and Honorary members.

1. Life membership may be attained upon a single payment to the Society of a contribution of one hundred dollars (\$100.00). This sum shall be placed in the Endowment Fund and only the interest used.
2. Annual membership may be attained upon payment to the Society of a contribution of five dollars (\$5.00). Annual memberships may include all members of one household. Each annual membership will be entitled to one vote.
3. Honorary membership may be granted by the Board of Directors to individuals who have furthered the goals and ideals of the Society. Honorary members shall not be required to pay dues and retain all the privileges of Life and Annual members.

### **Section III**

The membership year shall correspond to the calendar year, and dues shall in all cases become due and payable on January 1.

### **Section IV**

Members failing to pay their dues within four months after they become payable shall be deemed members not in good standing and will forfeit all privileges offered that classification of members. Membership will be reinstated upon payment of membership dues for the current year.

## **Article IV Meetings**

### **Section I**

#### Annual Meetings

There shall be a yearly Annual Meeting of the Society as designated by the Board of Directors at which officers shall be elected by the membership and annual reports presented.

### **Section II**

#### Regular Meetings

The time and date of the regular meetings of the Society shall be set by the officers working together with the Board of Directors.

### **Section III**

#### Special Meetings

Special meetings may be called by the President at any time, and may also be called upon written request made by ten members of the Society to the President, and also by a majority of the Board of Directors. Members of the Society shall be given one week notice of such special meetings with the purpose of the meeting being stated.

### **Section IV**

#### Quorum

Active members in attendance shall constitute a quorum.

### **Section V**

#### Board of Directors Meetings

The Board of Directors shall hold meetings as needed, upon the call of the President, or any three members of the Board of Directors. Five members thereof shall constitute a quorum.

## **Article V Officers and Board of Directors**

### **Section I**

The officers of this Society shall be:

- President, Vice-President, and Secretary, who shall be elected for terms of two years;
- Treasurer, who shall be appointed by the Board of Directors for a term of one year;
- A minimum of 3 directors who shall be elected for a term of three years, except where vacancies shall demand that some directors be elected for one or two years.
- The immediate past President will serve as a Director until succeeded by the next retiring President.

### **Section II**

The Officers and Directors shall constitute the Board of Directors. The President of the Society shall be Chairman of the Board of Directors. The Secretary of the Society shall be Secretary of the Board of Directors.

## **Article VI Election of Officers and Directors**

### **Section I**

All Officers and Directors shall be elected by a majority of votes cast by ballot at the annual meeting. However, if the slate of candidates be unopposed, this rule may be suspended by majority vote of members present, and the slate elected by acclamation.

### **Section II**

Not less than two months prior to the annual meeting, the President, with the approval of the Board of Directors, shall appoint a committee on nominations, composed of three members: two members from the Board of Directors and one from the general membership. The committee will select a slate of candidates to be presented to the Board, and elections will be held at the next membership meeting.

### **Section III**

Nominations may also be made from the floor by any active members of the Society prior to balloting at the annual meeting. Any nominations made after the deliberation of the committee on nominations shall be added to the slate of candidates upon affirmative vote of a majority of members present at the annual meeting. A candidate for election shall be an active member in good standing.

### **Section IV**

At the end of his/her term, a person who has been elected to the Board of Directors may be elected to the same office or another office.

## **Section V**

There shall be an installation of new officers as arranged by the Board of Directors, and the officers shall serve until their successor has been duly elected and installed. In the event of resignation or incapacity of any officer except the President, the vacancy may be filled by a vote of the Board of Directors for the unexpired term of office.

## **Section VI**

The Society shall have the power to remove any Officer or Director from his or her office for such reasons and in such a manner as the Society may prescribe, provided, however, such officer or director who may be charged with misconduct or malfeasance shall be notified of the charges and provided a two week opportunity to answer said charges.

# **Article VII**

## **Duties of Officers and Board of Directors**

### **Section I**

#### Officers

##### 1. President

The President shall be responsible for the administration of the decisions of the Board of Directors and membership of the Society, and see that the business and best interest of the Society is attended to. He or she shall preside at all meetings of the Society and of the Board of Directors. The President, in cooperation with the Board of Directors, shall plan and arrange for the programs of the Society. In the case the President is absent at any meeting, the Vice-President shall assume the duties of President. In case the President and Vice-President shall be absent, the Secretary shall conduct the meeting.

##### 2. Vice-President

The Vice-President shall assist the President in fulfilling his or her duties when called upon and will preside at all meetings in the absence of the President. Should the office of President become vacant due to resignation or incapacity, the Vice-President shall assume the duties of the President for the unexpired term of office.

##### 3. Secretary

The Secretary shall keep the minutes of all meetings of the Society and Board of Directors; conduct the correspondence of the Society when needed or directed; and make a report at the annual meeting on the work of the Society during the past year.

##### 4. Treasurer

The Treasurer shall have responsibility for the dues of members and expenditure of Society funds. He or she shall keep an account of the same, and shall make a report thereof in the annual meeting and whenever required by the Society or Board of Directors. He or she shall pay out the monies of the Society only on the presentation of bills approved by the Board of Directors as attested by the

Secretary or President, or receipts. Any expenditure above one hundred dollars must be approved by the Board of Directors, except for normal operating expenses.

The fiscal year of this Society shall be from January 1 to the following December 31.

The records of the Treasurer shall be subject to an annual audit by the Board of Directors.

## **Section II**

### Board of Directors

The Board of Directors shall give general direction to the work of the Society. Goals and projects for the year should be adopted at the first Board of Directors meeting of the year. The membership shall be notified of all major decisions made by the Board of Directors.

## **Article VIII Committees**

### Standing committees:

Standing committees may be established by the Society membership at the recommendation of the Board of Directors. Committee chairpersons shall make an annual report of the work of their respective committees at the annual meeting. Committee chairpersons will be appointed for a term of one year, subject to subsequent reappointments. No committee chairperson shall serve more than six years as chairperson of the same committee. Committee membership shall be composed of as many members as deemed necessary to carry out its duties.

### Ad hoc committees:

Other committees may be appointed by the President as deemed necessary for the conduct of the business of the Society.

## **Article IX Establishment of Special Funds**

### **Section I**

The Board of Directors shall establish an Endowment Fund. The purpose of this fund shall be to provide permanent income to supplement Society dues. Into this fund shall be placed all income from Life Memberships and any additional income received by the Society which the Board of Directors deems not needed for current expenses. Only the income of this Endowment Fund shall be expended. The Treasurer shall give a report at the annual meeting of the amount invested in the Endowment Fund, the rate of interest, and the amount of interest received during the fiscal year from the investment. The monies may be placed only in insured investments or the Community Foundation of the Ozarks.

## **Section II**

The Board of Directors shall be empowered to set up additional Funds, and to receive monies for specific projects. The Treasurer shall give a report of these Funds at the Annual Meeting, or at any time when so requested by the Board of Directors. If any of these special funds are invested, they may only be invested in insured investments of the Community Foundation of the Ozarks.

### **Article X Affiliation with Other Societies**

This Society shall have the power to enroll and affiliate as an annual institutional member of the Missouri State Historical Society or any other recognized national, state or regional society or organization whose stated objectives are similar to or sympathetic with those of this Society, and may whenever feasible, send a delegate to represent it at the annual meeting of such a society or organization.

### **Article XI Amendments**

Amendments to these By-laws may be proposed in writing and filed with the Secretary by any three members. The Board of Directors must approve the amendment by a 2/3 vote and present it in writing to the members at least two weeks before the scheduled Society vote. If approved by 2/3 vote of the members present, the amendments shall become a part of the By-laws.

### **Article XII Rules of Order**

Robert's Rules of Order (Revised) shall be the parliamentary authority at all meetings of the Society, of the Board of Directors, and or all committees in all cases to which they are applicable, and in which they are not inconsistent with the By-laws or corporate charter of this Society.

Revision to these By-laws approved November 15, 2014.