

LINCOLN COUNTY HISTORICAL SOCIETY, INC.

BY-LAWS

Mission

The mission of the Lincoln County Historical Society is to promote the preservation of the historical, social and cultural legacy of Lincoln County from the period of human habitation to the present day. The LCHS will provide programming, exhibits, and special events for the people and visitors to the county, while maintaining an archive of documents and graphics that serves to enhance contemporary research and to empower audiences to engage in a dialogue about the legacy of Lincoln County, NM to the Southwest and its continuing impact on the nation.

Vision

Residents of Lincoln County view the LCHS as a public asset and as one of the finest historical societies in the State of New Mexico.

The Lincoln County Historical Society, serves as a collaborative entity with nearby museums and attractions that promotes the tourism market in the county and immediate area.

The Lincoln County Historical Society is a dynamic organization that serves as an important regional research center that promotes a greater awareness of the historical and cultural contributions of area residents, events, places and organization that contribute to the historical and cultural legacy of the southwest.

The Lincoln County Historical Society is a model of cooperative stewardship within the county, serving as a model for other organizations that contribute information and expertise to all residents, organizations, and governmental entities as an advocate for the preservation of local history in all its relevant forms.

1. ORGANIZATION

Section 1.

All business and property of the Society shall be managed by the Board of Directors. The officers shall consist of a President, a Vice President, a Secretary, and a Treasurer. The Board of Directors shall be comprised of the four officers and up to eleven members for a total of fifteen members. Each member of the Board shall serve until their successor is properly elected and qualifies to serve on the Board.

Section 2.

The Society shall have such committees as are deemed necessary to successfully fulfill the purposes of the Society. Committees shall be appointed by the President and approved by the Board of Directors.

Section 3.

The Board of Directors shall have the power and duties necessary for the administration of the affairs of the Corporation. The powers of the Board of Directors shall include, but not be limited to, the following:

(a) The establishment and conduct of fund raising campaigns to prove operating funds to be expended pursuant to an annual budget formally adopted by the Board.

(b) The promulgation of such rules and regulations as may be deemed proper and which are consistent with these By-Laws and the Articles of Incorporation.

(c) Solicitation and collection of contributions and funding from individuals and charitable and governmental entities to be used for the purposes as set forth in the Articles of Incorporation.

2. DUTIES

Section 1.

The President shall preside at the meetings of the Society and the Board of Directors. The President shall designate committees and may appoint Chairpersons for those committees, subject to approval of the Board. The President may call special meetings of the Board of Directors.

Section 2.

The Vice President shall preside at meetings in the absence of the President. If the office of the President becomes vacant for any reason, the Vice President shall assume the duties of the President.

Section 3.

The Secretary shall keep minutes of both the Society's meetings and the Board's meetings. The minutes shall be placed in a permanent record book. The Secretary shall notify members at least 10 days before meetings; the Secretary may use the Society Newsletter as a meeting notice vehicle. The Secretary shall retain all official committee reports that are made in writing.

Section 4.

The Treasurer shall receive all monies and deposit in a bank designated by the Board of Directors. The Treasurer shall keep a complete record of all money received and disbursed and shall keep an up-to-date file of membership names and addresses. The Treasurer shall report in writing at the Society's Annual Meeting. The Treasurer shall write checks for disbursement of moneys as directed by the Board.

Section 5.

The Historian/Archivist may be a member of the Board of Directors and a person well versed in the objectives of the Society and capable of organizing and maintaining all historical records and artifacts of the Society in good order. The Historian/Archivist is to cooperate with all bona fide researchers who are interested in the objectives of the Society.

Section 6.

The term of office of the elected officers and Board of Directors shall be two years and may be reelected. Elected officers and Directors shall assume office immediately upon election at the Annual meeting in even-numbered years. The first elected officers and Directors shall serve from the organizational meeting of the Society until the Annual meeting of October 1990.

Section 7.

Vacancies on the Board. In the event of a vacancy on the Board of Directors for any reason, the President, with the approval of the Board of Directors, may appoint a member to serve for the unexpired term of the vacancy.

Section 8.

A Board member must serve on at least one Committee, or be active in some other capacity.

Section 9.

Members at Large. A Board Member "at large" may be appointed at the discretion of and with approval of the Board. A member at large would have voting privileges.

3. MEETINGS

Section 1.

The Society shall hold an Annual Meeting each year in October. Written notice thereof is to be mailed to each member by the Secretary at least ten days prior thereto and not more than thirty days prior thereto. The meeting notice shall include the agenda of the meeting. Special meetings of the Society may be called by a majority vote of the Board of Directors.

Section 2.

The Board of Directors shall meet as required to provide efficient and effective management of the affairs of the Society. Board meetings are to be called by the President or the Vice President acting in the absence or inaction of the President. A majority of the Board of Directors may call a meeting of the Board of Directors.

Section 3.

Absence from three consecutive meetings of the Board may be considered cause for declaring a vacancy in the position by the Board. If three-fourths of the members present at the meeting declare a vacancy, then the Board may elect another to fill the unexpired term.

Section 4.

Roberts Rules of Order shall be the basis of parliamentary procedure of the Society.

A quorum at all meetings of the Society shall be the number present at any properly called meeting.

4. ELECTIONS

Section 1.

At the meeting prior to the annual meeting held in October, a Nominating Committee of at least three members in good standing shall be created one member appointed by the President and two additional volunteer members.

Section 2.

At the annual meeting held in October of even numbered years, the Nominating Committee shall nominate candidates for each office and members of the Board of Directors. Nominations can also be made from the floor.

Section 3.

All members of the Society shall be entitled to one vote at the Annual meeting. No proxy votes will be allowed.

Section 4.

Proxy Votes. Proxy votes pertain only to elections and shall be submitted in a sealed envelope to the chairperson of the Nominating Committee.

5. AMENDMENTS

Section 1.

An amendment to the By-Laws may be submitted by any member at any meeting of the Board of Directors, provided it is submitted in writing.

Section 2.

The Board of Directors shall approve or disapproved of the proposed amendment. If the Board of Directors approves the amendment, it shall be placed on the ballot at the next Annual Meeting.

Section 3.

A proposed amendment shall be considered passed and become a part of the By-Laws if approved by two-thirds of the ballots cast.

6. FIDELITY BONDS

Section 1.

The Board of Directors may require any of the officers and employees of the corporation handling or responsible for corporate funds to be furnish suitable and adequate fidelity bonds. The premium for such bonds shall be paid by the Society.

7. CORPORATE SEAL

Section 1.

The Board of Directors may provide a suitable Corporate Seal containing the name of the corporation, which seal shall be in the charge of the Secretary. If so directed by the Board of Directors, a duplicate of this seal may be kept and used by the Treasurer or an Assistant Secretary or an Assistant Treasurer.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 5th day of
March, 2011.

Gary Cozzens
President

Jay Smith
Vice President

Marilyn Burchett
Secretary

Sadie Mann
Treasurer