

- Section 4 Annual Dues structure shall be determined by the Board. Voting Rights and Eligibility to be an Officer may be restricted for some classifications of membership as determined by the Board of Directors.
- Section 5 No membership may be transferred and the organization will not consider honorary or complimentary memberships unless voted on and passed by a majority of the governing board.
- Section 6 Paid members of record as of June 1, 2014 are termed charter members.
- Section 7 Members nominated or appointed to hold office must be members in good standing at the time of appointment or nomination.
- Section 8 Members in good standing are those who have paid their dues and conform to governing documents and rules of the organization. Membership may be revoked by a 2/3 vote of the Board of Directors.

ARTICLE III GOVERNING BODY

- Section 1 The governing body of the Society shall be a Board of Directors consisting of four (4) officers and three (3) directors elected for a term of two years by the general membership.
- Section 2 Minutes and all books and records of accounts of the organization must be made available for inspection to any voting member for all legitimate purposes.
- Section 3 Four members of the Board shall constitute a quorum.
- Section 4 An officer or director may resign, or be terminated by a 2/3 vote of the Board of Directors, if unable to perform the duties of office as agreed upon.
- Section 5 Should a seat become vacant during a term of office, the president shall fill said vacancy for the un-expired term by appointment subject to approval by the Board.
- Section 6 Any person who has served as an Officer for three (3) consecutive terms shall not be eligible for the same office unless there is an interval of one (1) term.
- Section 7 Each Director who is not an Officer shall serve on at least one committee, and/or provide in-kind service or financial support.

ARTICLE IV MEETINGS

- Section 1 Meetings of the membership shall be held annually, at the discretion of the Board, and all members shall be so notified in advance by phone or e-mail not less than ten days before the date of the meeting.

Section 8 If using electronic voting, ballots should clearly state the deadline for voting and shall be e-mailed to all members in good standing no later than one week before the general meeting.

Section 9 Members in good standing may vote in an election. Nominees for office must be members in good standing.

Section 10 In the event of failure to fill any such office by election at an official meeting, the current incumbent may continue in office in an acting role until a replacement can be either appointed by the Board of Directors for the remainder of the current term, or elected at the next annual official meeting. Any mid-year replacement or appointment to fill a vacancy during the term of current directors shall be for the remainder only of the current term of office.

ARTICLE VI AMENDMENTS

Section 1 Amendments to the by-laws shall be proposed at regular board meetings and, if approved by a majority of the board, shall be submitted to the general membership for review and changes no less than 10 days before the next regularly scheduled general meeting. Bylaw changes must be approved by the general membership. An assenting vote shall be considered fifty-one percent (51%) of all votes cast.

Section 2 The president may call a special meeting for purposes of amendments or may schedule an electronic vote for the purposes of amending the bylaws. The membership should have 10 days to review any amendments before a vote to amend the bylaws is conducted.

ARTICLE VII DUTIES OF OFFICERS AND DIRECTORS

Section 1 The President shall be the spokesperson for the organization; shall have the general powers usually vested in the office of president of a corporation; shall preside over all meetings of the board and the general membership.

Section 2 The Vice president shall act in the absence of the president and shall assume the office of president should the incumbent become unable to complete the term of office.

Section 3 The treasurer shall have custody of all corporate funds and securities and shall keep in books belonging to the organization full and accurate accounts of all receipts and disbursements. The treasurer shall be responsible for any endowment funds and membership.

Section 4 The Secretary shall maintain all records, contracts, minutes, and other non-financial documents. The Secretary must also keep a complete inventory of the collections, provenance, and other attributions of the items held or loaned to the Society.

Section 5 Officers and non-officer directors shall attend meetings of the board and shall be eligible to serve as chair of standing and/or special committees.

ARTICLE VIII COMMITTEES

Section 1 Committees shall be designed as standing or special (ad hoc). Standing committees continue until terminated by the board and conduct the continuing business of the organization. A special committee could be established for a specific short-term goal and would cease to exist as soon as the organization received its final report.

Section 2 Standing committee appointments shall be made every two years and expire with the expiration of the president's term of office.

Section 3 A committee shall consist of a chair appointed by the board and at least two additional members.

Section 4 Committee chairs shall have discretion on staffing of their committee. All committee members must be members in good standing in the Society.

Section 5 Committees may incur expenditures of up to \$500 without board approval as long as the committee is within budget as determined by the board of directors. Committees may not enter into any financial obligation without the prior approval of the board of directors.

Section 6 Business transactions between Society and members or directors. The Society may enter into a transaction with officers or directors for services when such transaction would accrue benefit to the organization and after approval by the Board of Directors. In these instances it is necessary that all involved be vigilant of potential conflict of interest and maintain a strict code of ethics.

ARTICLE IX GIFT ACCEPTANCE POLICY

Section 1 The Society must follow strict guidelines governing its solicitation and acceptance of charitable gifts.

Section 2 There are two types of gifts, current and planned. Gifts should be unrestricted or undesignated, in which case the Board of Directors may use them as it deems best for the Society. Such gifts are of the greatest value to the Society. Gifts may be designated, in which case donors state the use to which they would prefer the gift to be put but do not and will not, hold the Society responsible for absolute, legal, restricted use. Restricted gifts will be accepted under special circumstances.

Section 3 The Society reserves the right to refuse any gift. Society employees, volunteers, Board members, and, occasionally, its agents, may receive gifts on behalf of the institution, but only the Board of Directors acting as a body, may accept gifts.

