

Constitution of the Historical, Natural History and Library Society of Natick

As last amended at the 2020 Annual Meeting

Article 1: Name

§1: This Society shall be called the Historical, Natural History and Library Society of Natick. (Short title: Natick Historical Society)

Article 2: Mission and Purpose

§1: The Mission of the Historical Society is to **build community by inspiring connections to local history**. ~~receive, collect and maintain items and artifacts of our local heritage and of antiquarian significance to the Town of Natick since its earliest habitation.~~

§2: The Purpose of the Society is, **through our collections, programs, and outreach, to conserve, interpret, and share the historic elements of our past that are central to the development and ongoing life of the Natick community**. ~~to support the museum and conduct activities to promote Natick History with education and public notification programs.~~

Article 3: Board of Directors

§1: The Board of Directors shall superintend and conduct the executive and prudential business of the Society; authorize all expenditures of money; and see that the Constitution is duly complied with.

§2: The Board of Directors shall comprise the immediate past President plus at least eight but not more than twelve Directors elected from the Society membership.

§3: The Board of Directors may appoint an Executive Director of the Museum, a Curator and create and fill any other positions they deem appropriate.

§4: **The Treasurer and** three members of the Board of Directors shall be appointed by the President to serve as a Finance Committee. Said Committee shall advise the Board of Directors on the management of the endowment, the annual budget, all extraordinary expenditures and other financial matters.

§5. The Board of Directors, by majority vote, may approve the creation and dissolution of standing and ad hoc committees. Directors shall serve on committees as appointed by the President and perform such other duties as needed.

Article 4: Officers

§1: The Officers of the Natick Historical Society shall consist of a President, Vice-President, Secretary, and Treasurer.

§2: The President shall preside at meetings of the Society and of the Board of Directors and shall perform such other duties as ordinarily pertain to this office. In the absence of the President, these duties shall devolve to the Vice-President and in the case of the absence of both these officers, to a Director present who may be so selected. The President is an ex-officio member of all standing and ad hoc committees created by the Board of Directors.

§3: The Vice-President shall preside at meetings of the Society and Board of Directors in the absence of the President and perform such other duties as ordinarily pertain to this office.

§4: The Secretary shall keep the records of the membership, send out notices of meetings of the Society and the Board of Directors and make a full and explicit record of all proceedings of those meetings.

§5: The Treasurer shall ~~oversee all financial aspects of the Society. This shall include, but is not limited to, development of the annual budget, together with the Director and Board President; its presentation to the full Board for approval at its January meeting; and its review, with the Director to ensure budget targets are maintained. The Treasurer shall manage the Endowment and relations with investment managers; and determine allocations, investment options, and withdrawals, with recommendations to and the approval of the Board of Directors. The Treasurer shall provide a~~ financial report to the Society at its Annual Meeting.

~~superintend all moneys belonging to the Society. He shall manage the operating account into which he will deposit all ordinary income and from which he shall pay all ordinary budgeted expenses as approved by the Executive Director. He shall manage the Endowment by making investments or withdrawals as approved by the Board of Directors. He shall keep a full account of the transactions in all funds and he shall report, in writing, at the regular business meetings of the Board of Directors and at the Annual Meeting of the Society.~~

Article 5: Elections and Term of Office

§1: The Officers of the Society shall be elected each year for the following fiscal year from the Board of Directors, by ballot or by voice vote at the Annual Meeting, by a majority of the members present and voting. Their terms of office run from the first day of March to the last day of February of the following year.

§2: Each year, one third of the Directors shall be elected to three-year terms from the Society membership, by ballot or by voice vote at the Annual Meeting, by a majority of the members present and voting. Their terms of office shall run from the first day of March to the last day of February.

§3: The fiscal year of the Society shall run concurrent with the calendar year.

§4: The Board of Directors shall prepare a list of nominations for the offices that need to be filled, in preparation for the Annual Meeting.

§5: A vacancy, occurring in any elective office, may be filled, until the next Annual Meeting, by a majority vote of the Board of Directors.

Article 7: Membership and Voting Rights

§1: Any person who makes a financial contribution or a significant in-kind contribution to the Natick Historical Society may be considered part of the Society community ("member") and, as such, is eligible to participate in and vote at the Annual Meeting and to serve on the Board of Directors throughout the calendar year following the date of their most recent donation.

§2: Honorary members may be elected, when recommended by the Board of Directors, from persons for their position or attainments, to whom the Society may wish to show their respect and gratitude. Honorary members have no voting rights or official duties.

Article 8: Meetings and Quorum

§1: Meetings of the Society shall be held at least ~~twice~~ **once** a year on dates set by the President, one of which shall be held in the month of February as an Annual Meeting.

§2: A quorum of the Board of Directors shall consist of a majority of the Directors. A quorum of Annual Meeting shall consist of a majority of members (as defined in Article 7 §1) present and written proxies voting at such meeting.

§3: Meetings of the Board of Directors shall be held at least four times a year on dates set by the President.

§4: All stated meetings shall be held in accordance with Robert's Rules of Order.

§5: Written notice of the Annual Meeting, designating the time and place, shall be sent by the Secretary to every member, at least one week before the meeting.

Article 9: Property and Collections

§1: A registry of all accessioned items shall be maintained with the names of donors and date of donation.

§2: A registry of all loaned items shall be maintained with the names of lenders, borrowers and date of loan.

§3: The Society may hold real and personal property necessary or appropriate for its organization, mission and purpose.

§4: The Society shall not dispose of any article in the collection either by sale or gift without first obtaining the approval of the Board of Directors. The Board may de-accession material not relevant to the history of Natick by a majority vote of the Board. Such action may be taken following the recommendation of the Executive Director of the Museum and the Curator.

Article 10: Amendments

§1: The Board of Directors may propose amendments to this Constitution at any time. The proposed amendment shall be adopted upon a positive vote of two-thirds of the members present and voting at a regular meeting of the Society, notice of the proposed amendment having been given in writing one month in advance and said notice having been entered in the records.

Article 11: Dissolution

§1: The Society, on the recommendation of the Board of Directors, may be dissolved at any time, by the consent in writing, of not less than three-quarters of its members. After payment of all the debts and liabilities of the Society, and return, wherein so ever reasonably possible, of all items held on loan, the property and assets of the Natick Historical Society shall be placed in the hands of an organization, or group of persons whom the members, on the recommendation of the Board, shall deem fit custodians of Natick's historical heritage.