

STEPHENVILLE HISTORICAL HOUSE MUSEUM BYLAWS

Article 1—Name and Purpose

Sec. 1 – 1. The name of this nonprofit corporation shall be The Stephenville Historical House Museum (hereinafter called “Museum”).

Sec. 1 – 2. The purpose of the Museum is to collect, preserve, interpret, and maintain historical buildings and educational exhibits representing the cultural heritage and history of Erath County and the Cross Timbers region consisting of Erath County and surrounding counties.

Sec. 1 – 3. In accordance with Internal Revenue Code Section 501(c)(3), the purposes of this corporation are limited to educational and public, not-for-profit activities.

Article 2—Membership

Sec. 2 – 1. Membership shall consist of the board of directors.

Article 3—Board of Directors

Sec. 3 – 1. The governing body of this nonprofit corporation shall be its Board of Directors (hereinafter called “Board”), composed of 15 to 19 Members, elected by ballot vote at the December meeting.

Sec. 3 – 2. Six Directors shall be elected each year for three-year terms. Every 4th year, there will be seven Directors elected for three-year terms. Directors are eligible to serve more than one term. Directors assume office in January of each year.

Sec. 3 – 3. Members of the Board of Directors shall be expected to attend all meetings of the Board, except upon good cause or reasonable excuse. The seat of any Director who misses three successive, regular meetings without prior notification shall be declared vacant by the President after verification of absenteeism.

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Sec. 3 – 4. Any officer or Director may be removed from office without cause by a two-thirds vote of the Board members at any meeting, provided that (a) the Director receive written notice of the intention within 10 days prior to the meeting, and (b) the intention to consider removal of the Director has been included in the notice of the meeting. No officer or director shall be removed without having the opportunity to be heard at such meeting, but no formal hearing procedure need be followed.

Sec. 3 – 5. Any vacancy on the Board of Directors due to termination, resignation, or any other reason, shall be filled for the unexpired term by election of another member by the Board of Directors.

Sec. 3 – 6. The Board of Directors and officers shall serve without compensation.

Sec. 3 – 7. The Board of Directors may establish committees of the Board to conduct regular business. The chairmanship of and appointments to the committees will be made by the President of the Board.

Article 4—Officers

Sec. 4 – 1. The officers of the Board of Directors shall be a President, Vice-President, Secretary, and Treasurer.

Sec. 4 – 2. The officers shall be elected for a term of one year or until their successors are elected, but are eligible for reelection.

Sec. 4 – 3. The officers for the Board of Directors shall be elected at the December meeting, and terms will begin January 1st.

Article 5—Duties of Officers

Sec. 5 – 1. The President shall direct and administer the affairs of the Museum as its executive head and shall supervise all phases of its activities, subject to

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instructions by the Board. The President shall serve as the principal spokesperson of the Museum, with his or her signature required on all correspondence stating the Board's position on issues as authorized by the Board. The President shall serve as an ex-officio and voting member of all committees. The President shall prepare the agenda and preside at all meetings of the Board; see that all orders of the Board are carried out; and perform other such duties as required by the Bylaws and the Board. The President shall also submit to the City of Stephenville an annual budget of the Museum. The President shall establish an ad hoc committee to review, at least annually, the performance and effectiveness of the Museum staff and recommend the compensation and benefits of the staff.

Sec. 5 – 2. The Vice President shall assist the President in carrying out his or her duties. Whenever the President is unable to act, the Vice President shall preside over meetings of the Board and carry out all other duties of the President.

Sec. 5 – 3. a. The Secretary shall record true and accurate minutes of all meetings of the Board and shall make them available to each Board member before the next succeeding meeting.

b. The Secretary shall maintain an attendance list for meetings of the Board and a list of all active committees, including their chairpersons and membership.

c. The Secretary shall conduct the correspondence of the organization as needed, except as otherwise conducted by others.

d. The Secretary shall provide copies of approved minutes and correspondence to the office manager for maintenance in the Museum office. Original copies of these documents can be held by the Secretary for the current year and the year prior. However, following the December meeting, all documents for the prior year shall be transferred to the Museum archives.

Sec. 5 – 4. a. The Treasurer shall be responsible for the prompt deposit of all receipts; make payments as necessary or as ordered by the Board; and maintain an accurate accounting of income and expenditures. The Treasurer shall give monthly reports to the Board of the organization's finances.

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b. At the end of each quarter, the Treasurer shall turn over the books to a certified public accountant for review. The Treasurer shall also file all taxes (with supervision of a certified public accountant).

c. In the absence of the Treasurer, the president shall perform the treasurer's duties as needed until the treasurer returns to said duties.

Article 6—Standing Committees

Sec. 6 – 1. The Board shall have the following standing committees, each of which will give a report to the Board at each regular monthly meeting.

Sec. 6 – 2. The Executive Committee shall consist of the President (as Chair), the Vice President, Secretary, Treasurer, and past president (or one other board member) and shall serve as an assisting review body for the President in matters expected to be brought before the full Board for deliberation and/or action. The Executive Committee shall have the power to act for the Board within its accepted policies on matters that require immediate action and would otherwise require the attention of the full Board. Such action taken shall be reported at the next meeting of the Board of Directors. A simple majority of the Executive Committee shall constitute a quorum.

Sec. 6 – 3. The Collections Management Committee shall be responsible for collection management and exhibit development and shall adhere to the Museum Collections Management Policy. The committee shall be responsible for reviewing potential acquisitions and deaccessions, proper care and documentation of accessioned items, and regular assessment of preservation and conservation needs. The committee shall provide for and oversee public access to the collections. The committee shall be responsible for maintaining current exhibits and creating new exhibits and may recommend to the president that an ad hoc committee be established for specific exhibits. Proper procedures shall be followed for removal and return of exhibit items such that the location of each item is known at all times. The committee shall consist of no less than four members.

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Sec. 6 – 4. The Publications & Marketing Committee shall maintain and review all Museum publications, including brochures, newsletters, the Museum website, and social media site communications. All printed documents shall be reviewed at least annually for accuracy and quality. The website and social media site(s) shall be updated as needed to ensure the timely presentation of information and that all dates and information are accurate. A sustained effort shall be made to engage the community in learning and caring about its history. The committee shall consist of no less than three members.

Sec. 6 – 5. The Ways & Means Committee shall be responsible for identifying sources of funding and fundraising activities for the operation, maintenance, and enhancement of the Museum. The committee shall present ideas to the Board for approval and will lead the development of approved fundraising activities or advise an appointed leader. The committee shall consist of no less than four members.

Sec. 6 – 6. The Facilities Committee shall be responsible for identifying the maintenance and repair needs of the museum's structures to ensure their long-term preservation and integrity. The committee shall regularly inspect museum facilities, as per the Facilities Maintenance Guide, and report needs and make recommendations to the Board. An annual assessment of needs, to be submitted to the Board, shall be conducted each summer to allow for prioritization of projects. The committee shall consist of no less than three members.

Sec. 6 – 7. The Landscape Committee shall be responsible for ensuring the beauty of the museum's landscape during all seasons. The committee shall consist of no less than two members.

Article 7—Museum Funds

Sec. 7 – 1. The fiscal year will be January 1 through December 31.

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Sec. 7 – 2. Funds received by the Museum shall be expended for the acquisition, restoration, maintenance, collection of buildings and articles for the buildings and grounds; for Museum events and programming; for promotion of the Museum; and for compensation of supporting staff.

Sec. 7 – 3. No part of the net earnings, income, property, and acquisition of this corporation shall ever inure to the benefit of any of its members or any other individual, excepting solely such reasonable compensation to non-members that the corporation shall pay for services actually rendered to the corporation.

Sec. 7 – 4. All Officers shall be authorized to sign checks. Up to one additional Director shall be authorized to sign checks if so approved by the Board. Signatures of two officers shall be required for expenditures equal to or exceeding \$1000.

Sec. 7 – 5. Financial records shall be reviewed by an audit committee at the end of each fiscal year.

Sec. 7 – 6. In the event of the dissolution of the corporation--whether by voluntary dissolution or operation of law--all property, assets, and money then on hand, or belonging to this corporation, or in which this corporation is the owner of an interest, shall pass to and vest in the City of Stephenville for the benefit of the public.

Article 9—Meetings

Sec. 8 – 1. The Board of Directors shall hold monthly meetings at a location, time, and date as determined by the Board.

Sec. 8 – 2. A meeting of the Board may be called by the President at any time and may be called by a majority of the Board of Directors at any time. In the event of a called meeting, all members shall be notified of such session at least one day before the meeting is convened.

Sec. 8 – 3. a. The order of business meetings of the Museum shall be in accordance with *Robert's Rules of Order*.

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b. The Board of Directors may adopt rules and procedures for its conduct, which shall be included as amendments to the bylaws.

c. All business of the Museum shall be transacted by voice vote except the election of the Board, which shall be done by ballot.

Article 9—Amendment of Bylaws

Sec. 9 – 1. These bylaws may be amended by any provision not inconsistent with the Charter of this corporation and in the manner provided by Sec. 9 – 2 set out below.


Sec. 9 – 2. Any proposed amendments must be authorized in writing to the Board at a regular meeting. A month later, at the next stated meeting, the amendment may be voted upon. If two-thirds of the duly elected Directors vote in favor of the proposed amendment, then the bylaws shall be amended accordingly.

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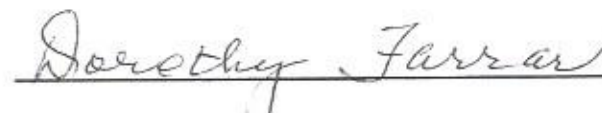
These attached seven (7) pages are the binding bylaws of the Stephenville Historical House Museum. They have been voted on as amended on February 15, 2017.


President, Sherri Knight

Oct 26, 2017
Date


Vice-President, Dianne Wilson

10-26-2017
Date


Treasurer, Dorothy Farrar

26 Oct. 2017
Date


Secretary, Russell Pfau

23 Oct 2017
Date