

Cumberland Historical Society (CHS)

By Laws

Article I. Purpose

The Cumberland Historical Society (CHS) is located in the Town of Cumberland, in the County of Cumberland, in the State of Maine. It may also be referred to as the "Society". The purpose of the Society is to collect, preserve, and display the cultural, historical, and scientific materials that document the prehistory and history of the area now known as the Town of Cumberland with the goal of supporting education and furthering research into its people, culture, and natural world. The Society will carry out its mission as a nonprofit organization in accordance with the statutes of Title 13-B: Maine Nonprofit Corporation Act and Section 501(c)(3) of the Internal Revenue Code. The Society's fiscal year is from July 1st to June 30th of the following year.

Article II. Board of Directors (BOD)

The CHS Board of Directors shall consist of seven (7) voting members. A slate for the seven board members will be elected at a CHS general membership meeting for a term of one year. Five (5) board members unrelated by family or business interests shall constitute a quorum, and a quorum must be present in order that business can be legally transacted. Votes must be passed by a majority of the Board members present. Additional board meetings with the purpose to consider a specific item may be called by the Chair of the Board with written notice to all board members at least 10 business days prior. Electronic participation and voting is allowed.

Article III. Officers & Appointees & Committees

The Board Members will elect a Chair, Vice Chair, Secretary, and Treasurer. The officers will be elected for a term of one year, and may be elected to additional terms. The Chair will preside at all meetings of the Society and will be entitled to vote on all matters. The Vice Chair will preside at meetings in the absence of the Chair. The Treasurer is responsible for all financial records and reports. The Secretary is responsible for the administrative support of the Board. The Board of Directors will (1) appoint a curator to manage the museum, (2) appoint committees as needed, and (3) review and approve policies as needed.

Article IV. General Meetings of the Society

Meetings of the general membership will be conducted at least one per year to elect the slate of the BOD. Additional general membership meetings for the purpose of considering a specific agenda item may be called by the Board of Directors with written notice to all members at least 10 business days prior. For special meetings at least 10 members must be present to conduct business. A vote by proxy or by electronic participation is allowed. Motions must be passed by 2/3 votes of the members.

Article V. Vacancy

The position of member of the CHS Board of Directors becomes vacant upon non-acceptance, resignation, death, inability to serve, or failure to attend meetings of the Board without a legitimate excuse. The remaining members of the Board shall determine when a position has become vacant, and will appoint a new member to fill the unexpired term or call a general membership meeting to fill the vacant position for the unexpired term.

Article VI. Amendment of the By-Laws

The CHS Board of Directors may at any scheduled meeting or at any special called meeting, amend these By-Laws in accordance with Article IV of these By-Laws.

Article VII. Dissolution

If the Society no longer feels it can carry out its mission as a nonprofit organization for financial reasons or membership decline, the Society will dissolve the organization in accordance with the statutes of Title 13-B: Maine Nonprofit Corporation Act and Section 501(c)(3) of the Internal Revenue Code. The Society will also give notice to the Town of Cumberland and the general public.

Revision adopted and effective on October 5, 2017

Original Constitution adopted April 1939

Revisions to the Constitution November 1970; June 1977; September 1978; January 1984; June 2014

Original By-Laws adopted April 1939

Revisions to the By-Laws April 1939; November 1970; December 1984; June 2014