

Clinton County Historical Society Bylaws

Preamble and Purpose

The name of this organization shall be the Clinton County Historical Society (herein referred to as “CCHS” or “the Society”) which is the governing body of the Clinton County Historical Museum and Clinton County Historical Society Archives. Its business and purpose shall be to bring together those people interested in history and genealogy, especially that of Clinton County, Michigan.

Its major function shall be to discover and collect any material or artifact which may help to establish or illustrate the history and genealogy of Clinton County and its people.

The CCHS is a Non-Profit Corporation organized under the laws of the State of Michigan and is recognized as a non-profit corporation under Section 501(c)(3) of the Internal Revenue Code, tax identification number 38-9659575.

The fiscal year of the CCHS is the calendar year ending December 31st.

Article I Membership and Dues

- Section 1. The CCHS Executive Board shall set the annual dues for the general membership of the CCHS.
- Section 2. Annual dues for the CCHS shall be payable by January 1 each year. Members in arrears more than three (3) months after payment is due shall be dropped from membership.
- Section 3. Membership for the Society is based on the calendar year.

Article II Schedule and Quorum for Meetings

- Section 1. Regular meetings of the Society membership shall be determined and set annually by vote of the Executive Board. The agenda shall include reports of activity at the Archives and the Museum and general Historical Society business. Special meetings of the Society membership may be called by the President. Meetings shall be open to the general public.

- Section 2. The meeting dates of the Executive Board shall be determined and set annually by vote of the Executive Board. Special meetings of the Executive Board may be called by the President or by a majority of current members of the Board.
- Section 3. The Executive Board may combine membership meetings with the Executive Board meetings.
- Section 4. The quorum for the Executive Board shall be a majority of current Executive Board members.

Article III

Annual Meeting

The annual meeting of members of the Society shall be held within 60 days of the end of the calendar year. Notice shall be delivered to all members either by mail, electronic transmission, or newsletter not less than 10 days nor more than 60 days prior to the meeting. Notice shall include information regarding the newly nominated slate of Directors and any other planned actionable agenda items. All Society members may vote on Executive Board Directors. The annual meeting agenda and notice shall comply with the laws of the State of Michigan for non-profit corporations.

Article IV

Executive Board

The Executive Board shall consist of up to eleven (11) Directors. Each Director shall serve a term of three years; and shall serve staggered terms with the exception of the Director of the Archives and the Director of the Museum, or their representative(s), who shall serve as long as they occupy the position.

Article V

Election of Officers and Directors

- Section 1. A nomination committee, appointed by the President of CCHS, shall propose the slate of new Directors (with term's expiration date) to be elected at the Annual Meeting. The names of the proposed new Directors shall be sent with the notice of the Annual Meeting. Additional CCHS member names may be nominated by any member at the Annual Meeting prior to the vote.
- Section 2. The Director of the Museum shall be recommended by the Museum Advisory Committee and confirmed by the Executive Board of the CCHS. The Director of the Archives shall be recommended by the Archives Advisory Committee and confirmed by the Executive Board of the CCHS.

- Section 3. The Executive Board shall elect four officers: President, Vice President, Secretary, and Treasurer. The terms of each shall be established by the Executive Board. The Director of the Museum and Director of the Archives may concurrently hold any office on the Executive Board other than Treasurer.
- Section 4. Directors shall be installed at the first meeting following the Annual Meeting and shall serve until their successors have been duly elected and installed. In the event of the resignation, inability, or incapacity of any officer or Director, the vacancy may be filled by a vote of the Executive Board for the unexpired term of office. The Vice President shall assume the Presidency upon its vacancy.
- Section 5. Status of Directors is subject to periodic review by the Board and may be revoked by action of the Executive Board.

Article VI

Duties of the Officers and Directors

- Section 1. The President shall have executive supervision over the activities of the Society within the scope provided by these bylaws and serve as the Chairman of the Executive Board. The President shall preside at all regular and special CCHS meetings including email votes and restate all motions to be voted on. The President shall appoint the members of committees and delegates not otherwise provided for. The President shall call special meetings, carry out provisions of these bylaws, prepare and distribute meeting agendas and prepare an annual report for presentation at the Annual Meeting detailing all activities of CCHS in accordance with State of Michigan laws for non-profit corporations. The President shall act as an ex-officio member of all committees.
- Section 2. The Vice-President shall assume the duties of the President in the event of temporary absence or incapacity of the President.
- Section 3. The Secretary shall keep the minutes of meetings of the Society and of the Executive Board, maintain a list of members, and send notice of the annual meeting including the newly nominated slate of Directors and any other planned actionable agenda items.
- Section 4. The Treasurer shall be the corporate registered agent for the Society; and shall prepare/oversee all federal and state tax returns; prepare an annual financial summary of all Society business and report same at Annual Meeting to comply with Michigan non-profit corporation laws; ensure all bank accounts are held by a reliable banking institution in the name of CCHS; collect all income and pay expenses for CCHS; prepare/oversee treasurer's reports of financial activity of CCHS as required by the Executive Board; and maintain an up-to-date roster of all dues-paying members of the CCHS.

- Section 5. The Executive Board shall have power to conduct all affairs of the Society. The Executive Board shall have final decision on placement of all undesignated gifts. Members of the Executive Board may also serve as chairpersons of committees and may perform other functions as designated in the bylaws or otherwise assigned to them by the Executive Board or President. The Executive Board is responsible for the oversight and insuring of any property of the CCHS including the Museum Complex real estate liability, and artifacts as well as the Archives and contents. The Executive Board is also responsible for liability insurance for property, personnel, members of the Board, guests, and activities sponsored by the CCHS.
- Section 6. The Executive Board shall approve/confirm the appointment/hiring of the Director of the Museum and the Director of the Archives with consideration of the recommendations of their respective advisory committees.

Article VII

Financial Operations Advisory Committee

- Section 1. The Financial Operations Advisory Committee shall consist of the CCHS board Treasurer and the Directors of the Museum and Archives and shall meet regularly throughout the year.
- Section 2. The Financial Operations Advisory Committee is responsible for the oversight of all financial accounts for the CCHS, the Museum, and the Archives; for making recommendations to the CCHS Executive Board regarding income, expenditures, financial planning, and investments of all CCHS financial assets; for making recommendations regarding financial policy; and for creating budget, spending, and reporting documents.
- Section 3. At the committee's request and with Executive Board approval, additional financial experts may be asked to join the committee as non-voting ex-officio members including, but not limited to, experts in financial planning, insurance, banking practices, and IRS rule of law.

Article VIII

The Museum

- Section 1. The Clinton County Historical Museum is located at 106 Maple Street in St. Johns and operates under the supervision of the Director of the Museum. The Museum staff is responsible for collecting, cataloging, cleaning, repairing, and storing historic objects; arranging museum exhibits, developing correct historical interpretation of exhibits; and maintenance of the Museum Complex real estate and artifacts.

- Section 2. The Director of the Museum shall be recommended by the Museum Advisory Committee and confirmed by the Executive Board of CCHS. The Director of the Museum also serves on the CCHS Executive Board.
- Section 3. The Director of the Museum shall appoint a Museum Advisory Committee consisting of an Assistant Director/Curator, Secretary, and up to five (5) additional committee members with approval of the CCHS Executive Board. The Advisory Committee shall adopt policies and procedures for the efficient operation of the Museum including fundraising, annual reports and general business operations of the Museum and its maintenance. The length of terms of Museum Advisory Committee officers shall be included in the Museum Policies and Procedures. The Museum Advisory Committee meetings shall be determined and set annually by vote of the Advisory Committee. Meetings shall be open to the CCHS Executive Board and to the general public.
- Section 4. The Director of the Museum shall recruit and train volunteers to serve as regular staff members at the Museum as is necessary for the efficient operation and maintenance of the Museum.
- Section 5. Museum funds shall be kept in any CCHS bank account. Funds gifted specifically to the Museum shall be preserved for use exclusively for the preservation, perpetuation, improvement, and maintenance of the Museum.
- Section 6. The Museum Advisory Committee shall establish the gift policy for the Museum with approval of the CCHS Executive Board.

Article IX

The Archives

- Section 1. The Archives of the Clinton County Historical Society is located at 16101 Brook Road, Lansing, Michigan, 48906, and operates under the supervision of the Director of the Archives.
- Section 2. The Director of the Archives shall be recommended by the Archives Advisory Committee and confirmed by the Executive Board of the CCHS. The Director of the Archives also serves on the CCHS Executive Board.
- Section 3. The Director of the Archives shall appoint an Archives Advisory Committee consisting of an assistant director, secretary, historian, and up to four (4) additional committee members with approval of the CCHS Executive Board. The Archives Advisory Committee shall adopt policies and procedures for the efficient operation of the Archives including fundraising, annual reports, and general business operations of the Archives and its maintenance. The length of the terms of Archives Advisory Committee officers shall be included in the Archives Policies and Procedures. The Archives Advisory Committee meetings shall be determined and

set annually by vote of the Archives Advisory Committee. Meeting shall be open to the CCHS Executive Board and to the general public.

- Section 4. The Director of the Archives shall recruit and train volunteers to serve as regular staff members at the Archives as is necessary for the efficient operation and maintenance of the Archives. The Archives staff shall be responsible for maintaining the collection, room, equipment, and furnishings; collecting, cataloging, and indexing books, manuscripts, newspapers, and other historical and genealogical source materials; and assisting researchers. The Historian shall be responsible for maintaining the CCHS Executive Board records.
- Section 5. Archives funds shall be kept in any CCHS bank account. Funds gifted specifically to the Archives shall be dedicated and preserved for use exclusively for the preservation, perpetuation, improvement, and maintenance of the Archives.
- Section 6. The Archives Advisory Committee shall establish the gift policy for the Archives with approval of the CCHS Executive Board.

Article X

Committees

Members of the Society may volunteer for membership on any of the following committees. Committees shall determine their own chairperson.

1. Publications Committee – shall be responsible for finding ways and means to publish joint or individual research studies, books, newsletters, and creating publicity for the same.
2. Historic Site Committee – responsible for establishing the historic validity of sites proposed for marking; marking historic sites; and arranging historical tours.
3. Program Committee – responsible for arranging suitable programs; setting time, place, and date of meetings.
4. Membership Committee – responsible for obtaining new members through membership drives and other promotional events.
5. Oral History Committee – responsible for preserving a record for past events as told by people who experienced them; establish and organize an Oral History Library and make the recorded material available to all interested persons; provide a safe place for the storage of recorded interviews; devise a system for keeping records that will make them available; prepare a list of people to be interviewed and organize the interviewing.
6. Technology Committee – responsible for recommending purchases of new technology equipment and software, creating technology use policies, and overseeing the website(s) and social media account(s).

Article XI

Parliamentary Authority

Except in such cases as are governed by the Constitution of the Bylaws, meetings shall be run according to Robert's Rules of Order Newly Revised, latest edition, with these special rules for small boards.

1. All members may remain seated when speaking, making motions, or calling for a vote.
2. There is no limit to the number of times a members may speak to a question.
3. Informal discussion of a subject is permitted while no motion is pending.
4. The President may speak in discussion and vote on all motions.

Article XII

Amendment to the Bylaws

These bylaws may be amended at any regular or special meeting of the membership or Executive Board by a two-thirds vote of those voting. All proposed amendments shall be submitted to all members of CCHS with a minimum of three (3) weeks' notice by mail, electronic transmission, or newsletter. The Executive Board may provide for votes by proxy and electronic vote.

Article XIII

Dissolution Article

In the event of dissolution, all assets, real and personal, shall be distributed to such organizations as are qualified as tax exempt under Section 501(c)(3) of the Internal Revenue Code and/or the non-profit corporation laws of the State of Michigan or by any deed restrictions on real property.

Bylaws adopted September 26, 1974

Amendments adopted:

February 19, 1976

May 19, 1978

March 15, 1979

March 22, 1984

August 20, 1987

December 1, 1997

May 3, 2010

May 7, 2012

November 2, 2015

March 7, 2016

August 5, 2019

May 14, 2025