

THE BRUCE COUNTY HISTORICAL SOCIETY

BY-LAW #1

A by-law relating to the transaction of business and affairs of the Bruce County Historical Society hereinafter referred to as the Society.

1. Head Office:

The Head Office of the Society shall be located at the Bruce County Museum & Cultural Centre, 33A Victoria Street N., Southampton, Ontario.

2. Society Meetings:

The Annual General Meeting of the Society shall be held within ninety (90) days of the end of the fiscal year. The annual fiscal and financial year of the Society shall be from October 1st to September 30th.

All meetings of the Society shall be held at the Head Office of the Society or at such place or places within the County of Bruce as may be determined by the Board of Directors.

The quorum for meetings of the general membership shall not be less than twelve (12) members in good standing.

3. Board of Directors

The Board of Directors will include the Officers – President, Vice-President, Secretary, Treasurer, and Membership Director; and Six Area Directors (Peninsula, Central, Eastern, Western, South-western, & South-eastern). Up to five (5) Directors-at-large may also be elected to the Board of Directors.

4. Executive Committee:

- a. The executive committee shall include the Board of Directors and in addition, the Board of Directors shall make appointments to the Executive Committee to fill various Supporting Administrative Positions and assign Standing Committee Chair positions.
- b. Supporting Administrative Positions include: Yearbook Editor, Newsletter Editor, Public Relations Co-ordinator, and Book Sales Co-ordinator.
- c. Standing Committees shall include: Budget and Finance, Programmes, Publications, Membership; Research and Archives
- d. Each of the above appointments will be for a one year term and may be renewed. The Honorary President and Immediate Past President are ex-officio members of the Executive Committee.
- e. The Executive Committee shall meet at least three times each year. Additional meetings may be called by the President, or, on written request, from two or more members of the Executive Committee to the Secretary.
- f. At meetings of the Executive Committee, each member, either elected or appointed, shall be entitled to vote on matters to be decided at the meeting.
- g. The quorum for Executive Committee meetings shall be not less than six (6) members of the executive Committee four (4) of whom shall be Board members. Up to two members may attend Executive meetings remotely.
- h. Business requiring a decision may take place between scheduled meetings upon the approval of the President. The secretary will issue a request for a decision, either by telephone or electronic means and will receive members' decision for up to 48 hours after the decision was initiated. The minutes of the next Executive meeting will reflect the results of this decision.

5. Election of Board of Directors:

- a. Prior to the annual general meeting, a Nominating Committee, consisting of the Immediate Past President and two other members in good standing shall be appointed by the Executive Committee. The

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Nominating Committee shall receive names, prepare and present a slate of Officers and Area Directors for election at the Annual General meeting.

- b. Elections shall be conducted by the Immediate Past President, or another member in good standing appointed by the Executive Committee.
- c. Nominations may be received from the floor at the Annual General Meeting. Any person making a nomination is required to have the consent of the nominee.

6. Executive Committee Vacancy:

Any vacancy on the Executive Committee arising during the year shall be filled for the balance of the term on appointment by the Board of Directors.

7. Membership Fees:

The membership fees for all categories of membership shall be determined by the Board of Directors from time to time.

8. Duties of Board of Directors – Officers & Directors:

- a. The **President** shall preside at all meetings of the Society and Executive Committee. He/she will be charged with the general and active management of the affairs of the Society. He/she will serve on Committees as appointed by the Board of Directors.
- b. The **Vice-President** shall attend meetings of the Society and Executive Committee and assist the President in the work of the Society. In the absence of the President, officiate in that office. He/she will serve on committees as appointed by the Board of Directors.
- c. The **Secretary** shall attend meetings of the Society and Executive Committee and shall record all votes and minutes of the proceedings of any meeting of the membership and Executive Committee and maintain the files of the Society. He/she will give notice of all meetings of the membership and Executive Committee; read and attend to the correspondence as required by the Board of Directors; present a report of the Society at the Annual Meeting, and, submit the annual report of the Society to the Executive Director of the Ontario Historical Society. .
- d. The **Treasurer** shall attend meetings of the Society and Executive Committee. He/she will keep full and accurate accounts of all receipts and disbursements of the Society in proper books of account and shall deposit all monies and other valuable effects in the name of the Society and to the credit of the Society in such bank or banks as designated by the Board of Directors. He/she will have the books ready for audit each year and will present an audited report at each Annual General Meeting and a financial statement at each regular or Executive meeting as required by the Board of Directors; with the President or another member of the Board as approved from time to time, sign the cheques bearing the name of the Society in payment of accounts approved by the Board of Directors; perform such other duties as are associated with this office. He/she will chair the Budget and Finance Committee and may serve on other committees as appointed by the Board of Directors.
- e. The **Membership Director** shall attend meetings of the Society and Executive Committee; keep an up to date and accurate roll of the membership and collect their dues. He/she will serve as Chair of the membership committee and serve on other Committees as appointed by the Board of Directors
- f. The **Area Directors** shall attend meetings of the Society and Executive Committee; serve on the Membership Committee; act as representatives to the members within their designated area, encourage the goals and objectives of the Society and promote interest in the Society in his/her respective area; and serve on other Committees as appointed by the Board of Directors. Members of the Society that are non-resident members of Bruce County shall be represented by Area Directors appointed by the Membership Committee.

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- g. The **Directors-at-large** shall attend meetings of the Society and Executive Committee; encourage the goals and objectives of the Society and promote interest in the Society; and serve on Committees as appointed by the Board of Directors.
- h. Board Officers, Directors, and Executive Committee upon retiring shall transfer, within thirty (30) days all monies, books, papers and other property of the Society to the incoming Officer, Director.

9. Areas Defined:

Areas are based on the original Bruce County Township and Municipal divisions and shall be retained as part of the Society's goals and objectives. There are six administrative areas and include the Townships defined and all of the communities within. They are as follows:

Peninsula – includes the Townships of Albemarle, Amabel, Eastnor, Lindsay and St. Edmunds.

Central - includes the Townships of Arran and Saugeen.

Eastern - includes the Townships of Brant, Elderslie and Greenock

Western - includes the Townships of Bruce and Kincardine

South-western - includes the Townships of Huron and Kinloss

South-eastern - includes the Townships of Carrick and Culross

10. Duties of Supporting Administrative Positions:

- a. The **Yearbook Editor** shall be responsible for editing and printing *The Bruce County Historical Society Notes – Yearbook Edition*; serve on the Publications Committee.
- b. The **Newsletter Editor** shall be responsible for editing and printing *The Bruce County Historical Society Newsletter*; serve on the Publications Committee.
- c. The **Public Relations Co-ordinator** shall promote the interests of the Society to the public through the media and other organizations; arrange for the distribution of special notices and news releases; support the Executive Committee with various promotional activities. May serve on committees as appointed by the Board of Directors.
- d. The **Book Sales Co-ordinator** shall be responsible for keeping an inventory of all books on hand and for supervising distribution and sales. May serve on committees as appointed by the Board of Directors.

11. Standing Committees:

The following Standing Committees shall be established and will meet as required to fulfill their duties as assigned. Committee chairs shall present in writing information and or proposals to the Executive Committee for approval.

- a. **Budget and Finance Committee** shall be Chaired by the Treasurer and will include two other members as appointed by the Board of Directors. The Committee will be responsible for: preparing and recommending to the Executive Committee an annual budget; recommending an investment policy and plan for the Society's funds; investigate ways and means of improving the Society's finances, including donations, grants, bequests, etc.
- b. **Programme Committee** shall include four (4) members appointed by the Board of Directors. The Chairperson shall be appointed by the Committee. The Committee shall be responsible for: disseminating historical information and encouraging interest in the County's heritage by featuring public addresses, lectures, papers and discussion at special or regular meetings, and by these means encourage interested people to become members of the Society; making arrangements for the Annual Meeting; assisting Area Directors in arrangements for area meetings and/or special events of the Society in the County.
- c. **Publications Committee** shall include the Newsletter and Yearbook Editors and three (3) members appointed by the Board of Directors. The Chairperson shall be appointed by the Committee. The

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Committee shall be responsible for: reviewing publications submitted for possible publication by the Society; judging and awarding winners of written competitions sponsored by the Society; assisting the Yearbook Editor and Newsletter Editor in collecting material for the Society's publication.

- d. **Membership Committee** shall be Chaired by the Membership Director and will consist of the six (6) Area Directors. The Committee shall be responsible for promoting the goals and objectives of the Society throughout the County and encouraging membership in the Society and ensuring adequate member representation to the Society.
- e. **Research and Archives Committee** shall include four (4) members appointed by the Board of Directors. The Chairperson shall be appointed by the Committee. The Committee will be responsible for: co-ordinating all aspects of the Society's activities with respect to the Bruce County Museum & Cultural Centre; investigating and recommending the marking of historical sites, buildings and trails; encouraging and supporting the discovery, collection, and preservation of materials pertaining to the history of Bruce County and its people.

12. Special Committees

From time to time, Special Committees may be appointed by the Board of Directors as required to carry out special events or projects and will be provided with the necessary support to carry out the requirements.

13. Auditors:

Upon recommendation by the Treasurer, Auditor(s) shall be appointed by the Board of Directors prior to the Annual General Meeting to audit and sign the books of the Treasurer, and to prepare and present a written report for adoption at the Annual General Meeting.

In the event the Auditor(s) appointed are unable to carry out the necessary duties, the President shall appoint a substitute or substitutes.

14. Parliamentary Authority:

The rules contained in Robert's Rules of Order shall govern the proceedings of the Society, except in such cases as are governed by the Constitution or the By-Laws.

15. Amendments:

The By-Laws of the Society may be repealed or amended by a two-thirds majority vote of the members in good standing present at the Annual General Meeting or other regular meeting of the membership.

Members of the Society will be informed in writing of any proposed amendment not later than four (4) weeks before the Annual General or regular meeting of the Society. Each amendment to be voted on independently.

16. Repository:

All materials and articles of historical value collected by the Society shall be given into the custody of the Bruce County Museum & Cultural Centre for their preservation and safe keeping.

17. Affiliation:

The Society shall apply for affiliated membership in the Ontario Historical Society by payment of the Annual Fee and shall be incorporated as a non-profit, charitable organization in the Province of Ontario, and, as such, may send delegates to that Society's annual meeting, whenever possible and shall receive a report of the same from attending delegates.

18. Dissolution:

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In the event that the Society membership decides on the cessation of operations, and to dissolve, provision is hereby made that all materials collected and belonging to the Society shall become the property of the Bruce County Museum & Cultural Centre.

Upon dissolution of the Society and after payment of its debts and liabilities, any remaining financial assets shall be held in trust by the Corporation of the County of Bruce to assist in any future start up of the Society or like organization.

President _____ Secretary _____ (signatures on file)
Irene Howe Marvyn Doran

Date _____

----- **END OF By-Law #1** -----