

HENRICO COUNTY HISTORICAL SOCIETY

Henrico County, Virginia

BYLAWS

ARTICLE I - NAME

The name of this organization shall be Henrico County Historical Society, here-in after referred to as “the Society.”

ARTICLE II - PURPOSES

Section 1. The purpose of this society shall be to bring together those people interested in history and especially in the history of Henrico County.

Section 2. The major function will be to discover and collect any material which may help to establish or illustrate the history of the area; its exploration, settlement, development and activities in peace and in war; its progress in population, wealth, education, arts, science, agriculture, manufactures, trade, and transportation.

Section 3. It will provide for the preservation of such material and its accessibility, as far as may be feasible, to all who wish to examine or study it, to cooperate with officials in insuring the preservation and accessibility of the records and archives of the county and of its cities, towns, villages, and institutions, and to promote the preservation of historic buildings, monuments, and markers.

Section 4. The Society will disseminate historical information and arouse interest in the past by publishing historical material in the newspapers or periodicals; by holding meetings with pageants, addresses, lectures, papers, and discussion; by encouraging the marking of historic buildings, sites, and trails; and by using the media of radio and television to awaken public interest.

Section 5. The Society will cooperate with the Virginia Historical Society to collect and preserve materials of state-wide significance so that these materials can be made available to students and scholars.

ARTICLE III - MEMBERS

Section 1 Section 1. Any person signifying a desire to become a member of the Society upon payment of dues may become a member.

Section 2. Membership shall be divided into the following classes requiring the dues shown:

- A. Annual individual membership \$ 15.00
- B. Annual Family membership (husband, wife and children under

18 years of age)	\$ 20.00
C. Annual individual student and children upon reaching age 21 who joined under Family membership until 18 years of age	\$ 5.00
D. Annual Supporting membership	\$ 25.00
E. Annual Sustaining membership	\$ 50.00
F. Corporate	\$100.00
G. Benefactor	\$300.00
H. Life Membership one payment with exemption from payment of further dues (individual or husband and wife)	\$ 500.00

Section 3. Annual dues shall become payable on the first day of January in each year and shall be payable during that month. Notice that dues are due and payable shall be sent to all members prior to January first. Dues not paid by February 1 shall be considered in arrears. Annual dues in arrears for twelve months shall automatically terminate membership. Reinstatement shall be treated as a new membership and admission shall be made in accordance with these bylaws.

Section 4. All members not in arrears in payment of current dues and Life Members shall be entitled to receive all notices, reports, and the Society's periodical and, with the exception of children under 18 years of age under Family membership, shall be entitled to have one vote individually.

ARTICLE IV - OFFICERS AND DUTIES

Section 1. The officers of the Society shall be a President, Vice-President, Secretary, Treasurer and five Directors, one from each magisterial district.

Section 2. A Nominating Committee, appointed by the Executive Board shall present a slate of candidates for each office to be filled by election. The report of the Nominating Committee and upcoming election shall be included in the notice of the December general meeting. Additional nominations from the floor shall be permitted.

Section 3. The Officers shall be elected by ballot to serve for two years or until their successors are elected, and their term of office shall begin January 1 of the calendar year for which elected. The Directors shall be elected by ballot to serve for three years. Their terms shall be staggered in such a manner that not more than two-fifths shall be elected annually. Should there be only one candidate for a position to be filled, the election may be by voice.

Section 4. No member shall hold more than one office at a time.

Section 5. In addition to the duties prescribed by the parliamentary authority adopted by the Society, the officers shall perform the following duties:

- A. The President shall officiate quarterly meetings and appoint members of all committees not otherwise provided for; the President shall be ex officio a member of all committees except for the Nominating Committee. The

President shall report annually on the activities of the Society.

- B. The Vice President shall direct the planning of quarterly meetings; report on membership and shall perform such duties as may be assigned to them by the President.
- C. The Secretary shall record meeting proceedings; send out notice that may be required by these by-laws and perform such duties may be assigned by the President or the Board.
- D. The Treasurer shall be responsible for the receipt and disbursement of the Society's funds and the reasonable safekeeping of its securities and other financial assets; shall cause to be maintained one or more banking accounts in the name of the Society and shall deposit all monies received in such accounts within one week of receipt; shall sign all checks upon such accounts for withdrawal and disbursement of funds upon vouchers authorizing such withdrawals signed by the President or appropriate Vice-President in the absence of the President; shall render an annual accounting to the Society including a receipts and disbursements statement, income statement and a balance sheet. The Treasurer shall submit all books and records to an Audit Committee at the Direction of the President.

ARTICLE V - MEETINGS

Section 1. The regular meetings of the Society shall be held once each quarter, on the first Sunday of March and June, second Sunday of September and the first Sunday of December unless otherwise ordered by the Executive Board.

Section 2. The regular meeting on the first Sunday in June shall be known as the annual meeting in recognition of the anniversary of the founding of the Society.

Section 3. Special meetings may be called by the President or by three members of the Executive Board. The purpose of the meeting shall be stated in the call. Except in a case of emergency, at least three days' notice shall be given.

Section 4. A majority of members in attendance or otherwise in good standing and entitled to vote shall be the quorum.

Section 5. Notice of all meetings of the Society shall be given in writing.

ARTICLE VI - THE EXECUTIVE BOARD

Section 1. The officers of the Society, including the Directors, and the immediate Past President shall constitute the Executive Board. Voting privileges are allowed to Committee Chairs.

Section 2. The Executive Board shall have general supervision of the affairs of the Society between its business meetings, fix the hour and place of meetings, make recommendations to the Society, and shall perform such other duties as are specified in these bylaws. The Board shall be subject to the orders of the Society, and none of its acts shall conflict with action taken by the Society.

Section 3. Regular meetings of the Executive Board shall be held four times annually and at such other times as the President or three members of the Board shall designate. Virtual meetings may be held and decisions made electronically upon majority approval of the Executive Board.

Section 4. A majority of Board members shall constitute a quorum

Section 5. Should a vacancy occur in any office except President, it shall be filled by the Board for the un-expired term. Should a vacancy occur in the office of the President the Vice President shall fill the vacancy until a special election is held upon recommendation by the Executive Board.

ARTICLE VII - COMMITTEES

Section 1. The following Standing Committees shall have the duties as stated and such other appropriate duties as may be designated by the Executive Board. The Chairman and at least two other members shall be appointed by the President for each committee.

- A. Program Committee shall be responsible for the arranging programs and or Historical tours.
- B. Membership Committee shall be responsible for processing new candidates for membership and for conducting membership drives.
- C. Publications Committee shall be responsible for finding ways and means for publishing joint or individual research studies; newsletter to members.
- D. Nominating Committee shall be responsible for making nominations for officers and directors.
- E. Audit Committee shall be responsible for auditing the Treasurer's books
- F. Cemetery Committee is responsible for maintaining a list of cemeteries and gravesites; assist with inquiries
- G. Research Committee is responsible for assisting with inquiries relating to Henrico history; genealogy; historic properties

Section 2. The President shall appoint such other committees as the Executive Board may designate.

ARTICLE VIII - EARNINGS AND CONTRIBUTIONS

Section 1. No part of the net earnings of the Society/organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the Society/organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of the purposes set forth in Article II above.

Section 2. No substantial part of the activities of the Society/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Society/organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 3. Notwithstanding any other provision of these articles, the Society/organization shall not carry on any other activities not permitted to be carried on (a) by a Society/organization exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a Society/organization, contributions which are deductible under Section 170 (c)(2) of the Internal Revenue code (or the corresponding provisions of any future United States Internal Revenue Law)

ARTICLE IX - DISSOLUTION

Section 1. The Society shall be dissolved by operation of law or by a two-thirds majority vote of the membership in good standing and eligible to vote. The latter action shall be taken at the Annual Meeting or a Special Meeting called for that purpose by the President or four (4) members of the Board of Directors. Members unable to attend such a meeting may authorize one of the Officers of the Society to vote by proxy, and proxy statements for this purpose shall be mailed with notice of the meeting.

Section 2. In the event of dissolution of the Society, any documents or artifacts in the collection of the Society, either a temporary or permanent loan to the Society, and which have been so designated, shall be returned to the donors, lenders, or their heir-at-law, prior to the disposition of the remaining assets.

Section 3. Upon dissolution of the Society/organization, the Board of Directors/Trustees shall, after paying or making provisions for the payment of all of the liabilities of the Society/organization, dispose of all of the assets of the Society/organization in such a manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious, or scientific purposes as at the time shall qualify as an exempt organization(s) under Section 501(c))3) of the Internal Revenue Code (or the corresponding provisions of any United States Internal Revenue Law), as the Board of Directors/Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the Society/organization is then located, exclusively for such purposes or to such organization(s), as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Society may adopt.

ARTICLE XI - AMENDMENTS

Section 1. These bylaws may be amended at any regular meeting of the Society by a two-thirds vote provided at least two weeks notice in writing has been given

Section 2. Proposed amendments shall first be submitted to the Executive Board for approval and submission to the Society for vote. Any proposed amendment disapproved by the Executive Board may be submitted to the Society for a vote upon petition of one-half of the members in good standing and eligible to vote.

**Original Bylaws adopted June 1, 1975, as amended June 12, 1977, December 7, 1980,
and June 2, 1985. Amended September 11, 1988. Passed September 10, 1995, 2002, 2007,
2009, 2013, 2017
Current revision 2023**