

THREE RIVERS HISTORICAL SOCIETY

BYLAWS

As Amended November, 2008

Article 1: Name, Area, Purpose

Section 1: Name

The name of this Society shall be The Three Rivers Historical Society

Section 2: Area

Shall be the southwest area of Maricopa County, Arizona, surrounding the confluence of the Agua Fria, Gila and Salt Rivers.

Section 3: Purpose

The objectives of the Society shall be:

- (1) To bring together people interested in the history of the area:
- (2) To discover and collect artifacts and other materials related to or illustrate the history of the area:
- (3) To preserve such materials and make them accessible to the public by maintaining a library of printed works, oral histories, maps and photographs, an archive of manuscript materials, and museum exhibits:
- (4) To promote interest in accurate research and careful documentation of the area's history:
- (5) To disseminate knowledge and information about the area and its past through publications, sponsoring educational meetings and discussions, and providing public tours of historic properties:
- (6) To encourage, promote and provide education for all interested in these endeavors.

Article II: Nonprofit character

The Society shall be operated as a nonprofit corporation under the laws of the State of Arizona, no part of the net earnings of which shall inure to the benefit of any private individual.

Article III: Membership

Section 1: Any individual or institution willing to promote the objectives of the Society upon application and payment of the prescribed dues and fees, may be deemed eligible for membership, subject to such limitations as the Society may impose without regard to sex, race, color, creed, or national origin of individuals.

Section 2: Any member may be dropped by the Board of Directors, for cause after opportunity to be heard.

Article IV: Officers

Section 1: The elected officers shall consist of a President, 1st Vice President, 2nd Vice President, Secretary, and Treasurer

Section 2: A vacancy in any elective position shall be filled by the Board of Directors until the next annual election.

Article V: Duties of Officers

Section 1: The President shall preside at all Society and Board of Directors meetings, except as otherwise provided, carry out the instructions of the Board of Directors, appoint all committee chairpersons with the approval of the Board of Directors, prepare the Agenda for each meeting, and be the Official Spokesperson of the Society.

Section 2: The 1st Vice President shall, in the absence or inability of the President as defined by the Board of Directors, perform the duties of the President. The 1st Vice President shall also discharge other duties requested by the President or prescribed by the Board of Directors.

Section 3: The 2nd Vice President shall be responsible to obtain guest speakers in Society meetings, and for any other oral, videotaped personal history interviews. The 2nd Vice President shall keep records of each presentation, and give a thank you letter to the presenters with a copy to the Secretary for the record.

Section 4 The Secretary shall keep a record of Society Membership and Board of Directors proceedings, including a list of attendees. The Secretary shall prepare, or have prepared, and mail flyers to the membership to promote attendance at each Society meeting or activity.

Section 5: The Treasurer shall have custody of the funds of the Society: shall deposit them in insured financial institutions or invest them pursuant to Board of Director policy; shall make disbursements as directed by the Board of Directors; and shall be responsible for the collection of all dues, fees, and debts owing to the Society. The Annual Report of the Treasurer shall be verified by a person or persons selected for this purpose at the close of each fiscal year, and the report as verified shall be distributed to the membership. It is the responsibility of the Board of Directors to select a person or persons to verify the Treasurer's Annual Report.

Article VI: Board of Directors

Section 1: The Board of Directors shall consist of the elected Officers and four elected Directors.

Section 2: The Board of Directors shall set Society policies and shall control and manage the affairs and the funds of the Society.

Section 3: Each Director shall perform duties assigned by the Board of Directors.

Section 4: The Board of Directors shall determine the time, date, and place of their meetings. Special meetings of the Board of Directors may be called by the President or by request of five Board of Directors members. Notice of the special meeting, with the purpose stated clearly, shall be provided to each Board of Directors member prior to the day of the meeting.

Section 5: A quorum of the Board of Directors shall consist of five members.

Section 6: A phone call to the President or Secretary prior to a Board Member's absence from a meeting will be considered excused for cause. Three unexcused absences from Board of Directors meetings within a three-month period shall be considered a resignation. The Board of Directors shall appoint a replacement Board Member to fulfill the remainder of the term. The President of the Board shall make an announcement at a Society Membership meeting to introduce the new Board Member.

Article VII: Committees

Section 1: The Executive Committee shall consist of the President, 1st Vice President, 2nd Vice President, Secretary and Treasurer. The Executive Committee shall have the powers of the Board of Directors between meetings of the Board of Directors, except that the Executive Committee is not empowered to make changes to Society policy. The Executive Committee shall report its actions to the Board of Directors for approval at its next meeting.

Section 2: The President shall appoint, with the approval of the Board of Directors, the Standing Committees: Parliamentarian, Finance, Nominating, Acquisitions, Fundraising, Special Events, Membership, and Sunshine.

Section 3: The Finance Committee shall include, among others, the Treasurer. The committee shall submit an Annual Society Budget to the Board of Directors for approval.

Article VIII: Nominations and Elections

Section 1: The Nominating Committee, consisting of a Chairperson and two other members, shall be appointed by the President with the advice and consent of the Board of Directors. Members of the Society in good standing, and with the consent of the nominee, shall be placed on the Nomination List. Other Society members may submit recommendations to the Committee for consideration. to be placed on the Nomination List. Names of Nominees for Officers and Board of Directors shall be announced at the December Membership meeting each year. Election shall be held in January.

Section 2: No person shall be eligible for office whose membership has not been in effect for at least one year prior to nomination for office. With the consent of the Board of Directors a Member may be elected to office after six (6) months of participation.

Section 3: All Officers and Directors shall be elected by a majority of the votes cast by members eligible to vote at the Annual Meeting of the Society, which shall be held no later than January 31 of each year.

Section 4: All elected Officers and Directors shall commence their terms of office at the close of the Annual Meeting following their election and shall continue for the periods for which they were elected, or until their successors have been qualified and elected. Each year, all Directors shall be elected for a term of three years each, and may be eligible for re-election. The Treasurer shall serve a term of two years and may be eligible for re-election. Other Officers shall serve for one year, and may be eligible for re-election.

Section 5: The Board of Directors shall have the authority to designate the procedures for the conduct of elections, whether by written ballot or otherwise. The results of the elections shall be reported to the membership.

Section 6: Only members in good standing may vote in the annual elections.

Article IX: Annual Meeting

The Society shall meet once each calendar year at the time, date, and place determined by the Board of Directors and the Article of Incorporation and any amendments thereto, but in any event no later than January 31 of each year. Notice of the Annual Meeting shall be announced to the membership in advance. A quorum of any meeting of the Society shall consist of those members in Good standing who are present.

Article X: Fees and Dues

Section 1: Charges, fees and dues, and classes of membership based on payments to the Society, shall be determined and announced to the membership by the Board of Directors, except that the status of anyone who is a life member at the time these Bylaws take effect shall not be altered thereby.

Section 2: Dues are for calendar year and are payable in advance.

Article XI: Amendments

Section 1: The Board of Directors, by majority vote, may amend these Bylaws, subject to approval of the members at a special meeting called for that purpose, as provided for in Article VIII of the Articles of Incorporation.

Section 2: Any member may submit proposed Bylaws amendments to the Board of Directors for their consideration.

Article XIII Parliamentary Authority

Section 1: The rules contained in Robert's Rules of Order Newly Revised, or any future revision thereof, shall govern the Society in all cases in which they are not inconsistent with the Bylaws of the Society.