

By-Laws of the Westerly Historical Society

CONSTITUTION

ARTICLE I Name

The name of this Association shall be "The Westerly Historical Society."

ARTICLE II Mission

The mission of this Society shall be to promote interest in historical research, to stimulate a study of the history of Southern Rhode Island, and encourage the collecting and preserving of manuscripts, pamphlets, images, artifacts and multi-media materials, especially those relating to Westerly and vicinity.

ARTICLE III Membership

Section 1: This Society shall consist of active and honorary members.

Section 2: (a) Active members shall be those who pay the annual dues and only those shall have the privilege of voting.

(b) Honorary members shall be those who shall have rendered valuable service to the cause of historic inquiry and other such persons as the Society may deem worthy of this recognition.

ARTICLE IV Officers

Section 1: The officers of this Society shall consist of a President, Vice-President, a Recording Secretary, and a Treasurer.

Section 2: The officers shall be elected for a two year term and may hold their respective offices until their successors are elected.

ARTICLE V Officers' Duties

Section 1: The President shall:

- A. Preside at all meetings
- B. Call special meetings of the Society
- C. Call meetings of the Executive Board
- D. Appoint all committees not otherwise provided for
- E. Perform other such duties as customarily pertain to the Office of the President.

Section 2: The Vice-President shall be an aide to the President and, in the case of the absence or disability of the President, shall assume and perform the duties of the President. In addition, the Vice-President will perform such further duties as directed by the President.

Section 3: The Recording Secretary shall:

- A. Keep a full record of the proceedings of the Society.
- B. Take care of and properly file all meeting minutes of the Society.
- C. Maintain a copy of the Constitution and By-laws, and a list of officers and committees of the organization.
- D. Perform other such duties as customarily pertain to the office of Secretary.

Section 4: The Treasurer shall:

- A. Manage the financial affairs of the Society.
- B. Render an account each month of all receipts and expenditures.
- C. Develop a proposed budget based on input from the Executive Board and committees.
- D. Pay bills for budgeted items or as otherwise directed by a vote of the Executive Board.
- E. Perform other such duties as customarily pertain to the office of Treasurer.
- F. Make an annual report at the Annual Meeting of the Society.

ARTICLE VI

Executive Board

Section 1: A. There shall be an Executive Board.

B. It shall consist of the Officers, the committee Chairpersons, and members-at-large as assigned by the President. A member of the Orlando Smith Trust will be invited to join the Westerly Historical Society Executive Board.

C. The Executive Board shall be responsible for the execution, through its members, of the authorized policies of the Society.

D. It shall approve the annual budget and authorize all expenditures beyond the scope of the budget, and shall not create any indebtedness beyond the income of the Society, nor disburse funds for purposes non-essential to the goals of the Society.

- 1. It shall not appropriate funds in excess of three thousand dollars (\$3,000) without first obtaining the approval of the Society at an Annual or special Society meeting.

E. A majority vote of the Executive Board shall govern and have the power to overrule or modify the action of any officer of the Society.

F. It shall meet monthly from September to May/June at the call of the President.

G. It shall receive the committee reports and recommendations, and shall submit to the Society at Annual meetings, recommendations which it has approved affecting the administrative or activities policy of the Society.

Section 2: Executive Board members shall be appointed as required to fulfill various functions of the Society (ie. membership, programs, finance, public relations, publications, etc.).

Section 3: Said Board members shall recruit members to their committees in such numbers as they consider necessary to accomplish their assigned functions.

ARTICLE VII Meetings

Section 1: Special meetings may be called by the Executive Board by giving notice to each member.

Section 2: The Annual Meeting of this Society for election of officers and transaction of other business shall be held in May or June.

Section 3: Proposals at the Annual Meeting must be approved by a majority of active members present.

Section 4: A simple majority of members of the Executive Board shall constitute a quorum for the transaction of business of the Board. Meetings of the Executive Board shall be held at the call of the President or upon the request of three (3) of its members.

ARTICLE VIII Dues

Section 1: The members of the Society shall pay annual dues established by the Executive Board. The dues are payable in October.

Section 2: Any member whose dues are one year in arrears may be dropped from membership and no longer receive any member benefits.

ARTICLE IX Amendments

This Constitution may be amended, added to or repealed, by a two-thirds vote of the members present and voting at an Annual meeting of the Society, provided that such amendment has been recommended by the Executive Board and notice of the same given prior to the Annual Meeting.

BY-LAWS

ARTICLE I Budget Requests

All committees requesting line items must present budget requests to the Executive Board two (2) months prior to the end of the calendar year.

ARTICLE II Order of Business

At the regular meetings of the Executive Board, the order of business shall be as follows:

- A. Reading of records of last meeting.
- B. Reports of Officers and Committees
- C. Unfinished business
- D. New business
- E. Adjournment

At the Annual Meeting of this Society, the order of business shall be as follows:

- A. President's Report
- B. Presentation of Slate of Officers and Elections (every two years)
- C. New Business
- D. Presentation of Awards
- E. Speaking Program
- F. Adjournment

ARTICLE III

The By-laws may be amended, added to, or repealed only in the manner described in Article IX of the Constitution.

The Constitution and By-laws shall be reviewed on a regular basis.

Prior revision May 2011

Reviewed and revised January 2016, with revisions approved by members at Annual Meeting, May 11, 2016.

Reviewed and revised January 2025, with revisions approved by members at Special Meeting, April 2, 2025.