

CHLORIDE HISTORICAL SOCIETY, INC.
P.O. Box 294, Chloride, Arizona 86431

BYLAWS

Revised February 4, 2021

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ARTICLE I - PURPOSE

The purpose of the Chloride Historical Society or "the Society" is to establish and maintain museums and other buildings and land owned by the Society in the Townsite of Chloride, Mohave County, state of Arizona. The Society is to procure by gift, exchange, and loan or direct purchase any land and items of historical value to the Society.

The museums will be the responsibility of the Society. The Society will procure, exchange, loan or purchase any books, maps, pictures, papers and artifacts pertinent to the history of Chloride. Existing old buildings, which are the property of the Society, will be maintained in the period of old mining days and may be used by business members.

ARTICLE II - MEMBERSHIP

SECTION 1: ELIGIBILITY

Any individual or business having an interest in the history of the area and in the purposes and objectives of the Chloride Historical Society and is at least eighteen (18) years of age, shall be eligible for membership.

SECTION 2: DUES

- A. Individual membership dues shall be \$12.00 per person per 12-month period beginning January 1st of every year. Individual membership dues are due and payable on January 1st of every year.
- B. Business membership dues shall be \$60.00 per business per month at a minimum. Business membership fees will be set by the Board of Directors on a case by case basis under consideration of market rates. Business membership dues are due and payable on the first day of every month.

SECTION 3: VOTING

In any proceeding in which voting by members is called for, each individual member in good standing who has been a member of the Society for seven (7) calendar days prior to the vote shall

be entitled to cast one vote. A secret ballot may be called for by any member. In any proceeding in which a vote is required, a simple majority vote of the voting member quorum is necessary.

In any proceeding in which ballots are called for, the Secretary shall number ballots with randomly generated numbers. Ballots shall contain a receipt stub.

All ballots shall be opened by a tallying committee at a membership meeting. The tallying committee shall consist of two members who are neither members of the Board of Directors nor nominees.

ARTICLE III - MEETINGS

SECTION 1: GENERAL MEMBERSHIP MEETINGS

- A. At a minimum, there shall be a regular meeting of the membership quarterly, in January, April, July, and October.
- B. The January membership meeting is the Society's annual meeting.
- C. Special meetings of the Society may be called by the Board any time or upon petition in writing of a majority of members in good standing. Notice of special meetings shall be posted in the Society box at the Chloride Post Office five (5) days prior to the meeting. Business conducted shall only be that business for which the meeting was called.
- D. At any duly scheduled general meeting of the Society, five (5) regular members and three (3) Board members (officers) shall constitute a quorum.
- E. Meetings may be canceled by the Board by posting a notice in the Society box at the Chloride Post Office. Meetings for nomination, election, and tallying of elections may not be cancelled except for a lack of a quorum.

SECTION 2: BOARD MEETINGS

A Board meeting may be called any time by the President or acting President. Verbal notice shall be given five (5) days prior to the meeting, unless the meeting is deemed by the President or acting President to be an emergency for which the five day meeting notice does not apply. Three (3) Board members shall constitute a quorum. Any member in good standing may attend any board meeting.

ARTICLE IV - BOARD OF DIRECTORS

SECTION 1: COMPOSITION OF THE BOARD

The responsibilities of the Society shall be vested in the Board of Directors, which will be responsible for its property, finances and the handling of its affairs as directed and approved by

the membership. The Board of Directors shall be composed of the elected officers, which are the President, Vice President, Secretary and Treasurer and one (1) Member-At-Large. The offices of Secretary and Treasurer may be combined into one office. If the offices of Secretary and Treasurer are combined, there shall be two (2) Members-At-Large.

SECTION 2: NOMINATIONS, ELECTIONS AND TERMS OF OFFICE

- A. Nominations shall be made at the regular membership meeting in October. If the membership meets monthly, nominations shall be made at the regular membership meeting in November. If the membership meets quarterly, nominations shall be made at the regular membership meeting in October. The offices of President, Vice President, Secretary, Treasurer and Member-At-Large can be filled only by residents of the area covered by zip code 86431 who have been members of the Society in good standing for one hundred and twenty (120) days prior to their nomination. No person with a felony record shall be eligible for nomination or appointment to the Board of Directors.
- B. If there is more than one candidate for any office, the Secretary will send out printed ballots, to be mailed in or handed to any officer at or prior to the next regular membership meeting. The tallying of the ballots shall be performed at the next regular membership meeting.
- C. The newly elected Board of Directors shall be seated at the January meeting. Officers shall serve for a one (1) year term.
- D. All directors are subject to the Society's Conflict of Interest Policy as adopted by the membership on April 7, 2016.

SECTION 3: DUTIES

- A. The President shall serve as the chief elected officer of the Society and shall preside at all meetings of the general membership and the Board of Directors.
- B. The Vice President shall act in place of and perform all duties of the President in his/her absence.
- C. The Secretary shall keep an accurate record of all procedures at regular and special meetings, record the bylaws, and keep a register of the names of all members, take care of all correspondence and keep a record of all pictures or other documents given or loaned to be museum.
- D. The Treasurer shall keep an accurate record of when all dues are payable, keep an accurate record of all receipts and disbursements, and report them at each regular meeting. Any member may review said records by request at the meeting site during the regularly scheduled membership meeting.

SECTION 4: VACANCIES

In case of a vacancy on the Board of Directors, the remaining Board members shall appoint a member in good standing to fill the vacancy for the remainder of the term of office.

ARTICLE V - COMMITTEES

The President, by and with the approval of the Board, shall appoint all committees and committee chairpersons. It shall be the function of the committees to carry out such activities as may be delegated to them by the Board. Committees shall be discharged by the President when their work has been completed or when, in the opinion of the Board, it is deemed wise to discontinue the committees.

ARTICLE VI- FINANCES

SECTION 1: FUNDS

The Society shall use its funds only to accomplish the objectives and purposes specified in these Bylaws and no part of said funds shall inure or be distributed to the members of the Society.

All monies paid to the Society shall be deposited in a federally insured financial institution in Kingman, Arizona. The Treasurer shall have cash on hand not to exceed \$50.

SECTION 2: DISBURSEMENTS

Disbursements shall be by check signed by any two different members of the Board of Directors. There will be a minimum of three (3) names supplied to the bank, so that there will always be two (2) available persons in town whose signatures are valid. Money withdrawn from the account must also be signed for by two (2) persons on the account.

Any expenditure of \$200 or more in a one-month period requires prior approval by the membership, unless it is a regular recurring expenditure, namely the annual insurance payment, or an emergency repair.

No officer and/or member of the Society may be issued a debit or credit card connected to any bank account owned by the Society.

SECTION 3: FISCAL YEAR

The fiscal year of the Society shall close on December 31st of each year.

SECTION 4: ANNUAL REPORT

The financial report for the preceding fiscal year shall be presented at the January general membership meeting for approval by the membership. The membership may inspect the financial records prior to approval.

ARTICLE VII- DISSOLUTION

In the event of dissolution of the Society, any funds remaining shall be distributed to one or more organized and qualified charitable organizations within Chloride or designated vicinity. Defined in IRS Section 501(c) (3).

ARTICLE VIII - PARLIAMENTARY AUTHORITY

The current edition of Roberts Rules of Order shall be the final source of authority in all questions of parliamentary procedures when such rules are not inconsistent with the charter or by-laws of the Society.

ARTICLE IX - AMENDMENTS

These bylaws may be amended or altered at any meeting by a simple majority vote of the members in good standing of record. Amendments or alterations shall be submitted to the Board or general membership in writing at least thirty (30) days prior to the meeting at which they are to be voted upon.

ARTICLE X - REPEAL

The Bylaws of the Chloride Historical Society, Inc., previously adopted and subsequently amended, and all articles and sections thereof are hereby expressly repealed.

ADOPTED THIS 4th day of February, 2021

Signed:

Natalee Norwood
President

Eugenia "Jeannie" Inman
Secretary