

# NEWPORT HISTORICAL SOCIETY

## Constitution & Bylaws

Originally Adopted: October 1974

Incorporated: February 1975

Amended: 2000, 2001, 2005, 2007, 2013, 2017, 2026

*Newport, New Hampshire*

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### REVISION HISTORY

<b>Date</b>	<b>Version</b>	<b>Description</b>	<b>Prepared By</b>
Mar 2026	Adopted Version	Constitution & Bylaws as amended	Newport Historical Society

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## ARTICLE 1. NAME

The name of this organization shall be the **Newport Historical Society (NHS)**.

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## ARTICLE 2. MISSION

The Newport Historical Society builds community by increasing public awareness of Newport, New Hampshire, and Sullivan County's rich industrial and cultural heritage. It accomplishes this by:

- Collecting, preserving, and displaying objects of historical significance
  - Providing educational programs
  - Supporting historical research
  - Fostering public interest in local history
  - Supporting the Society and the Newport Historical Society Museum
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## ARTICLE 3. IRS STATUS

The Newport Historical Society is organized exclusively for charitable, educational, and historical purposes under section 501(c)(3) of the Internal Revenue Code. The Society may apply for grants and accept gifts, materials, and funds.

The organization shall not carry on any activity not permitted to be carried on by an organization exempted from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

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## ARTICLE 4. MEMBERSHIP

### Section 1. Eligibility

Membership is open to all persons interested in the work of the Society.

### Section 2. Membership Categories

The Society recognizes the following membership categories:

- **Contributing Members** — persons who have paid dues for the current membership year.
- **Board Members** — contributing members who serve on the Board of Trustees.

*Note: Lifetime Members who were granted this status prior to 2026 are honored, but the category is no longer offered.*

### Section 3. Fiscal Year

The fiscal year of the Society is **October 1 through September 30**.

### Section 4. Membership Year

The membership year of the Society is **January 1 through December 31**.

New members who pay dues in **November or December** shall be considered contributing members for the following membership year.

### Section 5. Dues Changes

Membership dues shall be confirmed or changed at the annual meeting.

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## ARTICLE 5. MEETINGS

### Section 1. Regular Board Meetings

Regular meetings of the NHS Board shall be held monthly. Meetings are open to the public, and public comment may be offered during the Public Forum portion of the agenda.

### Section 2. Special Meetings of the Membership

A special meeting of the Society may be called by five contributing members.

### Section 3. Special Meetings of the Board

A special meeting of the Board may be called by the President or any three Board members.

### Section 4. Annual Meeting

There shall be an annual meeting of the Society once per year as voted by the Board of Trustees.

## Section 5. Quorum

A quorum shall consist of **50% of current Board members plus one**, rounded up.

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# ARTICLE 6. BOARD OF TRUSTEES & EXECUTIVE COMMITTEE

## Section 1. Composition

The Board of Trustees shall consist of a minimum of five contributing members.

## Section 2. Officers

The officers of the Society shall be:

- President
- Vice President
- Secretary
- Treasurer
- Museum Director

These officers constitute the **Executive Committee**. The Museum Director shall serve as an ex officio voting member of the Executive Committee.

## Section 3. Appointment of New Board Members

New Board members may be appointed by the Executive Committee.

## Section 4. Authority

The Executive Committee and Board of Trustees shall have general oversight of the Society.

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# ARTICLE 7. ELECTION OF EXECUTIVE COMMITTEE

## Section 1. Election Process

The Executive Committee shall be elected by plurality vote at the annual meeting. Voting shall be by written ballot.

## **Section 2. Nominations**

A nominating committee appointed by the President shall present a slate of nominees at least one week prior to the annual meeting. Additional nominations may be made by any contributing member in good standing up to one week before the election.

## **Section 3. Eligibility**

Candidates must have been contributing members for at least one year prior to election.

## **Section 4. Terms of Office**

Officers are elected annually and may serve unlimited terms.

## **Section 5. Vacancies**

Vacancies may be filled for the remainder of the term by vote of the Executive Committee.

## **Section 6. Removal**

If removal of an officer or Board member becomes necessary, it shall be accomplished at a special meeting of the Society. Documentation shall be recorded in the Executive Committee minutes.

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# ARTICLE 8. MUSEUM OPERATIONS

## **Section 1. Purpose**

The Society shall maintain a Museum for the preservation, collection, and interpretation of historical material significant to Newport and Sullivan County.

## **Section 2. Oversight**

The Museum Director shall oversee museum operations, report regularly to the Board, and coordinate volunteers and contributing members as needed.

## ARTICLE 9. FINANCIAL MATTERS

### Section 1. Routine Expenditures

At least two members of the Executive Committee shall manage and approve routine expenditures not exceeding \$750.

### Section 2. Major Expenditures

Expenditures exceeding \$750 require approval of the Board.

### Section 3. Signing Authority

The Society shall maintain a bank account in a Newport bank.

**Two Board members** shall have signing authority (currently the President and Treasurer).

**Only one authorized signature** is required on checks.

### Section 4. Financial Records

The Treasurer shall maintain accurate financial records, provide monthly reports, and file all required state and federal returns as required by statute. A consolidated annual report shall be presented at the annual meeting.

### Section 5. Conflict of Interest

The Society shall maintain a conflict-of-interest policy consistent with New Hampshire law.

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## ARTICLE 10. COMMITTEES

Section 1. Committees may be established by the Board as needed.

Section 2. Each committee shall appoint its own chair and provide monthly reports.

Section 3. The President may appoint ad hoc committees for temporary objectives.

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## ARTICLE 11. PARLIAMENTARY AUTHORITY

Meetings shall be governed by **Robert's Rules of Order**.

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## ARTICLE 12. AMENDMENTS

These Constitution & Bylaws may be amended at any regular meeting by a two-thirds vote of contributing members present, provided notice was given at the previous meeting. Amendments may also be adopted at a special meeting with two weeks' notice.

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## ARTICLE 13. DISSOLUTION

Section 1. Should the Newport Historical Society choose to cease operations as a 501(c)(3) organization under its current format, the Treasurer shall pay all liabilities.

Section 2. Any remaining monetary assets shall be disbursed for one or more tax exempt purposes as defined by Section 501(c)(3) of the IRS Code, corresponding State of New Hampshire law or section of any federal tax code in place at the time Upon dissolution of the Newport Historical Society.

Section 3. Tangible assets, artifacts, and collections shall be redistributed to qualified museums and institutions to insure public access for posterity.