



PRINCE GEORGE'S COUNTY HISTORICAL SOCIETY INCORPORATED BY-LAWS

Article I-Name

This non-profit corporation shall be known as the "Prince George's County Historical Society, Incorporated" hereinafter sometimes referred to as the "Society."

Article II-Objectives

Section 1. To foster an understanding and appreciation of the history and heritage of Prince George's County, Maryland.

Section 2. To collect, record, organize, restore, and preserve historical data, artifacts and all associated materials relative to Prince George's County history and heritage.

Section 3. To promote and encourage research into all aspects of Prince George's County history and heritage.

Section 4. To acquaint and make available to members and the general public historical data and all associated materials relating to Prince George's County through programs and publications arranged or sponsored by the Society.

Section 5. To encourage and participate in the protection and preservation of historic sites and structures in Prince George's County.

Article III-Membership/Sponsorship/Dues

Section 1. Membership shall be open to anyone interested in promoting the objectives of the Society.

Section 2. Membership categories will be determined by the Board of Directors. Each membership category shall pay annual dues as determined by the Board of Directors. Life members shall make a one time payment for life membership. Newsletter membership is for complimentary exchange with organizations or individuals which have been deemed to be friends of the Society. Honorary membership may be conferred for life by two-thirds affirmative vote of the Board of Directors in recognition of outstanding contribution to the objective of the Society. Honorary members are exempt from further payment of dues.

Section 3. Sponsorship categories will be determined by the Board of Directors. Each sponsorship level shall pay an annual amount determined by the Board of Directors. Sponsorship grants all membership privileges.

Section 4. Dues and sponsorships are payable by January 1 of the calendar year. Dues and sponsorships not paid by April 1 will result in the member being dropped from membership. New members or sponsors paying initial dues after September 1 shall be considered paid for the remainder of that year and the following year.

Article IV-Officers

Section 1. The Society shall be governed by a Board of Directors which shall have a membership of at least fifteen (15) and no more than eighteen (18) persons. Members of the Society may be nominated to serve on the Board of Directors (“Board”) of the Society by an existing member of the Board of Directors. Members may be approved to serve on the Board by a majority vote of the existing Board members.

Section 2. The officers of the Society shall be President, Vice-President, Secretary, Treasurer, and Historian who shall be elected on an annual basis.

Section 3. The positions of Secretary and Treasurer may be combined and a single officer may be elected as the Secretary-Treasurer.

Section 4. In the event of a vacancy on the Board of Directors, the Board shall appoint a member of the Society to fill the vacancy until the end of the term vacated.

Section 5. All past presidents shall be members of the Board with voting privileges.

Article V-Duties of Officers and Directors

Section 1. The President shall be the chief executive officer of the Society, shall preside at meetings and shall appoint Committee Chairpersons. The President shall sit ex-officio on all committees.

Section 2. The Vice-President shall assume the duties of the president in the absence of or upon the incapacity or resignation of the President and on all occasions when asked to do so by the President.

Section 3. The Secretary shall keep the minutes of the meetings of the Society and the Board of Directors, shall handle the general correspondence of the Society, and shall maintain a file of the Society’s proceedings and correspondence.

Section 4. The Treasurer shall be responsible for the safekeeping of the Society funds and for maintaining a financial record in accordance with accepted accounting practices. The Treasurer shall deposit all funds received in the name of the Society. Monies shall be paid out by best method for all Society activities. The Treasurer shall present a financial report at each regular meeting of the Board of Directors.

Section 5. The Secretary-Treasurer shall handle the same duties as the individual positions of Secretary and Treasurer as listed in Article V, Sections 3 and 4.

Section 6. The Historian shall be the custodian of the archives of the Society and shall make same available to Society members, researchers, and the general public.

Section 7. Each Officer and Director shall be entitled to one vote on each matter submitted to a vote of the Board of Directors.

Section 8. All Directors of the Society shall have such other responsibilities and perform such other duties as may be prescribed by the Board.

Section 9. No compensation shall be paid to the Board of Directors for their services as such, but they may be reimbursed for actual expenses incurred by them in performing official duties on behalf of the Society and at the direction of the Board of Directors.

Section 10. Any Director or Officer may be removed from office for cause by a majority vote of the remaining Board members at any meeting called for the express purpose of considering a motion to

remove the officer. Notice of such a meeting shall be sent to all Board members along with an itemized agenda of all issues to be discussed at least two weeks before the date of the meeting.

Article VI-Meetings/Quorums

Section 1. The Board of Directors shall meet a minimum of three times a year and at the call of the President.

Section 2. There shall be a minimum of one general membership meeting a year.

Section 3. A quorum for meetings of the Board of Directors shall consist of eight (8) Board members.

Section 4. The Board shall set meeting attendance requirements as necessary.

Section 5. All interested members may attend Board meetings.

Section 6. Board of Directors meetings may be conducted in person, via a conference call, or through email exchanges, or any other means as deemed necessary by the Board.

Section 7. Votes by the Board of Directors may be conducted in person, through email exchanges, or any other means as deemed necessary by the Board.

Article VII-Committees

Section 1. The Society shall have the following standing committees for: Nominations, Library, and Finance & Budget.

Section 2. The description of the standing committees are as follows:

The Executive Committee shall consist of the officers and chairs of all committees.

The Nomination Committee will nominate officers and board members at the annual meeting.

The Library Committee shall oversee the operations of the Frederick S. DeMarr Library of County History.

The Finance & Budget Committee shall recommend an annual budget and review the finances of the Society. The annual budget should be for the fiscal year, which is from January 1 through December 31.

Section 3. Committee Chairperson shall be appointed by the President. Each committee shall have a minimum of three people, with at least one member being from the Board of Directors.

Section 4. Special committees may be established for specific tasks and may be terminated at the discretion of the Board of Directors.

Article VIII – Parliamentary Authority

For all matters not covered in these by-laws, the parliamentary authority shall be Robert's Rules of Order.

Article IX-Amendments to the By-laws

These By-laws may be amended by a two-thirds (2/3) vote of the Board of Directors. The proposed change(s) will be notified to the Board not less than (30) days prior to the vote.

No by-law changes shall be made that are contrary to the intent of the original Articles of Incorporation signed on December 8th, 1954.

/s/ _____
Secretary

Approved November 6, 2000

Amended and Approved November 5, 2010

Amended and Approved December 9, 2018