

BYLAWS OF THE DUXBURY, VERMONT HISTORICAL SOCIETY, INC.

Adopted: February 12, 2008 | **Last Amended:** September 17, 2025

Mission & Purposes

The mission of the Duxbury Historical Society is to discover, preserve, and disseminate knowledge regarding the history of Duxbury, Vermont.

The Society is dedicated to community enrichment by collecting, preserving, conserving, interpreting, and exhibiting materials related to the Town's history.

A primary mission of the Society is to preserve and maintain its home site, the Duxbury Meeting House (formerly known as the South Duxbury Church) and adjoining Sunshine Hall, ensuring that these buildings continue as integral, active parts of Duxbury's current and future history.

Article I: Membership & Dues

- **Section 1.** Any person interested in the history of Duxbury, Vermont, who applies for membership and tenders the required dues shall thereby become a voting member for the current calendar year.
- **Section 2.** Annual dues for membership shall be ten dollars (\$10.00)
- Membership will be effective from January 1 through December 31.
- **Section 3.** Current members will be billed in November for the ensuing membership year. Any member whose dues are not received by January 31st shall be dropped from the membership list.
- **Section 4.** Members in good standing and in attendance during a regularly scheduled meeting (May, July, September) will be responsible for decisions made by the society and may approve expenditures of funds \$500 or less. The DHS Treasurer holds this responsibility as well.

Article II: Schedule & Quorum for Meetings

- **Section 1.** Regular society meetings will be held on the 3rd Tuesday of the month in May, July, and September. A gathering will also be held on the 3rd Sunday of August.
- **Section 2.** Special society meetings may be called by the President or the Trustees.
- **Section 3.** The members present at any society meeting shall constitute a quorum.
- **Section 4.** Three Trustee members shall constitute a quorum of the Board of Trustees.

Article III: Eligibility & Term Limits for Officers & Trustees

- **Section 1.** Any member in good standing shall be eligible to hold the office of President, Vice President, Secretary, Treasurer, or Trustee. No individual shall hold more than one office during a given year.
- **Section 2.** Terms of office of President, Vice President, Secretary, and Treasurer shall be for one year and elections for these offices shall be held at the regularly scheduled meeting in September. The term of office is October 1st of the elected year through September 30th of the next year. These positions shall be elected by members in good standing and in attendance at the September meeting. Candidates need not be present to be elected.
- **Section 3.** The Board of Trustees shall consist of five (5) members. Elections for these offices shall be held at the regularly scheduled society meeting in September. The term of office is October 1st of the elected year through September 30th of the next year or the year their term ends, if elected to a multi-year term. **The Board of Trustees shall be made up of (1) three year, (1) two year and (3) one year positions. Candidates need not be present to be elected.**
- **Section 4.** If for any reason an individual is unable to complete the term of office for which they have been duly elected, the Officers may appoint another member to fill the unexpired term.

Article IV: Duties of Officers & Trustees

- **Section 1.** The President shall have executive supervision over the activities of the society within the scope set forth in these bylaws. The President shall preside over all society meetings. The President shall appoint delegates and members of committees if not otherwise provided.
- **Section 2.** The Vice President shall assume the duties of the President in the event of absence, incapacity, or resignation. The Vice President shall be a member of the annual bylaw review committee.
- **Section 3.** The Secretary shall keep the minutes of meetings of the society and the trustees. The Secretary in conjunction with the Treasurer shall maintain a list of names and addresses of all society members. The Secretary shall render an annual report of the society's activities.
- **Section 4.** The Treasurer shall be responsible for the safekeeping of society funds and maintaining financial records and relevant paperwork pertaining to the documents of incorporation and any other required filings with State and Federal institutions. The Treasurer shall deposit all monies received in a reliable banking institution in the name of Duxbury Historical Society. Monies shall be paid out by numbered checks signed by the Treasurer. If the Treasurer is unavailable, the President is authorized to sign checks. The treasurer shall send out bills and collect dues annually from the current membership. The Treasurer shall be responsible for maintaining a current list of paid-up members and provide said list to the Secretary of the society. The Treasurer shall present a report at each regularly scheduled meeting regarding the financial status of all the society's assets and liabilities.

- **Section 5.** The Trustees have oversight duties of the society. The Trustees shall select their own chairperson and shall meet at least once per calendar year[. The Trustees shall decide questions of **policy that** for any reason cannot be acted upon at a meeting of the society and perform other such duties as designated in these bylaws or assigned to them.
 - The Trustees will audit the financial records of the Duxbury Historical Society yearly, before the **September** meeting of the membership.
 - The Trustees shall be required to approve any expenditure by the society of five hundred (\$500.00) or more.
 - The Trustees shall be responsible for the annual review of the society bylaws. Any recommended changes shall be presented to the society membership at its September meeting. Society members will then take appropriate action(s) [approve, make changes, disapprove] on such recommendations.

Article V: Committees

- **Section 1.** The society shall have the following standing committees, on which a society Officer or Trustee shall be appointed to serve. All Committees shall share decisions and notes from **their** meetings with the secretary of the society for the purpose of maintaining a physical record of meetings and decisions.
 - **Committee Size & Voting Rules:** With the exception of the Executive Committee **and Bylaws Review Committee**, all committees will have a maximum of seven (7) society members, and at least one of those would be an officer or trustee. Any society member who is an official member of the committee should have a vote. **Non-committee members**, guests, specialists, and volunteers are welcome to attend committee meetings to help with the work of the committee, but only official committee members can vote. If a non-member is helping on a committee, they cannot vote.

Standing Committee Descriptions

- **Executive Committee:** Members include the four (4) officers and the five (5) Trustees of the Incorporation. Other members are welcome to provide information and talents to the voting members but will not have voting rights.
 - Executive Committee approval is required for all development and maintenance issues. This includes but is not limited to all matters of grant acceptance, service providers and contracts
 - All formal votes shall require a minimum of five (5) voting members (quorum) to be present either in person or remotely at the time the proposal is under consideration. A simple majority vote will be required by the voting members present to approve or deny the proposal. Tie votes will constitute a denial of the proposal at that time.
- **Program Committee:** Responsible for arranging suitable programs/activities to be presented at regular society meetings.

- **Bylaws Review Committee:** Responsible for the annual review and changes to society bylaws. This committee will be comprised of the Board of Trustees, Vice President, and two (2) individuals from the membership at large.
- **Communications Committee:** Responsible for publishing newsletters, bulletins, books, radio/TV/video programs.
- **Library, Museum, & Historical Site Committee:** Responsible for collecting, cleaning, cataloging, caring, arrangement, and repair of books, manuscripts, newspapers, photos, and artifacts owned by the society; establishing the historical validity for sites proposed for marking; for marking historical sites; and arranging historical tours.
- **Fundraising Committee:** Responsible for raising funds to benefit the goals of the society.
- **Building Committee:** Responsible for the upkeep, maintenance, and improvements to real estate owned by the Duxbury Historical Society.
- **Section 2.** Officers will appoint members to society committees unless otherwise decided in the bylaws.

Article VI: Parliamentary Authority

- **Section 1.** Roberts' Rules of Order shall govern the proceedings of the society except in such cases where State of Vermont statutes take precedence or where these bylaws define specific procedure.

Article VII: Dissolution of the Society

- **Section 1.** If at any time the Duxbury Historical Society ceases to remain viable as a functional organization for any reason, all monies, historical documents, memorabilia, and artifacts held by said society shall be donated to the Vermont Historical Society to be used and preserved by their staff and membership for future generations to enjoy. Real estate owned by the Duxbury Historical Society shall be gifted to the Town of Duxbury, Vermont. If the Town of Duxbury does not accept the donation, real estate will be gifted to the Vermont Historical Society.

Article VIII: Amendments to these Bylaws

- **Section 1.** The bylaw review committee shall meet annually to review the bylaws **before the July membership meeting** and submit proposals of any changes to the society membership at the regularly scheduled September meeting.
- **Section 2.** If at any time a two-thirds majority of the society membership submits in writing any proposed bylaw amendments to the officers or trustees, a special meeting shall be called for that purpose.

*** NOTHING FOLLOWS ***