

BY-LAWS OF THE WHITFIELD-MURRAY HISTORICAL SOCIETY, INC.

ARTICLE I. MEMBERSHIP AND DUES

Section One. Membership is open to any and all persons, organizations, clubs, firms and corporations interested in the objectives of the Society. The Board of Directors shall set annual dues at their discretion.

Section Two. Honorary and emeritus memberships may be conferred upon individuals who have given distinctive service to the Society by a majority vote of the Executive Committee. Such members shall enjoy all privileges of membership except the right to vote and hold office.

ARTICLE II. MEETINGS AND QUORUMS

Section One. At least six meetings shall be held each year at various locations in Murray and Whitfield Counties, as determined by the Executive Committee.

Section Two. Special called meetings shall be announced in advance by the Executive Committee.

Section Three. A simple majority of those present shall constitute a quorum.

ARTICLE III. ELECTION OF EXECUTIVE COMMITTEE

Section One. A Nominating Committee composed of three active Society members shall be appointed by the president in September. The Committee shall select nominees for pending vacancies on the Executive Committee and the Board of Trustees. Nominees shall be presented for election at the November meeting.

Section Two. Those elected shall be dues paying members of the Society and exhibit leadership ability, involvement in Society activities, commitment to the Society and its purposes and willingness to serve the Society.

Section Three. Officers shall serve two-year terms and are eligible to be re-elected for one additional term. After one year out of office, they shall be eligible to serve again. Elections shall be held annually, with the offices of president, first vice-president and treasurer elected in alternate years from the second vice-president, secretary and public relations officer. Both counties will be represented on the Executive Committee.

Section Four. The Executive Committee shall declare an office vacant when an officer is unable or unwilling to fulfill the duties of the office. Individuals selected to fill a vacant office will fill the unexpired term and shall be eligible for election as described in Article III, Section Three.

ARTICLE IV. DUTIES OF EXECUTIVE COMMITTEE

Section One. The President shall oversee direction of the Society and the executive committee, preside at meetings of the Society and the executive committee, appoint committees as needed and designate the chair for each. The President shall serve as an ex-officio member of all committees, represent the Society to the public and perform other duties as requested by the Board of Directors.

Section Two. The First Vice-President shall assume the duties of the President in the event of absence, incapacity, or resignation of the President. The First Vice-President shall coordinate the programs and hosts for meetings of the Society.

Section Three. The Second Vice-President shall direct the active recruitment of new members, stimulate and encourage the participation of members in Society activities, plan membership events, and preside in the absence of the President and First Vice-President.

Section Four. The Secretary shall keep a record of proceedings of all meetings of the Society, of the Executive Committee and of the Board of Directors. The Secretary shall perform other duties as may be assigned by the President, the Constitution or the By-Laws. A copy of all reports shall be on file at the Society's office within two weeks of any meeting.

Section Five. The Treasurer shall have the responsibility for reviewing and reporting all Society general funds, shall review the Society's bank accounts and file required tax returns.

Section Six. The Public Relations Officer shall prepare media releases and coordinate publicity for meetings, regular programs and special events.

ARTICLE V. BOARD OF TRUSTEES

Section One. There shall be a minimum of eight and no more than twelve Trustees. Both Whitfield and Murray counties will be presented on the Board of Trustees. Trustees shall be elected by the membership and shall serve rotating three-year terms. They are eligible for re-election.

Section Two. The Board of Trustees shall elect a chairman and a vice-chairman each year. These officers are eligible for re-election, not to exceed three consecutive years.

Section Three. The Board of Trustees shall solicit city and county governments, authorize/initiate grant applications from State and Federal agencies or foundations, conduct capital campaigns, and initiate long range planning for the Society.

Section Four. The Board of Trustees shall conduct all financial and legal transactions of the Society including but not limited to negotiating leases, accepting gifts of real estate, buying, selling and trading property, and transferring gifts of stocks and bonds. The Chairman of the Board of Trustees, or, in his absence, the Vice-Chairman shall sign legal, official and financial documents as directed by the Board.

ARTICLE VI. BOARD OF DIRECTORS AND EXECUTIVE DIRECTOR

Section One. The Board of Directors of the Whitfield-Murray Historical Society, Inc. shall consist of the Executive Committee, the Trustees, and the chair or designated representative of all Special Projects Committees for the purpose of conducting the annual meeting. A two-thirds majority of the Board of Directors shall constitute a quorum.

Section Two. The Executive Director of the Whitfield-Murray Historical Society, Inc. shall serve as the director of the History Center and Archives and supervise the day-to-day activities of the Society's headquarters. The Executive Director shall maintain membership and financial records; organize archival materials and displays; compile and mail newsletters and the *Quarterly*; maintain the Society's website; acknowledge gifts with proper recognition; maintain regular hours of operation; coordinate meetings and events; assist researchers; and perform other duties as assigned by the president and/or executive committee.

ARTICLE VII. STANDING COMMITTEES

Section One. The Society shall have standing and/or ad hoc committees to assist the Executive Committee in fulfilling the purposes of the Society. Each committee shall consist of a minimum of three Society members, including the chair, unless otherwise specified in these by-laws. Members of standing committees shall serve two-year terms and may be reappointed. Standing committee chairs shall be appointed by the President. Each committee shall write an outline of plans, guidelines and budget as needed and shall submit same to the Executive Committee for approval.

Section Two. **History Center and Archives Committee:** Shall receive archival material, manage collections, organize displays and conduct tours of the headquarters, as needed. Shall inspect, recommend and supervise maintenance and physical improvements to the headquarters and, if requested, to other Society properties. Shall conduct workshops and programs to meet the needs of those who are interested in genealogy and shall assist the Executive Secretary in securing and maintaining genealogical materials at the headquarters.

Section Three. **Awards Committee:** Shall establish criteria, screen nominees and recommend recipients for the Society's Annual Historic Preservation Awards. The Committee shall also consider, and make recommendations on, the appropriateness of honorary or emeritus membership awards.

Section Four. **Constitution and By-Laws Committee:** Shall review and recommend needed changes in the Constitution and By-Laws.

Section Five. **Scholarship Committee:** Shall seek applicants from area public high schools, select deserving recipients and award scholarships annually from designated or regular funds.

Section Six. **Special Events Committee:** Shall assist the Executive Committee in organizing and arranging special Society events as needed.

ARTICLE VIII. SPECIAL PROJECTS COMMITTEES

Section One. The Society shall have special projects committees as deemed essential, or desirable, to carry out projects approved by the Society. Each Special Projects Committee shall elect a chairperson and adopt by-laws, meet regularly, and keep minutes that are submitted to headquarters. Each Committee shall be fiscally responsible and shall submit monthly reports to the Society Treasurer.

Section Two. **Blunt House Committee:** Shall oversee the continued restoration, maintenance and preservation of this historic structure and its contents.

Section Three. **Chatsworth Depot Committee:** Shall oversee the continued restoration, maintenance and preservation of this historic structure and its contents.

Section Four. **Civil War Sites Committee:** Shall work with the Civil War Roundtable of Dalton in the maintenance and preservation of Dug Gap Mountain Battlefield site and other Civil War related properties of the Society.

Section Five. **Hamilton House Committee:** Shall oversee the continued restoration, maintenance and preservation of this historic structure and its contents.

Section Six. **Old Spring Place Methodist Church Committee:** Shall oversee the continued restoration, maintenance and preservation of the old church and its holdings.

Section Seven. **Wright Hotel Committee:** Shall oversee the continued restoration, maintenance and preservation of this historic structure and its contents.

ARTICLE IX. AUXILIARY GROUPS

Section One. **Friends of the Vann House** is a liaison to the Georgia Department of Natural Resources, Parks and Historic Sites Division, which operates and maintains the Vann House as a state historic site. Friends assist and initiate programs, raise and expend funds, augment and enhance furnishings, and encourage volunteer efforts at the Vann House. The group shall elect its own officers, write its own by-laws, collect separate dues, and submit monthly financial reports to the Society's treasurer.

ARTICLE X. AMENDMENTS TO THE BY-LAWS

These By-Laws may be amended at any regular meeting or special meeting by a two-thirds vote of those present providing notice was given in writing at the previous meeting.

Tim Howard, Chair

Approved by Membership on March 17, 2013.

Randy Beckler, President