



CONSTITUTION OF THE UPPER PEMIGEWASSET HISTORICAL SOCIETY

As approved by the membership at the X/XX/XXXX Annual Meeting of the Upper Pemigewasset Historical Society.

Last amended at the December XX, 2010 Annual Meeting of the Upper Pemigewasset Historical Society.

ARTICLE I

Section 1.01 The name of this Society shall be Upper Pemigewasset Historical Society.

ARTICLE II

Section 2.01 The purpose of this Society shall be to bring together those people interested in history, and especially in the history of the Upper Pemigewasset Valley region. Understanding the history of our communities is basic to our democratic way of life, gives us better understanding of our state and nation, and promotes a better appreciation of our American heritage.

Section 2.02 The Society's major function will be to discover and collect any material which may help to establish or illustrate the history of the area: its exploration, settlement, development, and activities in peace and in war; its progress in population, wealth, education, arts, science, agriculture, manufactures, trade, and transportation. It will collect printed material such as histories, genealogies, biographies, descriptions, gazetteers, directories, newspapers, pamphlets, catalogs, circulars, handbills, programs, and posters; manuscript material such as letters, diaries, journals, memoranda, reminiscences, rosters, service records, account books, charts, surveys, and field books; and museum material such as pictures, photographs, paintings, portraits, scenes, aboriginal relics, and material objects illustrative of life, conditions, events, and activities of the past and the present.

Section 2.03 The Society will provide for the preservation of such material and for its accessibility, as far as may be feasible, to all who wish to examine or study it, to cooperate with officials in insuring the preservation and accessibility of the records and archives of its towns, villages, and institutions and to undertake the preservation of historic buildings, monuments and markers.

Section 2.04 The Society will disseminate historical information and arouse interest in the past by publishing historical material in the newspapers or otherwise; by holding meetings with addresses, lectures, papers, and discussion; by marking historic buildings, sites, and trails; and by using the media to awaken public interest.

Section 2.05 The Society will cooperate with the State Historical Society to collect and preserve materials of state-wide significance so that these materials can be made available to students and scholars.

Section 2.06 The Society is authorized and empowered to do all things necessary to accomplish the purposes for which it is organized, including authority and power: to enter into, make and

perform contracts of every kind and description; to borrow or raise money for any purpose of the corporation; to carry on all or any of its operations and business without limitation or restriction; to exercise all powers conferred by the State of New Hampshire; to produce, take, relieve, lease, take by gift, devise or request, or otherwise acquire, hold, improve, use and otherwise deal in and with real or personal property, or any interest therein; to sell, convey, mortgage, pledge, lease, transfer or otherwise dispose of any part of its property or assets; and to do all things necessary or convenient in the accomplishment of the purposes set forth in this Article II.

ARTICLE III

Section 3.01 Individual active members - Any person interested in the purposes of the Society shall be eligible.

Section 3.02 Institutional members Any organization, board, school, or library interested in the Upper Pemigewasset Historical Society shall be eligible.

Section 3.03 Family members Family membership shall consist of immediate family members including children under 18 years of age.

Section 3.04 Sustaining members - A person, group or firm offering special support to the objectives of the Society shall be eligible.

Section 3.05 Honorary members - Honorary membership may be conferred upon any person whose activities have contributed to the objectives of the Society. Honorary members shall be elected by a three-fourths vote of members present at an annual meeting, upon nomination by the Board of Directors.

Section 3.06 Life members (individual only).

ARTICLE IV

Section 4.01 The annual meeting of the Society shall be held each November at a time and place to be arranged by the President of the Society.

Section 4.02 Special meetings of the members of the Society may be called by the President at a time and place to be arranged by the President.

Article V

Section 5.01 The officers shall be a president, a vice-president, a treasurer and a secretary, who shall be elected for a term of one year; and five directors, who shall be elected for a term of three years. The terms of the directors shall be staggered

Section 5.02 The officers and directors shall constitute the Board of Directors.

ARTICLE VI

Section 6.01 All officers and directors shall be elected by majority vote of all voters present at the annual meeting. A member may request the vote be taken by secret ballot.

Section 6.02 The Nominating Committee shall present a slate of candidates at the annual meeting.

Section 6.03 Other nominations may be made from the floor by a member of the Society prior to the balloting at the annual meeting. A candidate for election shall be an individual active member, a life member, a family member, or a natural sustaining member. Section 6.04 Officers and directors shall be installed at the close of the annual meeting at which they are elected and shall serve until their successors have been duly elected and installed. In the event of resignation or incapacity of any director or officer, except the president, the vacancy may be filled by a vote of the Board of Directors until the next annual meeting.

ARTICLE VII

Section 7.01 The corporate assets of the Society will be given to the public libraries in Lincoln and Woodstock in case of dissolution. Any monetary assets will be divided equally. Material assets will be assigned according to area of interests as determined by a majority vote of the Board of Directors of the Society. Any assets not disposed of shall be disposed of by the Grafton County Superior Court exclusively for the purposes, or to an organization or organizations, as the Court may determine, organized and operated exclusively for the purposes set forth in Article II above.

ARTICLE VIII

Section 8.01 This Constitution may be amended at any annual or adjourned meeting of the members of the Society by a two-thirds vote of those present and voting, provided notice was given at the previous meeting. Or it may be amended at a special meeting of the members of the Society called for that purpose, upon previous notice and a two-thirds vote. All proposed amendments shall be submitted in writing.

ARTICLE IX

Section 9.01 Notwithstanding any other provision of this Constitution, no part of the net earnings of the Society shall inure to the benefit of, or be distributable to its members, directors, officers, or other private person, except the Society shall be authorized to pay reasonable compensation for services rendered in furtherance of the purposes set forth in Article II; no substantial part of the activities of the Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the Society shall not participate in any political campaign on behalf of any candidate for public office; and the Society shall not carry on any other activity not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by an organization,

contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Cods of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE X

Section 10.01 A Conflict of Interest Policy and a Conflict of Interest Disclosure Statement have been adopted. This statement clarifies Article IX. (on file)