

**BYLAWS OF:**  
**MATTITUCK-LAUREL HISTORICAL SOCIETY AND MUSEUMS**

The name of the organization shall be called the Mattituck-Laurel Historical Society and Museums, Inc., hereinafter called the Society. The Society is a not-for-profit organization as set forth in its Certificate of Incorporation.

ARTICLE 1

Mission and OBJECTIVES

Section 1                   —The mission of the Society, a not-for-profit organization, is to preserve, protect, and promote the history of this special area of the North Fork and its people, from earliest times to the present day, for current and future generations.

To perform this mission, ~~The objectives of~~ the Society ~~will~~, a not-for-profit organization, as set forth in its ~~Certificate of incorporation~~, are:

1. ~~To~~Bring together those persons who share the common interest of discovering, acquiring, preserving, maintaining, and exhibiting objects of historical interest of the North Fork of Long Island, New York, and specifically, of the villages of Mattituck and Laurel.
2. ~~To~~Establish and maintain collections, as well as ~~to~~ aid in the preservation and maintenance of historical buildings, monuments, landmarks, relics, and written or printed material in the areas specified in 1 above.
3. ~~To~~Encourage in the communities of Mattituck, Laurel, and the surrounding areas an awareness of their historical heritage.
4. ~~To~~Promote historical research and education.

Section 2                   The buildings, collections-, and exhibits of the Society shall be open to the public at such times as provided by the Board of Trustees, the Society's governing body. Special exhibits or tours shall be approved by the Executive Committee.

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ARTICLE 2

LOCATION AND OFFICES

Section 1           The area in which the Society is to function will be in Southold Town, Suffolk County, New York, and particularly the hamlets of Mattituck and Laurel.

Section 2           The headquarters of the Society are located at 18200~~en~~ Main Road, Mattituck, Long Island, New York.

ARTICLE 3

MEMBERSHIP

Section 1           Membership in the Society will be open to all persons interested in agreeing to the objectives of the Society.

Section 2           There shall be the following categories of membership, which are determined by the Board of Trustees, who may, from time to time, alter the classes of membership offered, and the dues applicable to each class:

1a     The dues for Annual Individual~~Regular~~/ Family/Business Membership shall be \$20 for an individual, \$30 for a family, and \$50 for a business membership.

1b     Membership shall run from January 1 through December 31.

- 1c Dues are payable during the month of January each year. After March 1, if dues have not been paid, the member, after notification, shall be dropped from membership. A membership may be re-established by payment of one year back dues in addition to the current year's dues.
- 1d New members joining after June 30~~e~~ shall pay half-year's dues.
2. Patron Membership: Upon donation of \$100 annually, a member shall be listed as a Patron of the Society.
3. Life Members: Upon donation of \$500, a member will be entitled to a Life Membership.
4. Honorary Membership: May be conferred by the Board of Trustees on any person who has rendered outstanding service to the Society, or who is deserving of recognition for outstanding achievement in the field of history. The classification shall entitle the holder to all privileges of the Society, except the right to vote at meetings.

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Section 3

Good Standing: A member may be considered in good standing upon payment of dues in a timely fashion.

Active Membership: —A member may be considered an active member upon payment of dues in a timely fashion, having attended at least four meetings a year, and having participated in volunteer activities.

Section 4

All Active Members and Members in Good Standing shall be eligible to vote at regular meetings and at the Annual Meeting.

Section 5

Members may resign from membership by a written declaration to the Society's Secretary.

Section 6

A member of the Society may be expelled or suspended from membership for just cause by a majority vote of the Board of Trustees after a notice of such action shall be sent by registered

mail to the subject member at least fifteen (15) days before such action is taken. The mailed notice shall state the date, time, and place of such action so that the member may have the opportunity to present a defense.

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## ARTICLE 4

### BOARD OF TRUSTEES

#### AUTHORITY AND DUTIES OF THE BOARD OF TRUSTEES

- Section 1            The Board of Trustees shall be considered the governing body of the Society. The Board shall control the affairs and funds of the Society, and shall have the authority to borrow money, determine classes of membership, and set schedules of annual dues for such classes.
- Section 2            The Board will be made up of the Trustees and the Officers of the Society.
- Section 3            The number of Trustees shall be not less than five (5) nor more than fifteen (15) , but such number may be increased or reduced by amendments of the Bylaws.
- Section 4            The Board of Trustees shall be elected from the membership. One-third of the Board shall be elected at the Annual Meeting each year to serve for three (3) years.
- Section 5            The Board of Trustees shall meet at least four (4) times a year, once each quarter of the calendar year.
- Section 6            Members of the Board of Trustees must attend at least 3 meetings yearly to remain on the Board. In case of illness or other circumstance Trustees and Officers must communicate to the President by mail or electronic devise. They will be eligible to vote remotely on all Society issues.

Section 7 The number of Board members necessary to constitute a quorum shall be one-third of the whole number constituting the Board of Trustees as provided in Article 4.

Section 8 A special meeting of the Board of Trustees may be called on two (2) days' notice by the Secretary, on request of the

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President, or upon written request of three (3) members of the Board of Trustees, the object being stated in the call/letter.

Section 9 The Board of Trustees may appoint such committees as it may deem advisable and each committee shall exercise duties as may be conferred upon it by the Board of Trustees, subject to the continuing direction and control of the Board of Trustees.

## Article 5

### OFFICERS

Section 1 The Officers of the Society shall consist of a President, Vice ~~PP~~Presidents, Secretary, Treasurer, ~~and a~~ Curator/Historian, and ~~the existing Board of~~ Trustees.

Section 2 The President's principal duties shall be the supervision of the affairs of the Society with the assistance of the Board of Trustees. The President He/She shall preside at all meetings of the Society and of the Board of Trustees, and shall be a member *ex-officio* of all standing committees.

Section 3 ~~The~~ Vice President(s) shall assume the duties of the President when the President is absent or ~~disabled~~unable, and shall assist the President in matters pertaining to the Society.

Section 4 The Secretary shall keep the minutes of all meetings of the Society and the Board of Trustees. The Secretary He/She shall keep a record of the term limits, and shall notify officers of upcoming vacancies.

Section 5                    The Treasurer shall receive the dues and maintain the financial accounts of the Society as directed by the Board of Trustees. ~~The Treasurer~~He/She shall keep a true account of receipts and payments, and prepare a report for each meeting of all such transactions. The Treasurer shall also keep a record of standing of members' dues and notify those in arrears. ~~The Treasurer~~He/She shall have a final report, which will be prepared for audit, to be presented at the Annual Meeting. ~~The Treasurer~~He/She will gather and collect all materials necessary for the annual tax return.

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Section 6                    All checks against the Society's finances shall require two (2) signature; one (1) shall be the Treasurer, and the other shall be either the President or the Vice President's

Section 7                    The Curator/Historian shall be a permanent member of the Acquisition Committee, and shall be responsible for the care and maintenance of the permanent collections and special exhibits of the Society. He/She shall supervise the setting up of special exhibits, shall maintain historical research library of the Society, and educate the public in the form of lectures, written material, i.e, brochures and newspaper articles, but not limited to these, with regard to local history. The Curator/Historian shall recommend to the board of Trustees for their approval, the acquisition of additional buildings of local historical value and interest to be added to the property owned by the Society.

Section 8                    Officers shall be elected at the Annual Meeting to serve for the following ~~fiscal~~ year. All officers must be elected from the Society's membership.

Section 9                    When a vacancy occurs in any of these offices or on the Board of Trustees, such vacant term of office may be filled by the remaining members of the board.

## Article 6

### ELECTIONS

Section 1 A Nominating Committee consisting of three (3) members, shall be appointed by the Board of Trustees at least ninety (90) days prior to the Annual Meeting, This Committee shall prepare a slate of Active Members suitable for the offices to be filled. This Committee shall submit this slate to the Board of Trustees at least six (6) weeks in advance of the Annual Meeting. The call to Annual Meeting shall then list the nominees, and such notice shall be mailed to all members of the Society thirty (30) days prior to the Annual Meeting. The election of Officers and Trustees shall be held at the Annual Meeting.

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Section 2 The Annual Meeting shall be held in October for the election of Officers and Trustees of the Society. Candidates shall be presented by the Nominating Committee, but nominations may be made from the floor by any member in good standing. Said nominee(s) must be present at that meeting in order to accept or refuse the nomination.

Section 3 Elections shall be by ballot, or, where there is no contest, by motion, properly seconded from the floor, by any member in good standing. At such elections, a majority of the ballots cast shall constitute a choice.

Section 4 Newly elected Officers and Trustees shall take office on January 1, following their election.

## Article 7

### MEETINGS

Section 1 There shall be at least seven (7) regular meetings a year, including an Annual Meeting.

Section 2 The Annual Meeting shall be held in October.

Section 3 There must be a quorum at all general meetings. A quorum shall consist of twelve (12) members at a regular meeting, and 24 members at the Annual Meeting.

Section 4 Parliamentary authority shall be Robert's Rules of Order, Newly Revised.

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ARTICLE 8

STANDING COMMITTEES

There shall be the following Standing Committees:  
Executive, Nominating, Finance, Audit, Ad Hoc, and Acquisitions.

Section 1 Executive Committee: The Executive committee shall consist of the President, the Vice Presidents, the Treasurer, and the Secretary, plus one additional Trustee selected by the Board of Trustees. The President shall preside at the Executive Committee meetings. Four (4) members of the Executive Committee shall constitute a quorum.

The Executive Committee carries on the business of the Society, as necessary, between meetings of the Board of Trustees, except those related to modifying or amending the decisions and resolutions of the Society, and appointing or removing Trustees or Officers of the Society. Actions of the Executive Committee shall be recorded and reported to the Board of Trustees at the next regular meeting of the Board of Trustees.

Section 2 Nominating Committee: Refer to Article 6 Section 1.



Section 3

Finance Committee: The Finance committee shall be composed of the Treasurer, ~~at~~the Vice President, plus other members as necessary appointed by the President and approved by the Board of Trustees. The Treasurer shall chair the Finance Committee.

The Finance Committee is responsible for the examination of accounts, preparation of the Society's budget, advise the Board of Trustees regarding financial matters, and the general supervision of the society's financial functions.

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Section 4

Audit Committee: The Audit Committee shall be elected at the Annual Meeting and shall consist of three (3) members.

The financial records of the Society shall be audited annually at the close of the fiscal year, and reported to the Board of Trustees within sixty (60) days. The final audit report shall be presented to the membership at the first meeting of the year.

Section 5

The fiscal year shall be January 1 to December 31.

Section 6

Ad Hoc Committee: The Board of Trustees may appoint Ad Hoc Committees from time- to- time, composed of any combination of members, Trustees, Officers, or non- members which it may deem advisable. These Committees shall report findings, recommendations, and/or action to the board of Trustees.

Section 7

Acquisitions: This Committee shall ascertain that items to be donated to the Society are in compliance with its objectives as stated in Article 1, Section 1 (2).

ARTICLE 9

USE OF FUNDS AND PROPERTIES

Section 1           The Society will accept as donations only those items of real and personal property, artifacts, and funds, which the Board of Trustees is permitted to use for the benefit of the society as it shall see fit, unless such acceptance is expressly conditioned by specific action of the Board of Trustees.

Section 2           As and when deemed appropriate by the Board of Trustees, personal property and artifacts owned by the Society, whether purchased or received by gift or bequest may be loaned to other institutions, or, when no longer desirable as part of the Society's collections, may be disposed of as the Board of Trustees may see fit.

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ARTICLE 10

INDEMNIFICATION

The Society shall indemnify, to the extent permitted by law, any person who is, or was, a Trustee or Officer, of the society against his expenses (including attorney's fees) and liabilities in connection with any proceeding involving such person because of his being or having been such Trustee or Officer, provided such person acted in good faith and in a manner that can be reasonably believed to be in, or not opposed to, the best interests of the Society, and with respect to any criminal proceedings in which such person had no reasonable cause to believe his conduct was unlawful.

ARTICLE 11

AMENDMENTS

These Bylaws may be amended by a two-thirds vote of members in good standing at a general meeting.

ARTICLE 12

DISSOLUTION

In the event of dissolution of the society, all of the remaining assets and property of the society shall, after necessary expenses thereof have been deducted, be distributed to such organizations as shall qualify under Section 501 (c) (3) of the Internal Revenue Code, or to another organization to be used in such a manner as in the judgment of the Supreme Court of the State of New York, upon application, will best accomplish the general purposes for which the Society was formed

Originally approved: February 3, 1965

Amended: 2001, 2004, 2005

Revised and Amended: April 24, 2013