

CONSTITUTION

The North Lanark Historical Society

1. Name of Society

The name of the Society shall be The North Lanark Historical Society, hereinafter called the Society.

2. Affiliation

The Society shall be affiliated with the Ontario Historical Society.

3. Objectives

The objectives of the Society are:

- a) to stimulate interest in the history of the district of North Lanark and surrounding areas.
- b) to collect, classify, preserve and disseminate historical information about the district.
- c) to collect and display items of historical significance.

4. Not-For-Profit

The operations of the Society shall be carried out without the purpose of financial gain for its members. Profits to the organization shall be used to promote the objectives of the Society.

5. Membership

Membership shall comprise the following:

- a) Honorary members who may be appointed by the Board of Directors.
- b) Regular members.
- d) Life members, who may be appointed in recognition of meritorious service to the Society.

6. Board of Directors

The policy and general direction of the Society shall be carried out by a Board of Directors consisting of the President and not more than 10 Directors, who are all members in good standing, elected by the general membership at the Society's Annual General Meeting.

The Officers of the Society shall be the President, Vice-President, Secretary, Treasurer, Museum Manager and Membership Coordinator. The duties of the Officers are prescribed in the By-Laws of the Society.

7. By-laws

The Board of Directors may establish By-Laws which are consistent with this constitution, subject to ratification by a two-thirds majority of members present at a general meeting.

8. Standing Committees

The Society may maintain standing committees with duties including, but not limited to:

- a) historical research
- b) archives
- c) museum
- d) social affairs and programs

9. Meetings

There shall be an Annual General Meeting each year (within six months of the close of the fiscal year), and other general meetings at the call of the President. In addition, any three members in good standing may call for a general meeting and in such event; the President shall call a general meeting within thirty days. The Annual General Meeting shall receive reports from the Board of Directors and other committees.

10. Quorum

The quorum for each general meeting shall be ten members.

11. Fiscal Year

The fiscal year shall be the calendar year.

12. Finances

The accounts and financial statements of the Society shall be reviewed annually. The reviewer shall be appointed by the Board of Directors.

13. Dissolution

In the event of dissolution, all the assets of the Society shall be placed in trusteeship under the Ontario Historical Society.

14. Amendments

This constitution may be amended by a two-thirds majority vote of members present at the next general meeting.

Revised: 18 December 1989 (President: Al Gunn Vice-president: Jean Steel)

Proposed Revisions February 6, 2013 (NLHS Board Meeting Feb 6, 2013)

Proposed Revisions March 6, 2013 (NLHS Board Meeting March 6, 2013)

Proposed Revisions April 22, 2013 (NLHS Constitution & By-Laws Committee)

Proposed Revisions May 7, 2013 (NLHS Board Meeting May 7, 2013)

BY-LAWS
The North Lanark Historical Society

1. General

These by-laws, made under the provision of Section 8 of the Constitution of the Society, as revised on 5 June 2013, supersede all previous by-laws.

2. Amendments to the Constitution and By-laws

- 2.1. A general meeting of the Society may consider proposed amendments to the Constitution or By-laws.
- 2.2. Any member of the Society in good standing may propose an amendment to the Constitution or By-Laws.
- 2.3. A proposed amendment shall be submitted in writing to the Board of Directors at least thirty days before a general meeting.
- 2.4. All members must be notified of amendments at least ten days prior to the general meeting.
- 2.5. The members present shall vote on the acceptance of the amendment. A two-thirds majority of members present shall be required for the ratification of an amendment.

3. Nomination and election of officers and term of service

- 3.1. Directors of the Society shall be elected annually. The term of office shall begin on the first day following election at a general meeting
- 3.2. The Board of Directors shall appoint a Nominating Committee Chair (hereafter Chair), who may call on not more than two members to assist, if necessary, in the preparation of a slate of candidates for presentation at a general meeting.
- 3.3. Members in good standing shall be advised, not less than 14 days prior to a general meeting, of the call for nominations, and may make nominations to the Chair either verbally or in writing. On receipt of a nomination, the Chair shall ascertain the nominee's readiness to stand.
- 3.4. The Chair shall accept nominations from the floor of a general meeting, provided that the nominees are willing to stand.
- 3.5. If necessary, the Chair shall arrange for an election ballot and shall ensure that all members present have an opportunity to vote. The Chair shall appoint two scrutineers from the members present who shall tally the ballots. The results of the vote shall be given in writing to the Chair, who will then announce the names of officers elected.

4. Duties of Board of Directors

- 4.1. The Board of Directors will:
 - 4.1.1. advocate on behalf of the Society and promote the values and beliefs underlying the organization.
 - 4.1.2. develop community awareness of the organization and represent the organization

to the community, government, foundations, corporations and other funding agencies.

4.1.3. practice ethical behaviour in its governance. The principles of honesty, integrity, loyalty, justice and courtesy will form the basis of their ethical conduct. It is up to each individual Director to avoid situations that may lead to a potential or actual conflict of interest.

4.2. The duties of the Officers of the Society are as follows:

4.2.1. The President will oversee the general operation of the Society, preside at all meetings of the Board and of the Society and represent the Society at events.

4.2.2. The Vice President will assist in any duties as requested by the President or the Board and will assume the duties of the President in his/her absence.

4.2.3. The Secretary will record the minutes of the meetings and notify the Board and or membership in advance of all meetings.

4.2.4. The Treasurer will be responsible for the finances of the Society and is responsible for finance reports. All financial transactions will require two signatures from the three designated Board “signing authorities”. The Treasurer will make all financial records available to the financial reviewers.

4.2.5. The Museum Manager takes the lead role in monitoring and overseeing the immediate and long term needs of the museum. The Museum Manager, in consultation with a hiring committee is responsible for the recruitment, selection, orientation, training and evaluation of museum staff. The hiring committee will consist of the museum manager and two other people.

4.2.6. The Membership Coordinator is responsible for maintaining an updated membership list including the issuance of membership cards and receipts.

5. Interim election of officers

If any Director of the Society is, for any reason, unable to complete a term of office, the Board of Directors may appoint a replacement for the balance of the term.

6. Ad hoc committees

The Board of Directors may establish ad hoc committees, and appoint a Chair, to undertake projects considered to be of benefit to the Society. The Committee Chair will report to the Board as requested.

7. Board of Directors Meetings

7.1. The Board of Directors will hold at least one meeting before the 1st of March and at least one meeting after the 1st of July and other meetings as required.

7.2. Meetings shall be called by the President. In addition any two Directors may request a meeting, and, in such event, the President shall call a meeting within seven days.

7.3. The quorum for a meeting will be 50% plus one of the current Board.

7.4. Minutes will be approved by the Board of Directors at the following meeting, once approved the minutes will be signed by the President (or the Vice-President in his absence) and by the Secretary. Copies of the minutes of the meeting shall be sent to all Board members at least ten days before the next meeting. The signed and approved minutes of each meeting will be kept on file at the NLRM.

8. Membership

- 8.1. A regular member in good standing is any person who supports the objectives of the Society and pays the required membership fee.
- 8.2. Honorary or life membership may be granted by the Board.
- 8.3. Membership fees for each calendar year shall be due and payable on or before the thirty-first day of January of each year. Members in arrears on the thirtieth day of April may have their names removed from the rolls of the Society.
- 8.4. The Board of Directors shall recommend to the Annual General Meeting a scale of fees for the forthcoming year. Membership fees for each year shall be determined by a majority vote of the members present at the Annual General Meeting.
- 8.5. Membership may be revoked by the Board if a person acts in a manner contrary to the objectives of the Society or brings the Society into disrepute.

9. Miscellaneous

- 9.1. All meetings of the Society shall be conducted in accordance with "Robert's rules of order."
- 9.2. On request any member shall be provided with current copies of the Constitution, By-Laws or Annual Financial Statement.

Revised 5 September 1990

Proposed Revisions January 29, 2013 (Sarah Bennett)

Proposed Revisions March 6, 2013 (NLHS Board Meeting)

Proposed Revisions April 22, 2013 (NLHS Constitution & By-Laws Committee)

Proposed Revisions May 7, 2013 (NLHS Board Meeting May 7, 2013)