

Sidney Historical Association
44 Grand St., Sidney, NY 13838
May 1, 2023

To: All Members: **DRAFT**

Subject: Proposed bylaws changes, hereby presented in order to be approved by attending membership at the Annual Meeting to be held Saturday, May 20, 2023.

Dear Sidney Historian:

Upon reviewing our bylaws, last established on April 21, 2016, we, your Board of Directors have decided that there were some corrections and additions that needed to be made in order to avoid future misunderstandings and to be fiscally current with the prevailing economy.

The changes are shown below in red, and deletions shown as a line through the word(s) in this manner:

See Bylaws Page 2 -

Presently reads:

SECTION II. RIGHTS: Every member shall be entitled to the following rights:

- a. To borrow items from the Association reference library.
- b. The right to vote for election of Officers and/or Directors at the Annual May Meeting
- c. The right to vote on important matters at any Association meeting.

Proposed Change to state:

SECTION II. RIGHTS: Every member shall be entitled to the following rights:

- a. To borrow items from the Association reference library.
- b. The right to vote for election of Officers and/or Directors at the Annual May Meeting.
- c. The right to **vote or comment on bylaws changes, or other matters as requested by the Board of Directors, and in an advisory capacity on various ~~on important~~** matters at any Association meeting.

Reason for change: All matters discussed at meetings are assumed to be "important". However, with reference to bylaw - page 4, **Article V**

Committees, SECTION II. COMMITTEES OF THE ASSOCIATION: Do not have the power to bind the Board of Directors and may include no Board members.

With reference to Bylaw **Article V - Committees, section II**, The general untitled association membership must have no more power to bind

the Board of Directors than do the Committees of the Association. That is why directors and officers are elected.

Also on bylaws Page 2: presently reads: Under **Article V - Powers and Duties**

SECTION III. ELECTION AND TERM OF OFFICE: Elections will be held each year at the Annual Meeting. Directors and Officers shall serve a term of (3) years and may serve an unlimited number of terms. The Officers shall be the President, Vice President, Secretary, Treasurer and Curator. All officers are to be elected by ballot at the annual meeting for three year terms. Two or three trustees per year shall be elected by ballot. Each trustee shall be elected for a three year term. Vacancies occurring during any term shall be filled by appointment by the President with approval of the Board or Executive Committee until the next annual meeting when said vacancy shall be filled by election.

Proposed Change to state:

SECTION III. ELECTION AND TERM OF OFFICE: Elections will be held each year at the Annual Meeting. Directors and Officers shall serve a term of (3) years and may serve an unlimited number of terms. The Officers shall be the President, Vice President, Secretary, Treasurer and Curator, **all of whom shall be voting members of the Association and the Board of Directors.** All officers are to be elected by ballot at the annual meeting for three year terms. Two or three ~~trustees~~ **Directors** per year shall be elected by ballot. Each ~~trustee~~ **Director** shall be elected for a three year term. Vacancies occurring during any term shall be filled by appointment by the President with approval of the Board or Executive Committee until the next annual meeting when said vacancy shall be filled by election.

Reason: *Officers of many organizations are typically designated to be voting members of the Board of Directors. Change the term trustee, to Director for consistency throughout.*

Also - On Page 2:

Correction of clerical typing omission: *Immediately following **Section II Rights** with clauses a.,b. c.:*

*Insert to add title: **Article V - Organization and Rules** - to be followed by existing **Section I. Powers and Duties** . All subsequent Articles to be renumbered in order . i.e. VI, VII, etc.*

Also on page 1:

ARTICLE IV - MEMBERSHIP

SECTION I. MEMBERSHIP: On payment of \$10.00 annually per person or a payment of \$5.00 annually per person for student status, any person may become a

member and remain such by a payment of dues annually. On payment of \$75.00 per person, any person may become a lifetime member. The fiscal year is from January 1 to December 31.

Change to:

SECTION I. MEMBERSHIP: On payment of \$20.00 annually per person or a payment of \$10.00 annually per person for student status, any person may become a member and remain such by a payment of dues annually. On payment of \$100.00 per person, any person may become a lifetime member. The fiscal year is from January 1 to December 31.