

## ***BYLAWS***

### **HISTORICAL SOCIETY OF THE UNITED METHODIST CHURCH**

#### ***Article I - NAME***

The name of this society shall be the Historical Society of The United Methodist Church.

#### ***Article II - PURPOSE***

The purpose of the Historical Society of the United Methodist Church (“Society”) shall be to promote interest in the study, preservation, and dissemination of the history of The United Methodist Church and its antecedent bodies. It will work cooperatively with the General Commission on Archives and History (“Commission”).

#### ***Article III - MEMBERSHIP***

- Section 1. The membership of this Society shall include all who choose to support its purposes and are current in payment of dues.
- Section 2. The Society may make provisions for special categories of membership (student, life, etc.) that may involve varying dues or contribution levels.
- Section 3. Membership benefits will include: a subscription to the Society’s newsletter, *Historian’s Digest*; a subscription to *Methodist History*, published by the Commission; reduced prices on Commission resources; and voting privileges at Society meetings.

#### ***Article IV - MEETINGS***

- Section 1. The Society shall meet at least annually.
- Section 2. Notice of annual meetings shall be given at least six months in advance.
- Section 3. A quorum shall consist of the members present at a duly-called meeting.
- Section 4. Minutes of the Society’s annual meetings shall be published in *Methodist History*.

#### ***Article V - OFFICERS***

- Section 1. The officers of the Society will be elected for four year terms and will serve for four years or until their successors are elected. They shall function as officers of the Board of Directors. No person may serve more than two consecutive four year terms as an officer.
- Section 2. The officers will include a president, vice-president, recording secretary, membership secretary, and treasurer. They will assume the normal duties associated with these offices, and shall be responsible for the specific tasks

identified herein and in the Society's Operating Guidelines, as such Guidelines may be issued by the Board of Directors.

- Section 3. The president shall coordinate recruitment and retention of members.
- Section 4. The vice-president shall coordinate the annual meeting with the hosting entity.
- Section 5. The recording secretary shall keep the minutes and ensure their distribution.
- Section 6. The membership secretary shall maintain a database of current members and shall report regularly to the Board.
- Section 7. The treasurer shall coordinate the annual audit, ensure compliance with IRS filing requirements and submit an annual report to the Board. The treasurer shall also implement any investment policy approved by the Board.

### ***Article VI - BOARD OF DIRECTORS***

- Section 1. The Board of Directors shall include the elected officers, the General Secretary of the Commission, a voting member of the Commission, the Editor of *Historian's Digest*, and four members-at-large.
- Section 2. Two years following the election of the officers, the five officers and three ex-officio members of the Board will appoint four members-at-large, for a four-year term. The Board shall seek suggestions for members-at-large from the Society membership and shall consider both the demographic balance of the Board as well as the ability of the members to represent the interests of the Society. Members-at-large may be re-elected for one additional four year term.
- Section 3. The Board will meet at least annually and at the call of the president or three other Board members.
- Section 4. The Board has general supervision of the affairs of the Society and shall act on all matters for the Society, subject to previous actions of the membership and these Bylaws. It will report its actions at meetings of the Society and be subject to direction from the membership.
- Section 5. The Board shall annually elect the editor who shall have overall responsibility for the production of *Historian's Digest*.
- Section 6. Among other duties, the Board will:
- A. Cooperate with the Commission in planning Historical Convocations;
  - B. Seek meaningful connections with the World Methodist Historical Society or other historical societies that share a common purpose with the Society;
  - C. Develop programs and projects that will promote the purposes of the Society;
  - D. Name each quadrennium a Committee on Honorary Life Memberships to recommend to the Board one or more persons each year as honorary life member(s) for outstanding contributions to Methodist history;
  - E. Name each quadrennium a Ministry of Memory Committee (which may, if appropriate, be the same as the Honorary Life Membership Committee) to

- recommend to the Board one or more persons each year as recipients of the Ministry of Memory award to recognize individual achievement in the preservation of Methodist history;
- F. Name each quadrennium a Saddlebag Committee to recommend to the Board one recipient of the Saddlebag award, recognizing the most notable book published the preceding year on Methodist history, biography, theology or polity;
- G. Fill vacancies between meetings, for which an election will be held at the next Society meeting.

#### ***Article VII - NOMINATING COMMITTEE***

- Section 1. A Nominating Committee of at least five persons elected from the floor at the annual meeting held in the same year as a General Conference of The United Methodist Church shall prepare a slate of nominees for the offices. The election may be by electronic mail or mail ballot.
- Section 2. The Nominating Committee shall identify one or more qualified individuals who are willing to be nominated for each elective office, which shall include seeking suggestions for nominees from the membership at large.
- Section 3. At least one qualified and willing nominee for each elective office shall be submitted to the members. In preparing a slate of nominees, the Committee shall take into account the demographic diversity of the society's membership.

#### ***Article VIII – FINANCES***

- Section 1. The Board of Directors shall submit a balanced budget for the society each year.
- Section 2. The society shall be self-supporting through membership fees and other sources, except for the space and services provided by the Commission.
- Section 3. There shall be an annual audit, in compliance with standard accounting procedures and in accordance with any specific means or methods approved by the Board.

#### ***Article IX – PUBLICATIONS***

The Society may issue its own publications and may cooperate with the Commission in other publication projects.

#### ***Article X – INCORPORATION***

- Section 1. The Society is incorporated in the State of New Jersey and registered as an exempt organization under Section 501(c)(3) of the Internal Revenue Service

code, as a non-profit organization for religious, charitable, and educational purposes.

Section 2. The incorporation address of the Society shall be that of the Commission.

### ***Article XI – PROHIBITIONS AND LIMITATIONS***

No part of the net earnings of the Society shall inure to the benefit of its officers, directors, members, or other private parties, except that the organization shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the Society's exempt purposes. No substantial part of the Society's actions shall involve the issuance of propaganda or otherwise attempting to influence legislation, nor shall the Society participate by any means in any political campaign for or against any candidate for public office. The Society's actions shall not exceed the scope of its purposes under Article II of these Bylaws.

### ***Article XII – DISSOLUTION***

Should the Society be dissolved, any assets remaining after the settlement of all debts and obligations shall be transferred or distributed as required by law to one or more qualified, exempt, nonprofit entities that are determined by the Board of Directors to be consistent in their purposes and actions with the purposes of the Society as stated in Article II of these Bylaws.

### ***Article XIII - PARLIAMENTARY AUTHORITY***

*Robert's Rules of Order* shall be the parliamentary authority for all matters of procedure not specifically covered by these bylaws.

### ***Article XIV - AMENDMENT OF BYLAWS***

Section 1. These Bylaws may be amended at any meeting of the society provided that notice of any proposed amendment is provided to the members of the Society at least three months in advance of the meeting. For purposes of this provision, "notice" shall mean publication in *Historian's Digest*, or by mail to members of record.

Section 2. Any proposed amendment that has received the required written notice may itself be revised and voted upon by the Society at the meeting at which the original proposed amendment was presented without further written notice requirement. Revisions that are determined non-germane by the presiding officer or by a vote of the body shall become subject to the written notice requirement.