

CONSTITUTION AND BY-LAWS
OF
THE BEAUFORT COUNTY HISTORICAL SOCIETY
Original Constitution – 1939
Revised – 1989, 2014

Revised by the Board of Directors and Approved by the Membership in June 2022

CONSTITUTION

Article I. The name of this organization shall be THE BEAUFORT COUNTY HISTORICAL SOCIETY.

Article II. Purpose: The purpose of this Society shall be the collection and dissemination of accurate historical information with particular emphasis on, but not limited to, Beaufort County. This will include the proper marking and preservation of historic sites in Beaufort County.

In accordance with this purpose, the Society is registered as a non-profit corporation under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended.

Article III. Membership: Any person, organization, or association expressing an interest in the purposes of the Beaufort County Historical Society is eligible for membership in the Society. Each member shall be entitled to one vote on proposals brought up for vote at the Annual Meeting or any meeting of the membership.

Article IV. Officers: The Officers of this Society shall be a president, a vice-president, a recording secretary, a research secretary, and a treasurer, to be elected for a period of two years at the Annual Meeting, and to assume office at that time. These officers, as well as the immediate past president, shall constitute the Executive Committee of the BCHS. No Officer shall continue to serve in the same office more than three consecutive two-year terms. In the event of a mid-term Officer vacancy, the position shall be filled by a majority vote of the remaining Board members.

Article V. Board: All Officers and Board members must be members in good standing (dues current). The Board shall consist of the Executive Committee and no fewer than five nor more than seven at-large members approved at the Annual Meeting. Board members shall be elected for a term of two years.

Article VI. Meetings: At least four general membership meetings of this Society shall be held annually. At the Annual Meeting in May, the slate of Board members and Officers shall be presented to the membership for election. Those elected shall take office immediately.

Article VII. Quorum: A majority vote of those present, whether in person or by electronic means, shall constitute a quorum for the transaction of business. Attendance in person or by electronic means must be heard by all participants.

Article VIII. Amendment of Constitution: This Constitution may be amended at any general membership meeting by a two-thirds vote of the members present, provided the amendment(s) shall have been submitted in writing at the previous general membership meeting by the Executive Committee, with a favorable recommendation thereof.

Article IX. Maintain Tax-Exempt Status: All actions for or on behalf of the Society shall be conducted consistent with and to assure that the Society continues to qualify for exemption from taxation pursuant to section 501 (c) (3) of the Internal Revenue Code of 1986, as amended. No part of any assets or earnings of the Society shall inure to the benefit of nor be distributable to its members, officers, or to any other private persons or entities. The Society shall pay reasonable compensation for services rendered, for reimbursement for reasonable expenses, and make payments and distributions to further the purpose set forth in Article II hereof. No part of the activities of the Society shall seek to influence legislation, and the Society shall not participate in or intervene in any political campaign on behalf of any candidate for public office or for any other issue before the public governing or representative body for approval. This prohibition includes publishing or distributing statements in that regard.

Article X. Dissolution of the Society: The Society may be dissolved at any time by a unanimous affirmative vote of all the then-serving members of the Board at a meeting of the Board duly so called. Attendance at the meeting for that purpose may be in person or by electronic means, as for other matters for consideration by the Board. Upon dissolution of the Society, the officers will (1) after paying or making provision for the payment of all liabilities of the Society, (2) distribute the assets of the Society exclusively for the purpose of the Society, and if not so possible, to an organization or organizations organized and operated exclusively for or as close as possible to the purpose of the Society. Such organization or organizations must be exempt under section 501 (c) (3) of the Internal revenue Code of 1986, as amended, as determined by the Board by a majority vote thereof.

BYLAWS

Article I. Membership: Membership in the Beaufort County Historical Society is open to all interested persons, organizations, or associations who have met the membership requirements (application, dues). Membership applications are available at general membership meetings, or on-line at www.beaufortcountyhistoricalsociety.com, and returned with the appropriate dues to the Treasurer.

Article II. Dues: The membership year shall be from January 1 through December 31. Dues for all members shall be payable by December 31. Dues may be paid on-line at www.beaufortcountyhistoricalsociety.com or by check and mailed to BCHS, P. O. Box 55, Beaufort, SC 29901. Reminder notices shall be mailed/e-mailed as appropriate.

Membership dues are in the following categories:

Single membership: \$25/year

Family/couple: \$30/year

Benefactor: \$100/year

Sponsor: \$200/year

Organizational Membership: \$100/year

Student: \$10/year

Article III. Duties of Officers:

The President shall be the chief executive officer of the BCHS and shall preside at all meetings of the Board and at the Annual Meeting, appoint committees and serve as an ex-officio, non-voting member of all committees. The President and the Treasurer shall have signature authority on all bank and investment accounts.

The Vice-President shall assume the duties of the President in his/her absence or inability to perform those duties and such other duties as may be assigned by the President. The Vice-President shall also be responsible for contacting speakers for the general membership meetings and establishing the schedule for those meetings.

The Recording Secretary shall be responsible for 1) making and keeping a permanent record of all business transacted at Board meetings; 2) maintaining and distributing a contact list of Board members and Officers; 3) collecting and archiving print coverage of BCHS events; 4) notifying all Board members of Board meetings.

The Research Secretary shall conduct research and write the content of historical markers in accordance with SC State Department of Archives and History guidelines, submit this work to the State for approval, and send the completed marker citation and design to the fabricator.

The Treasurer shall collect all dues and other income and deposit them in the name of the organization. He/she shall have signature authority on all bank and investment accounts, shall submit required federal and state forms, and shall provide financial reports to the Board as required.

Officers shall refer to the Duty Description Manual (January 17, 2020) for other duties that may be assigned to their office.

Article IV. Advisory Board: At the discretion of the Executive Committee, an Advisory Board may be established. Persons serving on this Board shall have expertise and relevant experience in the fields of history and/or historical research and shall serve as a resource to the full Board. Their length of service as Advisory Board members shall be at the discretion of the Executive Committee.

Article V. Meetings

- 1) General membership meetings, numbering four or more annually, shall be scheduled by the Vice-President and the Executive Committee, in accordance with the availability of the speaker identified for each meeting. Advance notice of those meetings shall be

posted on the BCHS website and Facebook page and sent electronically to the membership at least two weeks prior to the meeting. The President shall have the authority to call special meetings of the membership upon the request of the Executive Committee.

- 2) Board Meetings: Board meetings shall be held at least four times per year, within 30 days of the general membership meetings. A majority of those taking part shall constitute a quorum. Board members may participate in Board meetings from a remote location by electronic means and be counted for quorum and voting purposes if and only if the remote Board member(s) can hear and be heard by all other Board members present at the meeting. A Board member who is unable to attend a Board meeting shall so advise the President or Secretary in advance of the meeting.
- 3) Each Board member is expected to attend all regularly scheduled and special called meetings of the Board. Members with two unexcused absences, as determined by the President, shall be removed from the Board.

Article IV: Committees:

- 1) The Executive Committee shall provide leadership for the organization.
- 2) Ad-Hoc Committees: The President shall have the authority to appoint ad-hoc committees when such are needed to achieve specific projects on behalf of the Historical Society. The President shall be an ex-officio member of all such committees.

Article V: Amendments: The Bylaws of this organization may be amended at any general membership meeting of the Historical Society by a simple majority vote of the members present, provided the proposed amendments are submitted in writing with a Board recommendation for approval.