Sunnyslope Historical Society Bylaws 1-2019

ARTICLE 1

Name

Section 1

The Organization shall be known as the Sunnyslope Historical Society and for the sake of brevity in the document, the term 'Society" shall have the same full meaning and effect.

Section 2

The Society shall be incorporated as a nonprofit organization under the laws of the State of Arizona, and shall conform to all the rules and regulations of the Internal Revenue Service Code Section 501(c) (3).

ARTICLE II

Purpose and Objective

Section 1

The purpose of the Society shall be to promote, encourage, and foster research of the history of Sunnyslope; to collect, preserve, interpret, and disseminate materials and information related to the history of Sunnyslope; to raise funds for any of the foregoing objectives, and to accept donations, gifts, legacies and bequests; to create exhibits using the Society's collections and/or traveling exhibits.

ARTICLE III

Boundaries

Section 1

Sunnyslope shall for the purposes of this organization, be generally contained in the City of Phoenix and within the area of: Northern Avenue to Cactus Road and 19th Avenue to 16th Street and/or the Phoenix Mountains to the east.

Section 2

While the Society shall concentrate its efforts within the area described in Article III, Section 1, the Society's efforts may include neighboring communities that are not specifically served by other historical societies or museums.

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ARTICLE IV

Members

Section 1

Membership and dues: Anyone may become a member upon submission of a completed membership form and payment of dues.

Section 2

Any membership of the Society in good standing and at least 18 years of age shall be entitled to one vote at the Annual Business Meeting and General Membership Meetings of the Society and stand for election to the Board of Directors.

Section 3

The Board shall set membership categories and the amount of annual dues. The membership year shall be the Society's fiscal year. Annual dues in the amount determined by the Board of the Sunnyslope Historical Society shall be payable in January and are delinquent on February 28th. Dues of new members joining in September, October, November or December will be considered paid-up through December of the following year.

ARTICLE V

Fiscal Year

The fiscal year of the Society shall commence on January 1, and end at midnight on December 31st.

ARTICLE VI

Board of Directors

Section 1

The membership shall elect a Board of Directors numbering no fewer than 5 and no more than 7.

Section 2

The Board shall ensure that the business of the Society shall be conducted in accordance with Roberts Rules of Order and the laws of the State of Arizona. Board members shall make every reasonable effort to adhere to duties as stated in Board of Director's position description.

Section 3

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Each member of the Board shall have one vote at any meeting of the Board, with the exception of the Presiding Officer who shall vote in case of a tie.

Section 4

The Board shall meet a minimum of (6) six times per year. A quorum of the Board must be present to conduct the Society's business. A quorum consist of a majority of Board members. Executive Sessions may be called as needed. All actions taken in Executive Sessions shall be reported to the Board.

Section 5

The Board may establish Standing and Ad Hoc Committees, such as: Collections, Communication, Technical Support, Finance, Nominating, Operation, Building & Grounds, Hospitality, Volunteers, Membership.

Section 6

If a vacancy should occur on the elected Board of Directors between Annual Meetings, the President shall appoint with approval of the Board, an individual member of the Society to serve in that position until the conclusion of the term. This provision does not apply to the office of President since the Vice-President shall automatically fill that vacancy; nor does it apply to the office of Past President since the immediate Past President fills that. In the event of a Board members resignation, that member cannot return to the Board until the next election. Board of Director Members are also elected for a two-year term and may serve more than one term.

Section 7

The Board of Directors may appoint executive leadership as needed to support the operations of the Society. For Example: Office Manager.

Section 8

Remuneration: No member of the Board of Directors shall receive remuneration from the Society for performing duties as a member of the Board.

ARTICLE VII

Executive Officers

Section 1

The elected officers to be filled shall be President, Vice-President, Secretary and Treasurer. Officers shall be elected every two years and shall hold office until their successors assume office. No officer shall be eligible for the same office for more that

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two consecutive terms. Officers may serve up to six consecutive years if elected to different office. A founding Board Member is a Board member in perpetuity.

ARTICLE VIII

Officers Duties

Section 1

President:

The President is the chief executive officer of the Corporation and shall preside at all meeting of the membership and the Board. The President shall perform all duties incident to the office of President following the Operation Manual of the Society and such other duties as may be prescribed by the Board from time to time.

Vice President:

Assume the duties of the President when necessary and such other duties as may be prescribed by the Board from time to time. The Vice-President shall follow the Operations Manual of the Society in their other duties.

Treasurer:

The Treasurer, with general oversight and direction from the Board, and following the Operations Manual of the Society, is responsible for managing all investment accounts and for maintaining the financial records in an accurate and generally accepted manner. Two (2) persons authorized by the Executive Board must sign checks.

Secretary:

Shall keep all records pertaining to the Board and Membership meetings in accordance with the Operations Manual of the Society.

ARTICLE IX

Nominating Committee

Section 1

The Nominating Committee shall present a slate of officers and directors for board positions to be filled at the Annual Meeting.

Section 2

The Nominating Committee shall consist of three members appointed by the Board from the membership at large.

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Section 3

The Nominating Committee shall present to the Board prior to the Annual Meeting, a slate of nominees who have consented to serve as officers or board member if elected. The chair shall prepare and notify the membership of the proposed slate 30 days prior to the Annual Meeting. Members in good standing at the Annual Meeting shall vote upon the Slate by those present. Recommendations may be made to the committee 60 days prior to the presentation of the Slate.

ARTICLE X

Membership Meetings

Section 1

An Annual Business Meeting shall be held in January for the election of the officers and Board Directors.

Section 2

Other membership meetings may be held on a more frequent basis.

ARTICLE XII

Amendments

Section 1

These Bylaws may be amended by a majority vote of the members present at the annual meeting. The Bylaws revisions will be mailed to all current members at least 30 days prior to the Annual Meeting.

Section 2

Any member may propose an amendment to the Bylaws for consideration by the Board provided that the proposed amendment has been submitted in writing to the Board not less than 60 days prior to the Annual Meeting.

ARTICLE XIII

Operations Manual

The Board of Directors shall authorize an Operations Manual for conducting the business of the Sunnyslope Historical Society. These instructions shall supplement the Bylaws without circumventing the intent of any Bylaw.

ARITCLE XIV

Dissolution

Section 1

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The President or any member of the Board may at any time present a petition recommending dissolution of the Sunnyslope Historical Society, provided such petition is in writing and contains adequate reason for pursuing such action. Upon receipt of a "Petition for Dissolution", the President shall bring the petition before the next regularly scheduled Board Meeting or may call a special meeting for that purpose.

Section 2

A two-thirds majority of Board members, including three elected officers, shall be necessary to approve presenting the petition to the full membership for resolution.

Section 3

Dissolution of the Sunnyslope Historical Society may occur upon a YES vote by three-fourths of the current membership present at a membership meeting.

Section 4

Upon dissolution of the Sunnyslope Historical Society, the Board shall, after paying all debts and resolving any current liabilities, determine the disbursement of any and all remaining assets.

Section 5

Remaining assets will be transferred to the Arizona Historical Society.

Rene Blain Wirtjes, President

Marlene Runyan, Secretary

Revisions:

Adopted by Board January 15, 2014

Adopted by Board November 5, 2007

Membership approved

January 15, 2005

January 21, 2006

January 12, 2008

January 24, 2014

January 12, 2019

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