

LYON COUNTY HISTORICAL SOCIETY
711 Commercial Street, Emporia, KS 66801
BYLAWS

Approved by Board of Trustees 12-17-2019
Approved by LCHS Membership 02-11-2020
Revised and Approved by Board of Trustees:

ARTICLE I – NAME

The name of this Society shall be LYON COUNTY HISTORICAL SOCIETY INCORPORATED (LCHS) located at 711 Commercial Street, Emporia, Kansas.

ARTICLE II – MISSION AND OBJECTIVES

The mission of the Society shall be the collection, preservation and dissemination of knowledge about the history of Lyon County, Kansas. The objectives of the Society shall be:

1. Represent the historical interests of Lyon County and its citizens;
2. Promote and encourage interest in history, with emphasis on local history through exhibits, educational programs and activities, research and the public dissemination of information;
3. Collect, preserve and work for the preservation of artifacts, historic structures, manuscripts, publications, photographs and other materials and information relating to the history of Lyon County and its citizens;
4. Administer a History Center that integrates museum displays, the research center, and archives to house the collection, which provides the foundation for the historical, educational, interpretive and research activities relating to the collection and the interest of the Society; and
5. Pursue the preservation and interpretation of the history of Lyon County through its historic property, the Howe House and Welsh Farmstead, located at 315 East Logan Avenue, consistent with the covenants outlined in the Last Will and Testament of Sarah Genevieve Howe.
6. That this Society shall have the power to own property, apply for and receive grants, accept bequests, conduct fundraising, and establish and maintain an endowment fund for carrying out the above-stated purposes.

ARTICLE III – MEMBERSHIP

Section 1. Annual membership in the Society is open to all. The categories of membership shall be determined by the Board of Trustees. Board action may allow issuance of life memberships.

Section 2. Each member of the Society is entitled to one vote.

Section 3. The Board of Trustees shall determine the duties for each category of membership.

Section 4. The Board of Trustees may issue Honorary Memberships in the Society in consideration of merit or service to the Society. Such membership shall not be subject to dues, nor will it confer voting power.

ARTICLE IV – BOARD OF TRUSTEES

The Board of Trustees shall be vested with sole power and authority, except as expressly provided, to establish and monitor major policies and objectives for the Society and shall assure its financial security.

Section 1. The Board of Trustees shall consist of not less than nine or more than fifteen individuals, and shall include the officers set forth in the Bylaws. Each member of the Board of Trustees shall hold membership in the Society.

Section 2. Trustees shall be elected by the membership of the Society at the annual meeting. Trustees may serve two consecutive terms of three years each. A trustee must take a recess of one year or more after serving two consecutive terms prior to being elected to serve a new term as a trustee, except to complete an unexpired term of another trustee. The treasurer may continue to serve as trustee without taking a recess as long as he or she holds the office of treasurer.

Section 3. Any term of a trustee shall be terminated upon death, resignation, or failure to maintain membership in the Society. Any trustee or officer who is absent from three consecutive meetings without cause or prior notification to the President, shall forfeit the trustee position and be removed and replaced.

- Section 4. Resignation from the Board of Trustees shall be by written notice to the President or the Secretary. The Board of Trustees shall fill vacancies. The replacement trustee shall complete the term of the trustee who resigned.
- Section 5. The Board of Trustees shall control all property of the Society, and shall have full power to conduct all business of the Society with the exception of those expressly reserved to the membership. The Board of Trustees shall facilitate the operation of the History Center inclusive of a museum, research center, archives, and the Howe House and Welsh Farmstead. The Board shall hire a Director whose duties and compensation shall be established in an annual written contract approved by the Board of Trustees and executed on behalf of the Society by the President.
- Section 6. Any decision of the Board of Trustees, except the decision to remove an officer or trustee, shall be made by majority vote of those present and voting, provided the quorum of a simple majority was met.
- Section 7. Expenditures of the Society must be paid by check or **electronic transfer** and must be reviewed and signed by the Treasurer and the Director. If the Treasurer is not available, another member of the Executive Committee may sign instead.
- Section 8. No salaried employee of the Society or any person receiving compensation from the Society may be a member of the Board of Trustees. The Director will attend meetings of the Board of Trustees in an advisory capacity, but shall not be entitled to vote. Other employees may be allowed to attend the meeting with permission of the President at the request of the Director. Lyon County Historical Society employees will be presented complimentary memberships for the duration of their employment. No voting privileges will be included with the membership.

ARTICLE V – OFFICERS

- Section 1. The officers of the Society shall be the president, vice-president, secretary and Treasurer. The officers, in addition to the past president, shall serve as the Executive Committee. The officers shall be elected by and from the Board of Trustees prior to the annual meeting of the Society. Their election is subject to

ratification by the Society at the annual meeting, and they shall hold office for one year. Resignation from office shall be by written notice to the Executive Committee. The Board of Trustees shall fill vacancies in any office until the next annual meeting. No person shall hold any office for more than two consecutive terms except as outlined in the bylaws and no trustee shall hold any office without first having served at least one year on the Board of Trustees. Officers shall serve without salary or compensation, but may be reimbursed for direct expenses approved by the Board of Trustees. Any officer or trustee may be removed from office by a vote of two-thirds of the Board of Trustees.

Section 2. The president shall exercise general supervision of the affairs of the Society, preside at all meetings of the Society and the Board of Trustees, and shall be an ex-officio member of all committees. The president shall authorize calls for special meetings, and shall appoint chairs and members of standing committees and *ad hoc* committees from the membership of the Board of Trustees as well as members to such other committees as the Board of Trustees may establish.

Section 3. The vice-president shall be president-elect, preside in the absence of the president and assist the president in such work as may be designated. The vice-president will become president upon the completion of the president's term. If the president's office is vacated, the vice-president will assume the office of the president for the incomplete term, but will be eligible to serve two consecutive terms thereafter. Whenever the vice-president advances to the presidency, the Board of Trustees must elect a new vice-president from the remainder of the Board of Trustees. Should the vice-president decline the presidency, the Board of Trustees must elect a new president from the trustees.

Section 4. The secretary will provide oversight of Society staff to maintain a current and accurate record of the Society membership. The secretary shall record minutes of all meetings of the Society and Board of Trustees, and will preside in the absence of the president and vice-president.

Section 5. The treasurer shall have custody of all funds and securities of the Society, shall receive and disburse moneys under the direction of the Board of Trustees, shall keep records of the financial condition of the Society, and shall make a current

report of such at each meeting of the Society and the Board of Trustees. The treasurer will collaborate with an independent accounting firm to maintain accurate records of the Society's finances.

Section 6. In addition to the elected officers of the Society, the immediate past president shall serve on the Executive Committee as a full voting member of the Board of Trustees. In the event the immediate past president is unable to serve, the position may be filled by a previous past president by vote of the Board of Trustees.

ARTICLE VI – COMMITTEES

Section 1. EXECUTIVE COMMITTEE

The Executive Committee shall consist of the past president, president, vice-president, secretary and treasurer. The chairs of other committees, individually or together, shall be invited to meet with the Executive Committee when deemed advisable, and each chair shall have the privilege of meeting with the Executive Committee when requested. The Committee shall meet upon notice by the President. The Executive Committee shall have the powers and duties of the Board of Trustees. Any action of the Executive Committee shall be subject to ratification at the next regularly scheduled meeting of the Board of Trustees. The President shall serve as an ex-officio member of each standing committee or *ad hoc* committee but may, as deemed necessary, appoint another member of Executive Committee to serve on a committee as an ex-officio member in his or her place. The Executive Committee will oversee all personnel issues and adherence to the Employee Handbook.

Section 2. The following shall be STANDING COMMITTEES of the Society and the chairs and committee members will be appointed annually: Facility Development Committee, Howe House and Welsh Farmstead Committee, Collection Development and Management Committee, Fundraising Committee and Membership/Volunteer/History Heroes Committee. *Ad hoc* committees will be appointed by the President as needed. (A Policy Committee will be appointed to review policies as outlined in the attached Policy Review Rotation Grid.) The Executive Committee will serve as the committee to oversee personnel matters as outlined in the Employee Handbook.

- A. Facility Development Committee will:
- Develop and implement a Facility Master Plan that meets the physical requirements to adequately collect, preserve and interpret the history of Lyon County.
 - Monitor the existing facilities, with the exception of the Howe House and Welsh Farmstead, to provide timely maintenance to execute the mission and vision of the Society and in compliance with the Last Will and Testament of Sarah Genevieve Howe.
- B. Howe House and Welsh Farmstead Committee will:
- Manage and supervise the maintenance of and improvements to the Howe House and Welsh Farmstead, which was left to the Lyon County Historical Society under the terms and conditions of the Last Will and Testament of Sarah Genevieve Howe.
 - Consist of a chairperson who will be appointed annually by the President of the Board of Trustees of the Lyon County Historical Society, two-to-three trustees from the Board of Trustees, and such residents of Lyon County as the committee chairperson may request annually.
 - Advise the Board of Trustees on investments and expenditures of such moneys as are entrusted to the Lyon County Historical Society for the maintenance and improvements of the Howe House, from whatever source acquired.
 - In its management, supervision, maintenance and improvements of the Howe House and Welsh Farmstead, the actions of the Committee shall be subject to the final approval, modification and discretion of the Board of Trustees of the Lyon County Historical Society as provided in these bylaws and the Last Will and Testament of Sarah Genevieve Howe.
 - In the exercise of its ultimate authority over the Howe House and Welsh Farmstead and the moneys which are or which may become available for its management, maintenance and improvement, the Board of Trustees will give due consideration to the recommendations of the Committee.

- C. Collection Development and Management Committee will:
- Provide assistance in the development and management of museum objects and archival materials.
 - Oversee and ensure compliance to the Collection Development and Management Policy to insure the care, custody and conservation of the possessions of the Society.
- D. Fundraising Committee will:
- Meet with treasurer and Director to develop a fundraising target for the year.
 - Work with trustees to ensure fundraising is included in The Framework for Action strategic plan.
 - Encourage the Society's membership involvement in fundraising activities.
 - Research, develop and vet ideas for fundraising events.
 - Present proposals and recommendations to the trustees.
 - Oversee fundraising efforts and marketing conducted by the trustees and membership.
 - Encourage and assist in the pursuit of grant opportunities for special funding.
- E. Membership/Volunteer Committee/**History Heroes** will:
- Increase the visibility of the Society and its programs to the public.
 - Consult with and encourage the liaison to the membership and **History Heroes** to recruit volunteers to work in the archives and History Center.
 - Promote membership in the Society and **History Heroes**.
 - Recruit volunteers to serve as tour guides and docents at the Howe House and other venues as needed.
 - Recruit volunteers to work as needed at sponsored events (Unbound Gravel)

Section 3. Sixty days before the annual meeting the president shall appoint an *ad hoc* Nominating Committee to present a slate of officers and a list of possible trustees to replace trustees with expiring terms. Voting by the Board of Trustees to select officers for ratification by the Society at the annual meeting shall take place during the trustee meeting prior to the annual meeting. Voting by the Society to select new trustees shall take place at the annual meeting. Any

policies approved by the trustees within the prior year will be presented and ratified by the Society at the annual meeting.

Section 4. The Board of Trustees shall establish such other *ad hoc* committees as deemed necessary. The president shall appoint the chair and members of such committees.

ARTICLE VII – MEETINGS AND QUORUM

Section 1. The annual meeting of the Society shall be held during each year, the exact date, time and place to be determined by the Board of Trustees.

Section 2. All meetings of the Society will be called by giving not less than one week's notice by US postal service mail, electronic mail (email), and/or social networks to the membership. The president may call special meetings of the Society and must call a special meeting upon written request of twenty-five members of the Society. A simple majority of the membership present will constitute a quorum to transact business at any meeting of the Society.

Section 3. The Board of Trustees shall meet each month at a designated time and place. Notice of all regular meetings of the Board shall be mailed or emailed to each trustee. The president may call special meetings of the Board of Trustees and must call a special meeting upon written request of five members of the Board. A simple majority of the Board of Trustees shall constitute a quorum to transact business.

Section 4. One or more board members may participate in a meeting of the Board of Trustees, or a committee of the Board, by means of a telephone, video, or similar communication equipment, provided that all persons participating in the meeting can hear and speak to each other. All members participating by means of telephone or video conference equipment shall be deemed present at the meeting and their attendance will count toward the meeting quorum.

ARTICLE VIII - AMENDMENTS

Amendments to these Bylaws may be made by majority vote at a called meeting of the Society, provided notice is included of the proposed changes.

ARTICLE IX – PARLIAMENTARY PROCEDURE

Robert’s Rules of Order, Revised, when not in conflict with these bylaws, shall govern the proceedings of the Society.

2021 Committee Appointments:

Committee	Chairperson	# of members needed	Trustees Appointed	Date
Howe House	Angela Anderson	2 Trustees Community and/or Society members		
Facility Management		2 Trustees		
Fundraising Society/ History Heroes Liaison:		3 Trustees Society/ History Heroes Liaison Society members		
Collection Development & Management		2 Trustees		
Membership/Volunteer Society/ History Heroes Liaison:		2 Trustees Society/ History Heroes Liaison Society members		
Employee Handbook	Colleen Mitchell	Executive Committee (5 Trustees)	Courtney Ward Angela Anderson Eddie Gilpin Darla Mallein	2021
<i>Ad Hoc – Policy</i>	Claudia Kretsinger	2 Trustees	Jeanne Crazz	2021
<i>Ad Hoc</i>				
<i>Society/History Heroes Representative:</i>			**The President will serve as an ex-officio member of each committee	

Policy Review Rotation

Policy	Current Date of Policy	Next review	Notes
Bylaws	2021	2024	Revised in 2021 Approved: Ratified by Society:
Code of Ethics	2021	2025	Revised and Approved in 2021
Collection Management and Development	2021	2026	Revised in 2021 Approved:
Employee Handbook	2022	2025* Subject to change due to changes in laws, etc. as needed	Revised in 2022 Approved:
Facility Master Plan		Annually	
A Framework for Action Strategic Plan	2020	Annually	
Howe House & Welsh Farmstead		Annual	The Last Will and Testament of Sarah Genevieve Howe will be reviewed annually by the Howe House Committee
Organizational Chart			

**LYON COUNTY HISTORICAL SOCIETY
BOARD OF TRUSTEES TERMS**

Appointed 2/2021 - Terms end 2/2024

Jeanne Craz*
Beth Hanschu*
Mallory Koci*
Richard Porter*
Kevin Johnson*

Appointed 2/2020 – Terms end 2/2023

Claudia Kretsinger*
Gilbert Stefan*

Appointed 2/2019 – Terms end 2/2022

Angela Anderson*
Paul Cassity*
Eddie Gilpin*
Courtney Ward*

***Eligible for re-appointment**

Appointed 2/2018, Reappointed 2/2021 – Terms end 2024 (not eligible for reappointment)

Jesse Solis
Colleen Mitchell

Appointed 2/2016, Reappointed 2/2019 – Terms end 2/2022 (not eligible for reappointment)

Steve Brosemer
Darla Malein

New trustees are appointed for a three-year term and may be reappointed for another three-year term.