



BYLAWS

Section I: Organization Name

The name of this organization shall be The Robbinsdale Historical Society, Incorporated, hereinafter referred to as the Society.

Section II: Mission

The mission of the Robbinsdale Historical Society (RHS) is to discover, preserve, and share information related to the history of Robbinsdale, Minnesota.

Section III: Purpose

In accordance with and as detailed in Article II of the Articles of Incorporation, recorded with the Secretary of State on May 7, 1979, the Society purposely fulfills its mission by:

1. Following the policies and procedures established for collections management, including acquisitions, accessioning, deaccessioning, and documentation.
2. Maintaining the Permanent Collection, comprised of three-dimensional objects, archival materials (including works on paper, newspapers, photographs, documents, and recordings), and printed materials, including books and magazines.
3. Maintaining the Education Collection, comprised of objects that are not suitable for the Permanent Collection but that still retain value for educational purposes.
4. Displaying objects from the Permanent Collection at the Robbinsdale History Museum and through loans to other institutions.
5. Providing news and updates regarding its activities and collections to members and the general public.
6. Adhering to the Code of Ethics for Museums, adopted by the American Alliance of Museums dated 2000.

Section IV: Membership

1. The members of the Society shall be enrolled in one of the following membership types: (a) Annual, (b) Lifetime, and (c) Organization.
2. Any person interested in the history of the City of Robbinsdale may be enrolled as an Annual or Lifetime member upon receipt by the Treasurer of a completed membership application and appropriate payment of required dues.
3. The dues of Annual members, payable on or before the first day of the fiscal year, shall be \$25.00.
4. Organizations are invited to join the Society for \$25.00 annually. Such membership would entitle the organization to receive minutes and newsletters using the contact information provided on the membership form. The organization may designate one individual to represent the organization in the event of a matter to be voted upon by the Society membership.
5. Any person may be enrolled as a Lifetime member at any time by submitting to the Treasurer a one-time payment of \$250.00.

6. Any person may, in recognition of outstanding personal achievements or unusual and significant services rendered to the Society, be elected as an honorary Lifetime member by a two-thirds vote of the Board of Directors, and such members shall not be required to pay the Lifetime enrollment.
7. Annual members failing to pay their dues by the date payable (January 1) shall receive a reminder. Any annual member who does not pay dues by January 1 of the following year shall be dropped from the membership rolls.
8. Members of all types shall provide their name, mailing address, email address, and/or phone number(s) and shall notify the Treasurer of any updates to their contact information, including change of name. This information will be available to the Board of Directors as needed. Member name and address shall be provided to the City of Robbinsdale for regular mailings of the Society. Beyond this, no contact information will be shared unless by written consent.
9. Members in good standing will receive Board meeting minutes (monthly) and the Society's occasional newsletter by US Mail and/or email.
10. Members of all types may make additional financial donations at any time.
11. No refund of dues or donations shall be made to any member who withdraws from the Society.

Section V: Board of Directors

1. The management of all the affairs, property, and business of the Society shall be vested in a Board of Directors consisting of at least nine (9) but not more than thirteen (13) members. The Board of Directors shall formulate the policies under which the Society shall carry out its purposes.
2. Membership on the Board of Directors is voluntary, with no compensation and no pecuniary gain. Directors must be annual or lifetime members of the Society and must remain in good standing. Board Members must remain active on the Board and commit to attending at least five meetings per year. Board members must agree to be available to staff the museum during open hours.
3. A member of the Board or a member of the Society in good standing may recommend a fellow member to join the Board of Directors. Vacancies caused by the resignation, death, or removal of a Director may be filled by a member of the Society in good standing. The candidate may volunteer for the post or indicate a willingness to serve if asked. The candidate will then attend a Board meeting to share about interests/background. Board approval is by consensus. A vacancy may go unfilled if there remain at least nine (9) Directors.
4. The Board of Directors shall elect from its own members the following officers of the Society: President, Vice President, Secretary, and Treasurer. Officers shall serve for a term of one year and may be reelected for additional terms. Election of Officers shall take place at the first Board meeting of the fiscal year. The vote must be approved by a majority of Directors in attendance at the meeting.
5. The Board of Directors may appoint Society members in good standing to assume responsibility for tasks set for the Society, such as: Collections Policy and Procedures, Membership Development, Volunteer Recruitment, Event Coordination, Website, Social Media, Newsletter, and others as needed. The duties of all persons who have been given specific responsibilities, or have been assigned to special projects or tasks, shall be set forth by the Board of Directors at the time the appointments are made.

Section VI: Ethics

1. RHS and its Board members shall adhere to the Code of Ethics for Museums adopted by the American Alliance of Museums. In short: Museum governance in its various forms is a public trust and, as such, the RHS Board of Directors is responsible for the institution's service to society. The Board protects and enhances the museum's collections and programs and its physical, human, and financial resources. It ensures that all these resources support the museum's mission, respond to the pluralism of society, and respect the diversity of the natural and cultural commonwealth. If RHS develops its own Code of Ethics in the future, it will become part of these Bylaws by Amendment.
2. RHS Board members and volunteers must refrain from participating in activities that might create a conflict, real or perceived, with the organization's mission and interests.
3. No Board member or volunteer may intentionally use RHS, its collection, their title or affiliation, or privileged information to achieve profit or gain for themselves or external entities at the expense of RHS or its mission.

Section VII: Officers and Duties

1. The President shall be the chief executive officer of the Society. The President shall preside at all meetings of the Society and Board of Directors and shall be responsible for requiring the Board of Directors to meet, as necessary. The President shall enforce the Bylaws and exercise general direction and supervision of the affairs of the Society, subject to the control of the Board of Directors. The President or a designee appointed by the President shall be responsible for directing the Collections Committee to carry out the Society's Collections Management and Procedures. The President bears ultimate responsibility for care and preservation of the collections and implementation of the organization's policies.
2. The Vice President shall, in the absence of the President, perform the duties of that office, and otherwise perform such duties as assigned by the Board of Directors.
3. The Secretary shall prepare agendas and keep minutes of all Board meetings. The Secretary shall conduct the general correspondence of the Society, including acknowledgment of gifts received. The Secretary shall create an annual report for the calendar year, outlining the activities and accomplishments of the Society, to be approved by the Board of Directors and forwarded to the Local History staff of the Minnesota Historical Society by such date as required. After submittal, the annual report shall be included in the next regular mailing distributed to Society members.
4. The Treasurer shall have oversight of all monies of the Society. The Treasurer shall keep an account of the same and shall make a report thereof at each meeting of the Board of Directors and at the annual business meeting of the Society, and to any member who requests a copy.

Section VIII: Meetings

1. Monthly Board of Directors meetings shall take place at the museum on a recurring schedule, with date and time to be determined by the President. Meetings may be cancelled or rescheduled at the discretion of the President. One-half of the number of Directors shall constitute a quorum for the transaction of business. A simple majority of the Directors present is sufficient to approve a motion.
2. Any member of the Society in good standing may attend any meeting of the Board of Directors. A member who wishes to address the Board must notify the secretary at least seven days in advance of the meeting so that the member's question or concern may be placed on the agenda.

3. The Annual Meeting of the Society will take place just prior to the Board of Directors meeting in January, at which time the Directors will report on the activities and financial condition of the corporation for the previous year. Members in attendance will consider and act upon matters as may be raised in the meeting notice, including a vote on acceptance of a slate of proposed Directors for the following calendar year.
4. A special meeting may be called for the conduct of special business pending the receipt by the Secretary of a written request submitted to the Secretary for such a meeting signed by three (3) members of the Board of Directors or by five (5) members of the Society. The special meeting will be called by the President within sixty (60) days of the Secretary's receipt of a written request.
5. The Board of Directors may schedule a program meeting, outside of regular or special Board of Directors meetings, with a speaker, slide show, music, etc. relevant to Robbinsdale history. Such meetings will be open to the public and will be publicized in the Board minutes, the Society's newsletter, the Society's website, Facebook page, and other social media. A Director and/or designee will be tasked with contacting the local news media.

Section IX: Fiscal Procedures

1. The fiscal year shall begin on January 1 and end on December 31 of each year.
2. All agreements, contracts, letters of intent, releases or other commitments made in the name of or on behalf of the Society shall be signed only by a person or persons duly authorized by the Board of Directors after appropriate review.
3. A minimum of two written bids shall be received before entering into a contract unless there are extenuating circumstances. The contract should be awarded to the lowest reasonable bidder meeting the specifications.
4. No Officer or Board member is allowed to commit or spend funds more than \$1,000.00 without the approval of the Board of Directors.

Section X: Board Decisions by Consensus

1. Decision topics to be discussed by the Board of Directors, whether listed on the meeting agenda or brought forth during a meeting, are presented by a Director, discussed, and modified through the input of other Directors.
2. When a general agreement is reached, the current proposal is stated. If all Directors agree, consensus has been achieved. A consensus shall be noted in the minutes.
3. If there is disagreement, discussion can be continued until a majority is willing to accept the considered proposal. Agreement shall be noted in the minutes.
4. The President may choose to call for a formal motion and second followed by a simple majority vote. In this case the written motion, the names of the Directors who moved and seconded, and the resulting vote shall be recorded in the minutes.

Section XI: Amendments

1. Amendments to these Bylaws may be made by the Board of Directors but may not be in conflict with the Articles of Incorporation. Any Director may submit proposed Amendments, in writing, to the Board of Directors prior to the date of the meeting at which the Amendments are to be reviewed, considered, and voted upon.
2. An affirmative vote of two-thirds of the Directors in attendance shall be required for the adoption of any Amendment to these Bylaws.