

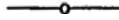
Jaffrey Historical Society

Articles of
Incorporation By-Laws

2015

FORM OF ARTICLES OF AGREEMENT

(For corporations forming under the provisions of chapter 292 RS.A.)



The undersigned, being persons of lawful age, associate under the provisions of the Laws of New Hampshire by the following

ARTICLES OF AGREEMENT

Article 1. The name of this corporation shall be

THE JAFFREY HISTORICAL SOCIETY, INCORPORATED

Article 2. The object for which this corporation is established is to preserve and perpetuate the memory of the town of Jaffrey, New Hampshire, in its original and unimpaired condition, and to collect and preserve the historical and antiquarian remains of the town of Jaffrey, New Hampshire, and to erect and maintain a monument to the memory of the town of Jaffrey, New Hampshire, and to do all such other things as may be necessary or proper for the accomplishment of the foregoing purposes.

Article 8. The place in which the business of this corporation is to be conducted is

Jaffrey, New Hampshire

Article 4. The amount of capital stock or number of shares is

Names	Post Office Address
Ralph E. Boynton	Jaffrey, N.H.
James B. Gordon	" "
Warren C. Ruffalo	
Hance J. Walcott	
Raymond B. Torrey	
Alvin E. Feltus	
Virginia Eaves	
Melvin Symonick	

To the Clerk's office, Town of Jaffrey, New Hampshire

Received and recorded this day of 19..

Raymond J. ... Deputy Town (Of) Clerk

At least five signatures are required.

Recording Fee \$10.00

3/2

STATE OF NEW IOWA

OFFICE OF THE SECRETARY OF STATE

Filed for record this 6th

day of October, 1958

at 9:00 o'clock A.M.

Harry C. Jackson
SECRETARY OF STATE

IfJ7

AMENDMENTS TO ARTICLES OF AGREEMENT
OF
THE JAFFREY HISTORICAL SOCIETY, INCORPORATED

I, the undersigned Esther Engvall, Secretary of The Jaffrey Historical Society, Incorporated, a voluntary corporation organized and existing under the provisions of Chapter 292, R.S.A. 1956, the principal place of business of which is Jaffrey, County of Cheshire, State of New Hampshire,

Hereby certify that, at a special meeting of said corporation duly called for the purpose and duly held in said Town of Jaffrey on the 15th day of March, 1971, there were 7 votes in favor of and 2 votes against the following resolution:

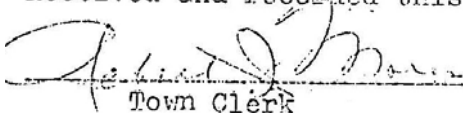
RESOLVED, that the Articles of Agreement of this corporation be amended by adding at the end thereof a new article, as follows:
Article 5. In event of dissolution, the assets of the corporation then on hand shall be delivered and paid over to the Town of Jaffrey, to be used and applied by it to preserve historical evidence, material, documentary and printed, concerning Jaffrey, in a manner which will make it of educational value and provide for its transmission to later generations, and if said Town of Jaffrey should refuse said gift upon such conditions, to deliver and pay over said assets to such organization as the Directors of the corporation may then select to carry out said purposes, and in no event shall the assets of the corporation be delivered, paid over or applied to or for the benefit of its individual members, directly or indirectly."

Said resolution was thereupon declared to have been adopted by The Jaffrey Historical Society, Incorporated.

Secretary

Dated at Jaffrey, in the County of Cheshire, State of New Hampshire, this 15th day of March, 1971.

Town Clerk's Office, Town of Jaffrey, New Hampshire
Received and recorded this 16th day of March, 1971.


Town Clerk

THE JAFFREY HISTORICAL SOCIETY

Constitution and By-Laws

ARTICLE ONE - Official Name

The name of this Association shall be the Jaffrey Historical Society, Inc., a non-profit New Hampshire corporation having its principal place of business in the town of Jaffrey (40 Main Street) 03452.

ARTICLE TWO - Object/Mission

The object of the Society shall be educational, including the preservation of Jaffrey history for the transmission to later generations.

ARTICLE THREE - Membership/Dues

Membership in the Society is established by payment to the Treasurer of the dues, the rate for which is set by the Board of Directors prior to the annual meeting.

ARTICLE FOUR - Elected Officials (Officers, Directors & Committees)

There shall be six officers of the Society elected at the annual meeting: The President, two Vice Presidents, a Recording Secretary, a Corresponding Secretary, and the Treasurer. The President and Vice Presidents shall be eligible for reelections, but may not serve more than three consecutive terms. There shall be a Board of Directors consisting of the six officers and twelve additional members of the Society, elected as follows: four each year on a rotating basis, of which at least two are new Directors. (Also, see Article Six adding Ex Officio voting members).

These voting members of the Board shall assist by their joint action, the officers, in the ongoing business of the Society. *Further, various individual members of the Society, as appointed by the President, shall chair with additional members they select from the Society membership, the Publicity, Accessions, Exhibits, Membership, Hospitality and Refreshments, and Nominating Committees. All directors are expected to attend three board meetings at a minimum, per annum.*

The Nominating Committee chairperson shall be a past president appointed by the sitting President. The Nominating Committee Chairman will then select two (2) additional past presidents to serve on the committee. If two (2) additional past presidents are not available, the Nominating Committee Chairman will select from members of the Society. The Committee's proposed slate of officers and others for election shall be presented to the Society in the notice preceding the annual meeting.

The Board of Directors shall meet at least quarterly, with a simple majority constituting a quorum. For the Society as a whole, there shall be held annually at least six meetings or other scheduled events. Special meetings may be called by the Board of Directors as needed.

ARTICLE FIVE - Conflict of Interest

Directors having a real or apparent conflict of interest in any matter before the Board must disclose the possible conflict and exclude themselves from the discussion and/or vote on the matter in question.

Directors having an interest in a proposed pecuniary benefit transaction with the Society that is brought before the Board shall have an affirmative obligation to disclose such interest and shall be prohibited from being present during or participating in the discussion on the subject or voting thereon. The Board shall authorize the Society to enter into such transactions only in accordance with the applicable provisions of RSA 7:19-a.

ARTICLE SIX - Responsibilities of Officers, Directors and Trustees

The President shall be the official representative head of the Society, and shall initiate and oversee its general policy. The President shall serve as an ex-officio member, with vote, of each of the standing committees except the

Nominating Committee. The Vice-Presidents shall act as assistants to the President, and substitute on occasion as needed; further, the Vice-Presidents shall serve co-chairmen of the Program Committee of the Society.

The Recording Secretary shall maintain the minutes of the Society; the Corresponding Secretary shall write and respond to letters as indicated. In addition, the Corresponding Secretary shall send notices of Board meetings to the Directors, and notices of general meetings to the membership, unless already covered by the newsletter. The Treasurer shall have charge of the current funds of the Society, and shall meet from them all duly authorized expenditures. The President, Treasurer, Board of Directors, and Trustees shall have charge of the material possessions of the Society.

The Past Presidents shall become ex-officio members of the Board of Directors with full voting rights.

ARTICLE SEVEN - **Ballots By Mail**

The past practice of accepting ballots by mail from absent members for voting at the annual meeting and at such special meetings which involve decisions of the membership at large is discontinued. Voting on items presented at the annual meeting, or at any special meeting, will be limited to those members in good standing who are present to cast a vote at such meetings.

ARTICLE EIGHT - **Annual Meeting**

The annual meeting shall be held in the month of August, on a date set by the Directors. At this meeting, shall be elected the officers, oncoming Board members, and Trustee(s) [See Article Nine]. first preceded, however, by a repeat reading of the proposed slate, and a call for any added nominations from the floor. Vacancies occurring between annual meetings shall be filled by the Board pending the next annual meeting.

ARTICLE NINE - **Endowment Funds Trustees**

Endowment Funds of the Society shall be in the charge of the Trustees, composed of three elected members and the Treasurer ex-officio with vote. The elected Trustees shall be voted first one for one year, one for two years, and one for three years, and thereafter, one elected each year for three years. Of the income from such funds, Ten Percent (10%) shall always be added to the principal and the remainder shall be added to the general funds of the Treasurer, or at the option of the trustees, held in the Trust Fund for later use by the JHS. No portion of the principal of the Endowment Funds shall be expended except by a two-thirds vote of the entire membership.

ARTICLE TEN - **Fiscal Year**

The fiscal year shall begin on August first and end on July thirty-first of the next calendar year.

ARTICLE ELEVEN - **Amending Constitution and By-Laws**

Any proposal to amend the Constitution and By-Laws shall be announced in a written communication mailed to the entire membership advising the time and date for voting on the proposed changes. The Constitution and By-Laws, except that portion of Article Nine relative to expenditure of permanent funds, may be amended by a two-thirds vote of all members in good standing who are present at such announced meeting to cast a vote.

Constitution & By-Laws
Jaffrey Historical Society
As Amended, August 17, 1993
(August 12, 1997)
(August 9, 2005)
(August 9, 2018)
(July 31, 2024)