

YARMOUTH COUNTY HISTORICAL SOCIETY

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Revised 2015

ARTICLES OF ESTABLISHMENT

The Yarmouth County Historical Society was established in 1935 and incorporated in 1958 under Chapter 120 of Nova Scotia Statutes of 1958 and assented to on the 7th day of March A.D., 1958. The Act reads as follows:

“Be it enacted by the Governor and Assemble as follows:

1. Eric H. Spinney, Merchant; Clement W. Crowell, School Inspector; Brigadier W. Douglas King, Dominion Government Official; Georges St. C. Perrin, Civil Engineer; John Robbins, School Principal; Albert E. Williams, Retired Manufacturer; and Robert B. Blauveldt, Consultant; all of the Town of Yarmouth, and their associates and successors and such other persons as are or shall become members of the Society hereby incorporated in accordance with the provisions of the by-laws, are hereby created a body corporate under the name of “Yarmouth County Historical Society” hereinafter referred to as the “Society”.
2. The objects of the Society shall be:
 - a. To collect and preserve historical data, records and objects of all kinds, primarily of Yarmouth County, or relating to the history thereof;
 - b. To erect, or promote and support the erection of markers, monuments, gardens, parks or other memorials commemorating events and personages in the history of Yarmouth County.
 - c. To establish, maintain and operate, or promote an establishment, maintenance, and operation of a public museum in Yarmouth County, for the housing, care, preservation and display of historical objects and records.
 - d. to educate or support the education of the local community, particularly residents of Yarmouth County, and other clients on all matters pertinent to Yarmouth County history, geography, and culture, as per the capacity of the Society;
 - e. In general to promote and carry on the work, objects, and purposes of an historical society or incidental thereto.
3. (1) The Society shall have power:
 - a. to make such by-laws as are deemed necessary for the efficient carrying out of the objects for which it is incorporated;
 - b. to accept, purchase, lease, or otherwise acquire real and personal property, and to own, possess, occupy, sell, convey mortgage, pledge or otherwise deal with the same;
 - c. to make and enter into any agreement or contract for the purpose of the Society and, but the hands of the President (or of the Vice-President in his place and stead) and Secretary to do all things necessary or incidental to the carryings out of the same, including the giving of any security;
 - d. in general to do all things necessary or expedient of conducting the affairs or promotion the objects of the Society.(2) The Society shall have and possess power to make or become party to promissory notes, bills of exchange and negotiable instruments made, drawn and accepted or

endorsed or otherwise executed in accordance with any By-laws of the Society made in that behalf; and no such instrument executed as aforesaid shall require the seal of the Society to be affixed and no officer of the Society so making, drawing, accepting or endorsing any such instrument for the Society shall be liable therefore, unless he has made himself personally liable thereupon.

CONSTITUTION

- ARTICLE 1. NAME: The name of the Society shall be the YARMOUTH COUNTY HISTORICAL SOCIETY. The Society shall be registered with the proper authorities as a non-profit organization.
- ARTICLE 2. OBJECTS: The objects of the Society shall be as set forth and defined in the Articles of Establishment.
- ARTICLE 3. MEMBERSHIP: There shall be seven classes of membership: Annual, Complimentary, Corporate, Family, Honorary Life, Life and Student. Their rights, privileges and obligations shall be as set forth in the By-laws. Membership in the Yarmouth County Historical Society shall be open to any member of the public
- ARTICLE 4. OFFICERS: The Officers of the Society shall be a President, a First Vice President, a Second Vice President, a Secretary, and Assistant Secretary, a Treasurer, and Assistant Treasurer, the Past President and such others as the Society may find necessary. Officers and Committee Chairmen shall serve without remuneration.
- ARTICLE 5. STANDING COMMITTEE: The standing committees of the Society shall be: Bookshop, Education, Finance, Historigram, Historic Sites, Hospitality, House, Membership, Nominating, Personnel, Program, Promotions, Publications, Publicity, Volunteers, and Ways & Means.
- ARTICLE 6. DIRECTORS AT LARGE: There may be a maximum of eight (8) members at large elected by the Society at regular Society meetings, to sit on the Board of Directors.
- ARTICLE 7. SPECIAL COMMITTEES: The President shall be empowered to appoint a Chairmen and members of any committee formed to undertake a special project for the Society. Any committee formed will report to the Board of Directors monthly, as stipulated in section four.

ARTICLE 8. DUES:

The Dues shall be determined in October by the Board of Directors from a recommendation of the Finance Committee and shall be payable each January for the ensuing fiscal year.

ARTICLE 9. MEETINGS:

The Annual Meeting of the Society shall be held each year in the month of February, the Agenda being provided in the By-laws. Regular meeting of the Society shall be held on the first Friday in each month, except when the Board of Directors deem otherwise. Special Meetings may be held as deemed necessary by the Board of Directors.

ARTICLE 10. DUTIES:

The duties of the officers and Committee Chairmen shall be those customarily pertaining to the respective positions and further set forth in the By-laws.

ARTICLE 11. VOTING:

Voting shall be the right of all members whose dues have been paid. Voting may be by voice, show of hands, or by mail. Voting by secret ballot may be carried out on the request of any member.

ARTICLE 12. QUORUM:

Twenty (20) eligible voting members present shall constitute a quorum to conduct business at society meetings.

ARTICLE 13. BY-LAWS:

The Society may adopt such by-laws as are found necessary to facilitate and control operations but such by-laws shall not conflict in any way with the Constitution.

ARTICLE 14. AMENDMENTS:

The Constitution may be amended by the Society at any regular, special or annual meeting provided:

1. The proposed amendment does not conflict with the Statute by virtue of which the Society becomes corporate.
2. The proposed amendment having been approved by the Board of Directors is published in the monthly notice which goes to all members.
3. Voting on the amendment will take place at the next convenience meeting held no sooner than 30 days after the publication, and will include all votes received by mail.

ARTICLE 15. COLLECTIONS DISPOSAL: While re-affirming its commitment, as set forth in the Articles of Establishment, to the on-going maintenance and development of the Yarmouth County Museum, the Yarmouth County Historical Society recognized its responsibility to provide for the disposal of its collections should the Society at any time in the future decide to cease operation of its Museum. The Society further recognized that these collections constitute a valuable and significant heritage which should be disposed of for the cultural enrichment and benefit of future citizens of Nova Scotia and Canada.

1. Provision for the disposal of artifacts on loan to the Museum:

Where it is possible to do so, the Society shall return all items on loan to their lenders. If the lenders cannot be identified, or located, such items shall be disposed of as proposed in Provision 2.

2. Provision for the disposal of artifacts owned by the Yarmouth County Historical Society:
Upon passage of a resolution from the Board of Directors recommending to the Society a plan for the disposal of the artifacts, the Society may, at a regular or special meeting, approve that such a resolution shall be given to the Society's membership at least thirty (30) days prior to the meeting.

The museum contents to be disposed of shall be offered first to other Museums or Historical Societies within the Province of Nova Scotia, and second to other museums or Historical Societies within other provinces of Canada. The Society shall appoint a special committee from its Board of Directors to administer the provisions of its disposal plan. If, at the time of its disposal, the Society is unable to form such a special committee, the Nova Scotia Museum shall be empowered to act as agent for the Society in carrying out the disposal provisions herein adopted. Such contents as are not disposed of in this fashion shall be sold, with proceeds to be distributed among selected charitable

organizations within the town and the county of Yarmouth, Nova Scotia.

The archival contents to be disposed of which are the collections of records, documents, books, and photographs of the Museum shall be offered first, to the Public Archives of Nova Scotia, and second to the Public Archives of Canada. The Society shall appoint a special committee from its Board of Directors to administer the provisions of its disposal plan. If, at the time of its disposals, the Society is unable to form such a special committee, the Public Archives of Nova Scotia shall be empowered to act as agent for the Society in carrying out the disposal provisions herein adopted. Such contents as are not disposed of in this fashion shall be sold, with proceeds to be distributed among selected charitable organizations within the Town and County of Yarmouth, Nova Scotia.

BY-LAWS

SECTION 1. MEMBERSHIP:

Any person interested in the objects and purposes of the Society may become a member by appointment or by paying the applicable dues in advance. Membership shall consist of seven classes: Annual, Complimentary, Corporate, Family, Honorary Life, Life and Student. A complete record of all classes of membership shall be kept current by the Membership Committee and copies be made available for use by the Society and its Board of Directors. Membership mailing lists are not to be distributed or sold.

(A) ANNUAL MEMBERSHIP:

Shall consist of persons who pay annual dues in advance, and shall have all the rights and privileges of membership including the right to vote and hold office. Dues shall be set by the Board of Directors and reviewed each October.

(B) COMPLIMENTARY MEMBERSHIP:

For the current year may be conferred by unanimous vote upon any person not a member whom the Society feels is entitled to it by virtue of special services rendered. Recommendations for Complimentary Membership shall be made annually by the Board of Directors. They pay no dues, have no vote, and cannot hold office.

(C) CORPORATE MEMBERSHIP:

May be conferred on any Corporation, Partnership or Proprietorship which has paid corporate dues and is entitled to one vote per organization at Society General Meetings. Dues shall be set by the Board of Directors and reviewed each October.

(D) FAMILY MEMBERSHIP:

Shall consist of families where an adult member has a Family Membership and children under age 18 are admitted free to Society events that are free to members.

(E) HONORARY LIFE MEMBERSHIP:

May be conferred by unanimous vote upon any member in recognition of outstanding service to the Society. Recommendation for such membership shall be made by the Board of Directors. Such membership shall not be liable for payment of dues but have all the rights and privileges of regular membership including the right to vote and hold office.

(F) LIFE MEMBERSHIP:

Persons who pay a sum in lieu of annual dues become Life Members of the Society and shall have all the rights and privileges of membership including the right to vote and hold office. The sum shall be set by the Board of Directors and reviewed each October.

(G) STUDENT MEMBERSHIP:

Shall consist of persons up to the age of 18, still in school with the rights of Annual Membership except the right to vote and hold office. Dues shall be set by the board of Directors and reviewed each October.

SECTION 2. DUTIES OF OFFICERS:

The PRESIDENT as the senior officer of the Society shall preside over all meetings of the Society and Board of Directors. He or she shall be ex-officio member of all committees with the exception of the Nominating committee. He or she may assist all committee chairmen in the choice of committee members.

The FIRST VICE PRESIDENT shall act in the place of the President whenever the necessity arises and shall assist the President in supervision the activities of the Committees.

The SECOND VICE PRESIDENT will assist the First Vice President and in the absence of the president and First Vice President will act as chairman of any meeting of the Board of Directors.

The SECRETARY shall perform all the duties of the office according to common usage; keep the minutes of all meeting of the Society and Board of Directors and present them for approval at the next meeting; have minutes of prior meetings available for reference if required; arrange for Directors to be notified prior to each Board meeting; notify members of their appointment to nay committee or duty to be performed.

The ASSISTANT SECRETARY shall perform all the duties of the Secretary in the absence of the latter and shall assist the secretary in his or her duties.

The TREASURER shall receive and keep safe all money and securities of the Society and shall keep books of account in accordance with generally accepted accounting practices. All cash and cheques shall be deposited in one of the chartered banks in Yarmouth. All disbursements shall be by cheque signed by the Treasurer or Assistant Treasurer and the President or one of the Vide Presidents. The treasurer shall make a financial report quarterly to the Society and prepare the Annual Financial Statement for audit at the end of the year. The Treasurer shall make application from grants available to the Society in consultation with the Finance Committee and Director/Curator.

The ASSISTANT TREASURER shall perform all the duties to the treasurer in the absence of the latter and shall assist the treasurer in all assigned duties.

SECTION 3. BOARD OF DIRECTORS

The BOARD OF DIRECTORS of the Society shall consist of the Officers and Chairmen of all standing committees with the President as its chairman. The Board of Directors shall be responsible for the management of the Society and the custody and care of all real property of the Society, and for the supervision and promotion of the activities of all Committees. Between meetings of the Society in any emergency, it may commit the Society to a non-budget expenditure not to exceed two hundred and fifty dollars (\$250). The Board of Directors should meet monthly preceding the regular meeting of the Society at which time committee chairmen should report on their activities. Then (10) members will constitute a quorum for a Board of Directors meeting. The Director/Curator, Assistant Director and the Librarian/Archivist shall attend all meeting of the Board of Directors.

The Board of Directors has the authority to appoint officer or chairmen where vacancies occur through resignations or removal from office for inappropriate performance. Inappropriate performance is carrying out the duties of the office or chair in a manner not prescribed in the by-laws or by the wishes of the Board of Directors. In the case of inappropriate performance the Board of Directors has the authority to remove such a person from office.

SECTION 4. STANDING COMMITTEES: All committees may add members from the Society as required. All committees will report to the Board of Directors monthly.

The BOOKSHOP COMMITTEE shall be responsible for the purchase and sale of bookshop items. The Director/Curator shall act in an advisory capacity.

The EDUCATION COMMITTEE shall assist the Director/Curator, Assistant Director and the Librarian/archivist in the scheduling and supervision of pupils who, with the teachers, visit the museum. The committee shall prepare and make available educational material relating to the history of Yarmouth County including questionnaires, slides, tapes, etc. This committee will be responsible to oversee any awards related activity.

The FINANCE COMMITTEE shall consist of the President of the Society, the Treasurer, the Assistant Treasurer, the First Vice President and a Financial Advisor appointed by the Committee from the membership, to provide financial advice where appropriate. Membership dues and admission fees will be reviewed annually, and recommendations made to the Board of Directors for approval. The Director/Curator shall attend meeting of the committee where budgets, fees for dues are discussed. His or her input is essential.

The HISTORIC SITES COMMITTEE shall locate, mark, and maintain marked Historic Sites in the county as well as promote the erection of Memorials approved by

the Society. It shall have supervision over all markers and keep a graphic and cost record of these. This committee shall also erect and maintain Museum directional signs.

The HISTORIGRAM COMMITTEE shall consist of a Chairman together with such members as required to prepare a monthly newsletter including the date, time, and program of the next meeting, as well as any other news of interest to members, to be mailed not later than five (5) days preceding the regular monthly meeting.

The HOSPITALITY COMMITTEE shall assume the responsibility for providing and serving refreshments at the monthly meeting of the society and for any other Society functions on request of the directors or Director/Curator.

The HOUSE COMMITTEE shall be responsible for the maintenance, custody and repair of all real property and grounds; property currently owned or to be acquired by the society. They shall review annually the Insurance coverage on all real property and its contents owned by the Society, and recommend any changes to the Board of Directors. They shall recommend such regulations as may be necessary for security and order within the museum.

The MEMBERSHIP COMMITTEE shall take the lead in securing new members as well as the responsibility of maintaining the present membership list. It must be appreciated that much of our financing depends on the payment of dues. This committee shall work closely with the Treasurer and Secretary in cases where dues are in arrears, being guided by the Board of Directors as to any action to be taken.

The NOMINATING COMMITTEE shall consist of the immediate Past President as its Chairman and two further members elected through nominations from the floor at the annual meeting. These three may appoint two additional members if they so wish, bringing the committee up to five. At the November meeting this committee shall present nominations for the offices of President, First Vice President, Second Vice President, Secretary, Assistants, and also present nominations of the Chairmen of the Standing Committees show in Article five (5) of the Constitution except for the Nomination committee, and for any Directors at Large positions. No person shall be placed in nomination for any office without his or her consent after having been informed of the duties of the position.

The PERSONNEL COMMITTEE shall include the Chairman of the finance committee, the Chairman of the volunteers Committee, the Treasurer and the President and shall prepare and revise jobs descriptions and recommend wages as the needs arise, provide contracts, provide for annual staff evaluation and proper working conditions. They shall recommend the hiring or release of a Director/Curator, Librarian/Archivist, Secretary and such staff assistants as, from time to time, may be deemed necessary. Recommendations are to be submitted to the Board of Directors for consideration and approval.

The PROGRAM COMMITTEE shall be responsible for providing programs at each of the monthly meetings. The Chairman shall be responsible for notifying the Editor of the historigram and the Publicity Chairman, so the members may know what have been arranged. Also, the chairman shall be responsible for introducing and thanking all speakers.

The PROMOTION COMMITTEE shall be responsible for the promotion of brochures, direct cost of placement, and the issuance of any material descriptive of the museum and the Society and their functions. They shall recommend hours for public visiting of the Museum.

The PUBLICATIONS COMMITTEE shall be responsible for the preparation, publication, and marketing of all non-promotional material produced by the society.

The PUBLICITY COMMITTEE shall be responsible for publicity through the Press, Radio, and Television, and shall write up descriptive articles concerning special displays. The committee will arrange for notices of meetings, special programs and displays to be circulated locally to radio, newspaper and television agencies, and to the Historigram Editor.

The VOLUNTEERS COMMITTEE shall schedule and coordinate the activities of all members in the conduct of all assignments and projects at the Yarmouth County Museum identified or recommended by the Director/Curator and as authorized, approved and regulated by the Board of Directors.

The WAYS AND MEANS COMMITTEE shall develop and implement fundraising projects for the general benefit of the Society.

SECTION 5 OPERATING COMMITTEES:

All Operating committees are chaired by paid staff members with a minimum of two additional members from the membership. The operations of these committees are reported to the board of directors by the appropriate staff member who chairs the committee

The COLLECTIONS COMMITTEE shall be chaired by the Director/Curator and shall care and account for all acquisitions by the Society. They may recommend the purchase of significant artifacts to the Board of Directors for approval and acquisition by the Society. They shall provide forms of agreement between the Museum and prospective donors and lenders, defining terms of acceptance of donations and loans.

(a) Inventory

The Committee shall keep and Inventory of Acquisitions both donated and loaned to the Society with items assessed for estimated insurance values. The Inventory shall be subject to annual revision, with such changes or additions as may be found necessary.

(b) Disposal

The Committee is empowered to take discretionary action in the disposal of items owned by the Society and deemed surplus or no longer suitable for display or preservation. The Chairman shall appoint a committee of no fewer than three members to exercise discretionary power, with approval by a quorum of the Board of Directors.

The DISASTER PLANNING COMMITTEE shall be chaired by the Director/Curator and will include all staff members. It shall draw up a Disaster Plan for the Yarmouth County Museum and review and up-date this plan annually.

The EXHIBITS COMMITTEE, the Director/Curator shall act as Chairman. They shall be responsible for the internal, external, and traveling exhibits.

The LIBRARY POLICY COMMITTEE shall consist of the Librarian/Archivist as Chairman, the Director/Curator and other members at the chairman's discretion. They shall meet as required by the Chairman and shall make final judgments on questionable or debatable acquisitions to the Library/Archives. This committee shall also make decisions on the proper disposal of irrelevant material in the Library Archives, with the approval of the Board of Directors.

SECTION 6. ELECTION:

The Officers, Committee Chairmen and any Directors at Large shall serve until their successors are elected and installed.

SECTION 7 BUDGET:

The Finance Committee shall prepare an Operating, and a Capital Budget, of the ensuing year. The various Committee Chairmen should

submit their requirements at this time. Following approval by the Board of Directors, the annual Budget shall be presented to the Society at the annual General January meeting for consideration and approval. (When requested by the Nova Scotia Museum to submit budget information the Finance Committee may prepare an interim budget)

SECTION 8 ANNUAL REPORT:

All Officer and Committee Chairmen shall prepare and present annual reports to the Board of Directors by December 31st, except the Finance Committee.

SECTION 9. AMENDMENTS:

The same procedures as used in amending Constitution shall apply for an amendment of the By-laws.

SECTION 10. ORDER OF BUSINESS:

The agenda for regular meetings is as follows:

1. Call to Order – “O Canada”
2. Reading of the Minutes of the last meeting
3. President’s Report
4. Treasurer’s Report – the appointment of auditors for the New Year.
5. Report of other Officers
6. Report of other Committee Chairmen
7. Report of the Director/Curator and the Librarian/Archivist
8. Unfinished business – including at the Annual Meeting the Election Installation of Officers
9. New Business – including at the Annual Meeting the appointment of the Nominating Committee
10. Announcement of Program
11. Program as arranged
12. Adjournment – “God Save the Queen”
13. Hospitality

Any part of this Order of Business at a regular monthly meeting of the Society may be altered or omitted at the discretion of the presiding officer.

SECTION 11 RULES OF ORDER:

Robert’s Rules of Order (latest edition) shall govern the procedure at all meetings should the occasion to consult them arises.