

## CONSTITUTION AND BY-LAWS

### CONSTITUTION ARTICLE I

The name of this society shall be the Warwick Historical Society.

### ARTICLE II OBJECTIVE

To procure and preserve whatever relates to the topography, antiquity and natural, civil and ecclesiastical history of the City of Warwick, State of Rhode Island. The Society serves to enrich its members and the citizens of Warwick by contributing to the preservation of its heritage and to the dissemination of knowledge relating to the historical background of the city. The Society shall collect, preserve and display artifacts, pertaining to the city of Warwick and shall be an advocate for the preservation of buildings and sites that are of historical and archaeological significance.

### ARTICLE III OFFICERS

The officers of the Society shall be: President, Vice-President, Secretary, Treasurer and four Members-at-Large. The officers and members-at-large shall be elected at the Annual Meeting and shall constitute the Executive Board. They shall serve a term of one year and shall remain in office until their successors are elected.

The Society Secretary shall cast one vote for the election of the slate of officers presented at the Annual Meeting.

### ARTICLE IV MEETINGS

#### A. Regular Meetings

Regular meetings of the Society as a whole shall be held at the discretion of the Executive Board at a time and place to be determined. Written or on-line notice shall be sent to each active member prior to the scheduled meeting.

#### B. Annual Meetings

Annual Meetings shall be held at a time and place determined by the Executive Board. Written or on-line notice shall be sent to each active member prior to the scheduled meeting. Ten members shall constitute a quorum for the transaction of business.

#### C. Executive Board Meetings

Executive Board Meetings shall be held the third Thursday of the month or as called or cancelled by the President. Four Members shall constitute a quorum for the transaction of business.

#### D. Special Executive Board Meetings

Special meetings of the Executive Board may be called by the President, upon the request of the Executive Board, or upon the request of more than one Board Member. The call for a special meeting shall specify the purpose for which the meeting is called, and no other business will be transacted at that meeting.

### ARTICLE V APPROPRIATIONS

Monies received or raised by the Society shall be used to further the general purposes of the Society.

Specifically designated accounts shall be:

#### 1. GENERAL OPERATING ACCOUNT

This shall be used for normal operating expenses such as telephone, electricity, heat, postage, alarm system, copying and program costs as well as minor capital purchases and repairs.

This account shall also be used for the acquisition, preservation and display of the Society's antiques and other artifacts as available funds allow.

2. CAPITAL RESERVE ACCOUNT

This account shall be used for major purchases and projects and is a contingency fund for emergencies. Monies for this account must be kept in an investment fund. No monies in this account shall be expended for any purpose without the specific approval of the Executive Board.

3. SCHOLARSHIP AND/OR GIFT ACCOUNT

Monies received by donation, gifts, grants or bequests shall not be expended for any purpose other than as authorized by the terms of such gifts, bequests or donations.

No member shall issue any publications or publicity, or raise funds in the name of the Warwick Historical Society without the previous consent of the Executive board.

ARTICLE VI  
AMENDMENTS

The Constitution and By-Laws of the Society may be amended by a two-thirds vote of the voting members at the Annual Meeting. Notice of the amendments shall be made available to each active and life member prior to the annual meeting before action is taken. Amendments shall take effect after approval.

ARTICLE VII  
DISSOLUTION

In the event of the dissolution of the Society: whatever it may own at such time; all articles in its museum; all books in its possession; and any other property of whatsoever nature shall be offered to local historical societies and museums that may be of interest to that locale for their use and purpose. In the event such societies or museums do not wish to accept such items they shall be offered to any other libraries or museums in Rhode Island that would have an interest in any of the items in our vast collection. Whatever may be left over may then be offered for auction and/or sale to the general public. Any monies realized or remaining would be placed in the Maureen Callahan Scholarship Fund to be managed by an appropriate entity determined by the Executive Board and the Callahan Family.

The John Waterman Arnold House and its surrounds are subject to the terms of the deed of 1965.

BY-LAWS

ARTICLE I  
DUTIES OF OFFICERS

President: Shall be an ex-officio member of any committees and shall preside over all meetings of the Society and Executive Board. In case of a tie vote, the President shall have the deciding vote.

Vice-President: Shall assume the duties of the President in the President's absence. In the absence of the President and the Vice-President, a member selected by a majority vote of the members present shall preside.

Secretary: Shall keep a record of the proceedings of the Society and the Executive Board and cast one vote for the slate of officers at the annual meeting.

Treasurer: Shall have the custody of the funds of the Society, collect all monies due to the society, shall pay all authorized bills against the Society and shall keep a record of all accounts and present a monthly financial report to the Executive Board. In the event of the treasurer's absence or disability, the President will carry out the duties of the Treasurer.

Four Members-at-Large: Shall assume such duties as prescribed by the Executive Board for the good and order of the Society.

ARTICLE II  
EXECUTIVE BOARD

It is the responsibility of the Executive Board to appropriate monies for the Society in amounts necessary to maintain the Society, and no liabilities in excess of such appropriation shall be incurred. They shall manage the affairs of the Society and consist of the Officers and Members-at-Large. The immediate past President is an ex-officio member of the Executive Board.

ARTICLE III  
COMMITTEES

Ad hoc committees shall be formed at the discretion of the Executive Board to meet the needs of the Society. The Chairperson of such a committee will be appointed by the President.

ARTICLE IV  
MEMBERSHIP AND DUES

Types of membership shall be as follows:

Individual: self explanatory

Family: any group of persons residing at the same address

Student: any individual currently attending an educational institution

Life or Honorary: any person in recognition of his or her contribution to the Society

Business: incorporated or unincorporated for-profit

Patron: any person or group in recognition of their monetary donation exceeding all other heretofore designations.

Dues shall be recommended by the Executive Board and are renewable annually and payable on receipt of notice. Delinquent members may be dropped from the roles after two years of non payment.

The fiscal year of the Society shall commence on June 1 and end on May 31 in line with yearly reports to the Secretary of State of RI and filing of Federal Tax Returns.

Revisions Date 2-23-93

Revisions Date 3-02-93

Revisions Date 3-24-94

Revisions Date 4-21-11