

***THE HISTORICAL PRESERVATION SOCIETY
OF
UPPER TOWNSHIP NEW JERSEY, INC***

BYLAWS

ARTICLE I - NAME

The name of this organization shall be “The Historical Preservation Society of Upper Township, New Jersey, Incorporated”, (HPSUT), hereinafter known as “The Historical_Society.”

ARTICLE II - MISSION STATEMENT

The Mission of the Historical Preservation Society of Upper Township is to preserve the diverse history of Upper Township for the education, enlightenment, and pleasure of present and future generations.

ARTICLE II - MISSION FOCUS

1. To identify and research the history of early sites, buildings, and other structures which have a significant place in the early history of Upper Township, New Jersey,
2. To encourage and promote the knowledge and appreciation of the historical heritage of Upper Township, New Jersey, and the education and betterment of the community,
3. To restore and preserve historical landmarks in Upper Township,
4. To raise funds to carry out the mission of this organization,
5. To operate museum facilities and historic sites developing life-long learning opportunities for area residents and visitors,
6. To actively engage in the collection of artifacts, manuscripts, photographs, oral histories, etc. relating to the history of the area,
7. To operate in a fiscally prudent manner to ensure the survival of the organization, its collections and future needs,
8. To offer scholarships to local area students who meet the criteria in the application to further their education.

ARTICLE III = GOVERNING BODY

The operations of the Historical_Society shall be controlled and directed by a Board of Trustees consisting of members as follows:

1. President
2. Vice President
3. Recording Secretary
4. Corresponding Secretary

5. Treasurer
6. Public Relations
7. Historian
8. Special Trustee
9. Trustee(s)-at-Large

ARTICLE IV – TRUSTEES/OFFICERS: THEIR ELECTION AND DUTIES

Section 1: PRESIDENT

The President shall be elected for a term of two (2) years.

Duties – The President shall preside at all General meetings of the Historical_Society and of the Board of Trustees; shall appoint any committees that are needed with the consent of the Board of Trustees; shall have the privilege of attending all committee meetings; and shall, when a vacancy occurs, appoint a replacement for any Trustee Officer to serve the remaining term of office, with the consent of the Board of Trustees.

Section 2: VICE PRESIDENT

The Vice President shall be elected for a term of two (2) years, so that the term overlaps by one year the term of the President.

Duties – The Vice President shall, in the absence of the President, preside at all general meetings of the Historical_Society and of the Board of Trustees. The Vice President may also act as a Program Co-Chairperson.

Section 3: RECORDING SECRETARY

The Recording Secretary shall be elected for a term of two (2) years, to serve concurrently with the term of the President.

Duties – The Recording Secretary shall record and preserve the minutes of all meetings of the Historical Society and of the Board of Trustees; shall prepare Board of Trustee minutes and mail/email to board members at least one week, prior to their next scheduled meeting and have said minutes available for presentation at the next general meeting; shall be the custodian of the book of minutes.

Section 4: CORRESPONDING SECRETARY

The Corresponding Secretary shall be elected for a term of two (2) years, to serve concurrently with the term of the Vice President.

Duties – The Corresponding Secretary shall be responsible for the various correspondences of the Historical Society and of the Board of Trustees and shall submit a verbal report at each general meeting, a written report at the annual meeting and shall attend the meetings of the Board of Trustees.

Section 5: **TREASURER**

The Treasurer shall be elected for a term of two (2) years, to serve concurrently with the Vice President.

Duties – The Treasurer shall collect all dues and other monies otherwise due or belonging to the Historical Society; shall bank the funds of the Historical Society; shall be authorized to make all lawful expenditures approved by the Board of Trustees with the consent of the Historical Society; shall prepare a report of all financial transactions for presentation at all general meetings; shall be the custodian of the financial records of the Historical Society and keep them available for audit; and shall attend the meetings of the Board of Trustees.

Section 6: **PUBLIC RELATIONS**

The Public Relations Chairperson shall be elected for a term of two (2) years, to serve concurrently with the term of the Vice President.

Duties - The Public Relations Chairperson shall promote the public image of the Historical Society, in both print and electronic formats, shall execute the policies of the Board of Trustees regarding public relations; may be assisted by a committee appointed by the Public Relations Chairperson, with the consent of the Board of Trustees; and shall attend the meetings of the Board of Trustees.

Section 7: **HISTORIAN**

The Historian shall be elected for a term of two (2) years, to serve concurrently with the term of the President.

Duties – The Historian shall be responsible for researching and the organizing historical projects, and for the acceptance or denial of all donations, other than monetary, to the Historical Society; may be assisted by committees appointed by the Historian (e.g. Museum Committee, Collections Committee) with the consent of the Board of Trustees; shall attend the meetings of the Board of Trustees.

Section 8: **SPECIAL TRUSTEE**

The Special Trustee shall be the immediate Past President of the Historical Society. If the immediate Past President is unwilling or unable to serve, the Special Trustee shall be elected from the general membership for a term of two (2) years, to serve concurrently with the term of the President.

Duties – The Special Trustee duties will be determined by the Board of Trustees; shall attend the meetings of the Board of Trustees.

Special Trustee: Paul Mulligan

Special Trustee: John Amenhauser

Trustee-at-Large: Bill Eisele

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Section 9: TRUSTEE(S)-AT-LARGE

The Trustee(s)-At-Large shall be elected for a term of at least one (1) year.

Duties – The Trustee(s)-At-Large duties will be determined by the Board of Trustees; one shall oversee the administration of scholarships; shall attend the meetings of the Board of Trustees.

Section 10: *ADVISORY COUNCIL*

Section 1: **Council Purpose**

The Advisory Council establishes a group of individuals with particular expertise that can be utilized by the Board Chairperson for the benefit of the HPSUT.

They agree to be available to be called upon for advice. Council members may be asked to attend any meeting of the Board at the Chairperson's discretion.

Section 2: **Council Member Appointment**

Individual members of the Council shall be recommended for candidacy by the Nominating Committee to the Board and if elected shall serve at the pleasure of the Board.

TERMS OF OFFICE

All Officers/Trustees may serve two (2) consecutive terms and at the end of the second elected term may be extended for another term(s) as necessary. Cause for removal of a board position will be absence from three (3) Consecutive Board meetings during the year (unless excused).

Section 11: *ELECTIONS*

The Trustees/Officers of the Historical Society shall be elected annually at the November general membership meeting of the Historical Society by a simple majority vote of the members present and voting. They shall assume office upon installation at the December general meeting.

ARTICLE V – COMMITTEES

Section 1 – *NOMINATING COMMITTEE*

The Nominating Committee shall consist of three (3) members of the Historical Society appointed by the President with the consent of the Board of Trustees and should be appointed at the September public meeting.

Duties - The Nominating Committee shall prepare a slate of nominees for the Trustees/Officers needed to be elected at the next election. The slate of nominees shall be presented at the October Public Meeting of the Historical Society. The election is to be conducted during the Annual November Public Meeting.

The Nominating Committee shall be responsible for the installation of the elected officers.

Section 2 – *AUDITING COMMITTEE*

The Auditing Committee shall consist of two (2) members appointed by the President with the consent of the Board of Trustees and should be appointed by January 1st following the close of the previous calendar year.

Duties – The Auditing Committee shall examine the financial records of the Historical Society at the close of business December 31st and report their findings at the general membership meeting in March following the closing of the previous year.

Section 3 – *MEMBERSHIP COMMITTEE*

The Membership Committee will consist of one or more persons, to be appointed by the President, with the consent of the Board of Trustees, and shall be appointed for a term of two (2) years, to serve concurrently with the President.

Duties – The Membership Chairperson shall keep a current list of all paid members per information provided by the Treasurer.

Section 4 – *SCHOLARSHIP COMMITTEE*

The Scholarship Committee is responsible for the administration of scholarships issued by the Historical Society. The committee is chaired by the Trustee at Large (as per Section 9) and may be assisted by two (2) members of the Historical Society appointed by the Scholarship Chairman, with the consent of the Board of Trustees: and the Chairman shall attend the meetings of the Board of Trustees.

Duties – The Scholarship Committee will administer the funds dedicated to scholarships that are awarded under criterion developed by the Historical Society. Emphasis for the awarding of the scholarship(s) will be to individuals who will further their education and have helped with the operation of the events of the Historical Society.

Section 5 – *MUSEUM COMMITTEE (ad hoc)*

After the Board has selected a site, the Museum Committee will serve as a liaison with Upper Township for the planning and development of the building, its interior, and grounds.

Duties -- In addition to those artifacts already cataloged, The Museum Committee will collect and catalog the artifacts of the Historical Society, and store and display them for public benefit. The Committee will also determine the hours of operation.

ARTICLE VI – MEMBERS and VOLUNTEERS,

Section 1: *QUALIFICATIONS*

Any person who expresses an interest in the mission of the Historical Society as stated in Article II of these Bylaws, and who has contributed to the Historical Society the properly established annual dues, may be a member of the Historical Society. Volunteers may or may not be a paid member but support the mission of the Historical Society.

Section 2: *RESPONSIBILITIES*

- a. Members and Volunteers shall support the work and programs of the Historical Society and attend meetings of the Historical Society when possible. All members/volunteers shall abide by the Policies listed in the Bylaws Addendums. HPSUT Ethics Policy and is currently found in Addendum 1.
- b. Members shall pay an annual dues fee as established by the Board of Trustees. Dues are payable on a calendar year basis, January 1 through December 31. Dues must be paid by March 1 to maintain current membership. New members joining after June 1 will receive membership extending into the following year.

Section 3: *VOTING RIGHTS*

Members in good standing shall be entitled to one vote each on any subject properly brought before any meeting of the Historical Society, provided that member is present. Business and Organization Memberships are not entitled to a vote. No vote may be cast in proxy.

ARTICLE VII – MEETINGS

Section 1: *FREQUENCY*

- (a) General Meetings of the Historical Society may be held monthly as determined by the Board of Trustees.
- (b) Board of Trustee Meetings will be held monthly.
- (c) The Annual Meeting of the Historical Society shall be held in November.
- (d) Installation of new Board members will be held in December.
- (e) Special Meetings of the Historical Society may be called by the President, provided that a notice of the meeting is given to all members of the Historical Society at least ten days prior to the meeting date.

Section 2: *PROCEDURES*

- (a) Unless otherwise provided, the parliamentary procedure for all meetings shall be according to “Roberts” Rules of Order.” The Historical Society shall maintain a current edition of “RRO.”
- (b) The order of business at a General Meeting shall be the prerogative of the presiding officer, usually the President. The recommended order of events, however, is:

1. Social Activities
2. Opening

3. Speaker
4. Business
5. Closing

(c) The order of business at the Annual Meeting shall be as follows:

1. General Meeting
2. Reports
3. Election and installation of Trustees/Officers

(d) All meetings of the Historical Society may be open to the public. Some of these meetings may be held virtually. The participation of non-members at these meetings shall be at the discretion of the presiding officer, usually the President.

Section 3: **EMERGENCY MEETINGS**

In the event of an emergency the President may conduct, by telephone or email, a poll of three members of the Board of Trustees seeking advice and consent of a majority of these members.

ARTICLE VIII – AMENDMENTS

Section 1: ***PROCEDURE***

These Bylaws may be amended only by the following procedures:

- (a) A written proposal containing the following must be presented at a membership meeting:
 1. The proposed new amendment,
 2. Quoted portion of the present Bylaws to be changed or replaced and
 3. Justification or need for such revision or amendment.
- (b) The merits of the proposed amendment shall be discussed from the floor and all objections heard.
- (c) The final form and wording of the amendment shall be made by a committee appointed by the President.
- (d) The Board of Trustees shall vote on the acceptance of the amendment at a Board meeting held at least one month after the meeting at which the amendment was introduced in final form.

Section 2: ***VOTING ON AMENDMENTS***

- (a) Members in good standing shall be notified by mail, email, telephone, or website posting, at least ten days before the meeting at which the amendment is to be voted upon.
- (b) A vote of two-thirds (2/3) of the members present in favor of the amendment is necessary for passage.

ARTICLE IX – BOARD OF TRUSTEES

Section 1: ***MEMBERS AND MEETINGS***

The Board of Trustees shall consist of the Trustees/Officers of the Historical Society as set forth in Article IV of these Bylaws and shall meet at least quarterly to conduct the business of the Historical Society.

Section 2: **Duties**

The Board of Trustees shall:

- (a) Control and direct the operations of the Historical Society
- (b) Set the Goals of the Historical Society
- (c) Make periodic reports to the Historical Society of its activities and accomplishments.
- (d) Prepare recommendations for the consideration of the Historical Society
- (e) Confirm appointments to Committees.
- (f) Recommend a rate of annual dues of the Historical Society

Section 3: ***QUORUM***

At least five members of the Board of Trustees must be present in person or virtually, to conduct the business of the Historical Society at a meeting of the Board of Trustees.

Section 4: ***MEETINGS***

Additional meetings of the Board of Trustees may be called at any time by the President. Each member of the Board of Trustees, upon notification of the meeting, shall make every effort to attend the meeting. Any member in good standing of the Historical Society may attend the meeting of the Board of Trustees in a non-voting capacity. Non-members of the Historical Society may attend the meeting of the Board of Trustees at the discretion of the President.

ARTICLE X – SOCIETY ASSETS

Section 1: ***USE OF SOCIETY ASSETS***

Since the mission of the Historical Society, as stated in Article II of these bylaws, is the preservation, identification, and appreciation of the historical heritage of Upper Township, all funds and other assets of the Historical Society shall be used directly related to the Historical Society.

Section 2: ***EXPENDITURES***

All Capital expenditures of the Historical Society must be approved by two-thirds (2/3) vote of Board members. Expenditures shall be made from the currently held checking account, with a check signed by the Treasurer and co-signed by either the President, Vice President, or Scholarship Chairperson. All three current signatures shall be on record with the bank.

Section 3: *MEMORIAL FUND*

A separate savings account shall be maintained for the precise purpose of a Memorial Fund. This account shall be administered by the Board of Trustees, as an open account. This account can receive funds deposited at any time.

Section 4: *DISSOLUTION*

In the event of dissolution of the Historical Society, after the Treasurer has settled all outstanding accounts, the Board of Trustees shall agree upon the disposition of all personal property of the Historical Society, presently consisting of certain contents of the Gandy Farmstead, the Friendship School, and the Tuckahoe Train Station, including the Speeder Shed All real property (land and buildings) is the property of the Township of Upper. [NOTE: All of the land at the Tuckahoe Train Station is presently owned by New Jersey Transit.]

ARTICLE XI – REVIEW OF BYLAWS

The Bylaws shall be reviewed at least every five years or more often if circumstances warrant. All revisions will be presented to the Historical Society members.

END OF BYLAWS

Archive History

- The Historical_Preservation Society of Upper Township New Jersey, Incorporated, is incorporated in the State of New Jersey as a non-profit corporation, 1978, 1984.
- BYLAWS in this form were adopted in accordance with Article VII at a meeting of the membership of The Historical Society in December 2015.
- BYLAWS revised and adopted at HPSUT Board of Trustees Meeting, March 14, 2022.
- BYLAWS revised and adopted at HPSUT Board of Trustees Meeting, March 28, 2023.
- BYLAWS revised and adopted at HPSUT Board of Trustees Meeting, *****.

CONTACT Information

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ADDENDUMS

ADDENDUM I

HPSUT Ethics Policy

The HPSUT Board of Trustees, Members and/or volunteer(s) shall:

1. Hold paramount the safety, health and welfare of the public in the performance of duties, while upholding personal integrity.
2. Treat with respect and consideration all persons, regardless of race, religion, gender, sexual orientation, maternity, or family status, disability, age or national origin.
3. Engage in carrying out the HPSUT's Mission.
4. Collaborate with and support other members of the HPSUT in carrying out its mission.
5. Accept as a personal duty the responsibility to keep up to date on emerging issues within the HPSUT and conduct oneself with competence, fairness, impartiality, efficiency, and effectiveness.
6. Respect the structure and responsibilities of the HPSUT Board of Trustees, provide them with facts and advice as a basis for their making policy decisions, and uphold and implement their policies.
7. Keep the museum and HPSUT community informed about any issues affecting it.
8. Serve with respect, concern, courtesy, and responsiveness in carrying out the HPSUT's Mission and Mission Focus.
9. Demonstrate honesty and standards of personal integrity in all activities. Any or all conflicts of interest with regards to work or maintenance must be fully disclosed by anyone with direct contact with individuals/companies providing labor/materials for the structure or landscape of the HPSUT's buildings.
10. Avoid any interest or activity that is in conflict with the conduct of one's duties.
11. Respect and protect information to which you may have access in the course of official duties.
12. Strive for excellence and encourage the development of others with whom you work.
13. This policy shall be Affirmed by signature at election of officer and/or appointment.
14. Consequence in the failure to abide this policy will be decided by members of the Board of Trustees selected by the President.

Affirmation Signature: _____

Print name: _____ Date: _____

Note: The President of the HPSUT or designee will retain the signature affirmation pages.