

Mission Statement

**The purpose of the
Upper Musselshell Historic Society
Museum is to
gather, preserve, and display
artifacts and printed history
of the
Upper Musselshell area.
In addition, our aim is to
interpret our displays
and to
educate future generations
about their heritage.**

**Amended (December , 2014) By-Laws
of
Upper Musselshell Historic Society**

ARTICLE I -- PURPOSE

Section 1. This corporation is organized and operated exclusively for charitable, educational, and scientific purposes, within the meaning expressed in the Internal Revenue Code of 1954, as amended.

Section 2. The objections for which said corporation is organized are as follows:

- (a) To accumulate and provide a fund or funds to be invested and reinvested, and to use the income and principal thereof for the support, maintenance, operation and improvement of the Upper Musselshell Museum created and existing under the provision of Section 16-1008A, Revised Codes of Montana, 1947, as amended, and for the growth and development of the Upper Musselshell Museum, but limited and restricted to charitable, educational, and scientific purposes.
- (b) To acquire paintings, sculpture, Indian artifacts, and western articles from historic as well as pre-historic times and generally to provide to the people in this area an appreciation of their heritage and to preserve it.
- (c) to cooperate with other organizations interested in western heritage.

Section 3. The Corporation will not carry on any other activities not permitted to be carried on:

- (a) By a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law) or

- (b) By a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

Section 4. This corporation will not, as a substantial part of its activities, attempt to influence legislation or participate to any extent in or intervene in (including the publishing or distribution of statements) any political campaign for or against any candidate for public office.

Section 5. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the corporation will be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 2a above.

ARTICLE II -- MEMBERS

Section 1. There shall be the following classes of membership in the Society:

Charter Membership--(issued during 1984 only) \$50.00

Life Membership--To be set prior to the annual meeting by the Board to be voted on by the membership.

- \$100.00 for an Individual Membership
- \$150.00 for a Family Membership

Yearly Membership--To be set prior to the annual meeting by the Board to be voted on by the membership

- \$20.00 for a Yearly Membership
- After a period of ten years, a person paying a yearly fee shall be extended a Life Membership

Section 2. Every member, regardless of type or class of membership shall be entitled to one vote.

Section 3. The following fees for entrance have been set:

- Adult--\$5.00
- Senior Citizen--\$2.50
- Dinosaur Trail followers--\$2.50
- Under 16--free admission

ARTICLE III -- MEMBERSHIP MEETINGS

Section 1. The Annual Meeting of the members of the Society shall be held at Harlowton, Montana, at a place therein and at a time designated by the Board of Directors.

Section 2. Special meetings of the members may be held upon the call of the president of the Society, or by resolution of the Board of Directors, or upon the request of not less than 10% of the members.

ARTICLE IV -- BOARD OF DIRECTORS

Section 1. The management and control of the Society and the Museum shall reside and be vested in a board of not more than ten (10) Directors.

- Any person who desires to be placed on the ballot or appointed to fill an unexpired term of a Director in the Society may do so.
- They must be a Charter Member, a Life Member, or an Annual Member, keeping their dues current.
- Directors shall be elected by members of the Society and the results confirmed at the Annual Meeting of the Society.
- In the event of the death or resignation of one of such Directors, the vacancy thereby created shall be filled until the next election by appointment by the remaining members of the Board of Directors.
- There is no limit on the terms of the Directors.

Section 2. Board members can be removed by a majority vote of the Board of Directors.

Section 3. Nominations for election of the Directors shall be made by a nomination committee appointed by the president prior to the Annual Meeting of the members, but nominations may also be made from the floor by any member.

Section 4. At the time of the meeting of the nomination committee for names to be placed on the annual ballot for election of Directors of the Society, if a direct descendant of the Victor and Clara Fischer family term no longer wishes to serve or cannot serve on the Board, another direct descendant must be put on the ballot, if one of them so desires, to be voted on to become a Director of the Society.

ARTICLE V. MEETINGS OF THE BOARD OF DIRECTORS

Section 1. The Board of Directors shall meet annually following the Annual Meeting of the Society and at any other regular meeting which the Board by resolution, may fix from time to time.

Resolution: The Regular Board meetings will be held every third month on the second Tuesday. A special meeting will occur in May prior to the Museum seasonal opening. The regular June meeting shall be the Annual Meeting.

Section 2. Special meetings of the Board of Directors may be held at time and place upon the call of the president or upon request of three (3) or more Directors.

Section 3. Notice of all special meetings of the Board of Directors shall be given at least ten (10) days prior to the date of meeting.

Section 4. If the members of the Board of Directors shall waive notice of any special meeting, no notice of such meeting shall be required.

Section 5. A quorum of the Board of Directors shall consist of six (6) members thereof **or** of one more than half of the acting Board of Directors.

Section 6. The rules contained in *Robert's Rules of Order* shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with the by-laws of this Society.

ARTICLE VI -- OFFICERS

Section 1. The officers of the Society shall consist of a president, a vice-president, a secretary and a treasurer.

Section 2. The officers shall be elected by the Board of Directors at the first meeting of the Board following the Annual Meeting of the Society. The officers so elected shall serve for a term of one (1) year. The Board of Directors shall fill vacancies which may occur among the officers with the appointee to hold office until the next Annual Meeting of the Board of Directors. A majority vote shall elect.

Section 3. The president of the Society shall preside at all meetings and generally perform the duties customarily required of such office and shall be the chief officer thereof, subject, however, to the direction of the Board of Directors.

Section 4. The vice-president of the Society shall perform all of the duties of the president in the absence of the president.

Section 5. The secretary shall have charge of the seal and corporate books and records of the Society and shall issue notices of the meetings to the members and Directors and with the president shall execute and sign such instruments as requiring a signature of attestation and shall make such reports and perform such other duties as are incident to the office or may be required by the Board of Directors.

Section 6. The treasurer shall keep regular books of account of the Society funds and property. The treasurer shall sign or countersign all checks or drafts on the funds of the Society and shall perform all duties usually incident to such office or which may be delegated to the treasurer by the Board of Directors.

ARTICLE VII -- COMMITTEES

Section 1. The president shall annually appoint three (3) members who shall constitute a nominating committee. They shall submit in writing to the secretary prior to the Annual Meeting nominations for the Directors to be elected at such Annual Meeting.

Section 2. The Board of Directors may provide for such other committees as may be deemed needful and may determine the selection of members and prescribe their duties. The curator/assistant curator shall be an automatic member of standing of any such committee.

ARTICLE VIII -- GIFTS AND DONATIONS

Section 1. Gifts and donations to the Society shall be in conformity with the approved acquisition policy.

Section 2. Museum artifacts and collections cannot be gifted, loaned, or sold without permission of the Board of Directors.

Section 3. The display of non-museum owned artifacts and collections shall be governed as follows:

A. The Curator may arrange with individuals for special displays of personal collections or artifacts for a period of two years.

B. A contract will be signed between the individual and the museum. At the end of two years, the collection(s) will either be renewed for another two years with the approval of the individual and the curator or be removed at the request of either the individual and the curator.

C. Objects on display in the Museum cannot be removed between Memorial Day and Labor unless a notice to remove objects is given a month before Memorial Day of that year.

Section 4. No artifacts or collections may be removed from the Museum by any individual(s) without legal proof of ownership (i.e, by the owner themselves or by a legal document such as a will). The Curator will arrange for the transfer of the property in a timely fashion.

A. Upon such removal of artifacts and collections from the Museum, a de-accession form must be filled out and signed by the Museum and the individual(s).

ARTICLE IX -- AMENDMENTS

Section 1. The by-laws may be amended, revised, or repealed at any regular special meeting of the members by a majority vote of the members present. Notice of such proposed amendment, repeal, or change shall have been given as the call for such a meeting.

See attached page for Member Signatures for Approval of Amended By-Laws

