



HEBRON PRESERVATION SOCIETY CONSTITUTION

Adopted Feb. 6, 1975

Amended July 14, 1980

Amended Oct. 11, 1988

Amended June 13, 1991

Amended November 14, 1991

Amended February 17, 1992

Amended September 11, 2003

Amended June 10, 2004

Amended June 8, 2023

Amended November 16, 2023

ARTICLE I - Name

The name of the organization shall be the Hebron Preservation Society, located in the town of Hebron, Washington County, New York, 6560 State Route 22, Salem, NY 12865

ARTICLE II - Purpose and Goals

Mission Statement: The Society will identify and preserve information, knowledge, and material culture pertaining to the history, traditions, and lifestyles in and of the Town of Hebron's population and settlements; and share this knowledge so that it may remain alive for present and future generations.

Key Goals:

- To engage in community outreach for the purpose of being more openly and publicly visible as an organization.
- To partner with mission-compatible organizations in order to build mutual capacity.
- To manage and care for the built environment and documentary culture for its long term preservation.
- To interpret and disseminate Hebron's past and present through publications, public programs, and events.
- To secure financial resources to support and fund the Society's work.

ARTICLE III Membership

Membership will be of two classes:

- Regular Individual (annual)
- Regular Family (annual)

A member in good standing will be one who has paid annual dues. Both kinds of membership have one vote where member voting occurs.

ARTICLE IV Annual Meeting

There will be an annual meeting of the Society on the second Thursday of June at a time to be designated.

Article V The Board of Trustees

A minimum of 9 and maximum of 11 trustees shall constitute the Board of Trustees whose term will expire at the rate of three or four per year. From this Board, a President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer will be elected for terms of one year each.

ARTICLE VI Election of Officers and members of the Board of Trustees

- **Section 1:** All officers and trustees will be elected at the annual meeting.
- **Section 2A:** The Board of Trustees, during their first regularly scheduled meeting of the calendar year, will appoint a Nominating Committee consisting of not less than three persons, including a representative from the general membership who will make recommendations for a slate of officers and trustees to be elected at the annual meeting. The committee will submit its recommendations no later than the May meeting so that the proposed slate can be listed in the annual meeting notice to the membership.
- **Section 2B:** Nominations for any office or trusteeship may be made and seconded from the floor during the annual meeting.
- **Section 2C:** Due care shall be taken to notify the membership of the time and place of the annual meeting.
- **Section 3A:** The term of office for the President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer will be one year, and the number of consecutive terms is limited to six.
- **Section 3B:** Trustees will be elected for terms of three years. At least three trustees will be elected yearly to serve three years. No trustee will serve more than six consecutive years.
- **Section 4:** Officers and trustees duly elected will be installed and take office during the Annual Meeting. In the event of a vacancy occurring by reason of resignation, incapacity, or other reason, the Board of Trustees will have the power to appoint replacements as needed.

ARTICLE VII Amendments

This Constitution may be amended at any meeting of the full membership of the organization by two-thirds vote of those members in good standing in attendance or voting by written proxy providing the meeting has a quorum. The membership must be given thirty (30) days' notice of proposed amendments, and all proposed amendments will be submitted in writing.

ARTICLE VIII Internal Revenue Code 501(c)(3)

Notwithstanding any other provisions of these articles, the organization is organized exclusively for one or more of the purposes as specified in 501(c)(3) of the Internal Revenue Code of 1954 and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income tax under IRC 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

No part of the net earnings of the organization shall inure to the benefit of any member, trustee,

director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to, or for, the organization) and no member, trustee, officer of the organization, or any private individual shall be entitled to share in the distribution of any of the organization's assets on dissolution of the organization.

No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation [except as otherwise provided in IRC 501(b)], or participating in, or intervening (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.

In the event of dissolution, all the remaining assets and property of the organization shall, after necessary expenses thereof, be distributed to another organization exempt under 501(c)(3), or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or State or Local government for a public purpose.

ARTICLE IX Dissolution of the Organization

- **Section 1:** In the event of the dissolution of the organization, all assets except the school house, its original contents and grounds will be distributed to the Washington County Historical Society, Fort Edward, New York.
- **Section 2:** The Hebron Preservation Society's Schoolhouse, its original contents and grounds at East Hebron, New York, by condition of purchase, must revert to the Salem, New York School District.
- **Section 3:** Any other items in the care or control of the Society which, by pre-agreement, must be returned to owners or otherwise disposed of in prescribed ways contrary to Section 1 of this article, e.g. items on loan to the Society for care and display at the schoolhouse.
- **Section 4:** None of the Society's assets will be distributed to, or be disposed of, for the benefit of any private individual except as provided for in the preceding sections of this article.

ARTICLE X Voting

All votes by the Society at its regular meetings will be by voice vote or written proxy unless one member requests secret ballot.