

In 2003, discussions were undertaken to explore how the Maine's Swedish Colony, Inc. group could be rejoined with the New Sweden Historical Society. The following is a proposed revision of the New Sweden Historical Society constitution created during those discussions, in an attempt to show how this might be achieved. One of the major concerns of members at that time was that Me. Swe. Colony had a rather high, one-time lifetime membership fee, while the N.S. Historical Soc. charged rather minimal annual dues. Some were worried that their lifetime membership in the Colony group might be ignored or disregarded, and did not want to be charged annual fees. The major change in this constitution was wording that tried to address this concern.

The committee that explored this possible merger recommended that the merger be undertaken, and that a new constitution be adopted along the lines of this one. After the committee presented its findings and made its recommendation, no action was taken by either group to begin a merger process.

New Sweden Historical Society

[Proposed] Constitution and Bylaws

Article 1 THE NAME OF THE SOCIETY

The name of the society shall be the New Sweden Historical Society.

Article 2 THE PURPOSE

The purposes of the Society are:

1. to collect, preserve and interpret historical artifacts,
2. to restore and preserve historic buildings, structures, and sites in New Sweden,
3. to conduct research on the history of artifacts, structures and residents,
4. to conduct educational and cultural activities related to the history of the area,
5. to establish, operate and maintain a historical museum to preserve and display historical artifacts valuable to the New Sweden colony.

No part of the net earnings of the association shall inure to the benefit of any member, director, officers of the association, or any private individual (except that reasonable compensation may be paid for services rendered to or for the association affecting one or more of its purposes); and no member, director, or any private individual shall be entitled to share in the distribution of any of the association assets on dissolution of the association. No substantial part of the activities of the association shall be carrying on propaganda, or otherwise attempting to influence legislation; and the association shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of the Certificate, the association shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization except under Section 501 (c) (3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 179 (c) (2) of such Code and Regulations as they now exist or as they may hereafter be amended.

Upon the dissolution of the association, or the winding up of its affairs, the assets of the association shall be distributed exclusively to charitable, religious, scientific literary or educational organizations which would then qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

As clearly incidental to its foregoing charitable purposes, this association is authorized:

1. To accept, acquire, receive and hold by bequest, grant, gift, purchase, transfer, judicial order or decree, or otherwise for any of its object and purposes, any property, both real and personal, of whatever kind, nature, or description and wherever situated.
2. To sell, exchange, convey, or otherwise dispose of any such property, both real and personal, as the object and purposes of the association may require, subject to such limitations as may be prescribed by law.
3. To borrow money and, from time to time, to make, accept, endorse, execute and issue bonds, bills of exchange, and other obligations of the association for monies borrowed or in payments for property acquired, or for any of the other purposes of the association; to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon assignment of, or agreement in regard to all or any part of the property, rights or privileges of the association wherever situated, whether now owned or hereafter to be acquired.
4. To invest and reinvest its funds in such stock, common or preferred, bonds, debentures, mortgages, or in such other securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift, provided such limitations and conditions are not in conflict with the provisions of Section 501 (c) (3) of the Internal Revenue Code and its Regulations as the now exist or as they may hereafter be amended.
5. In general, and subject to such limitations and conditions as are, or may be prescribed by law, to exercise such other powers which are now or hereafter may be conferred by law upon an association organized for the purposes hereinabove set forth, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the association, subject to the further limitation and condition that, notwithstanding any other provision of this Certificate, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the association, exempt under Section 501 (c) (3) of the Internal Revenue Code and its Regulations as the now exist or as they may hereafter be amended and by any organization contributions to which are deductible under Section 170 (c) (2) of such Code and Regulations as they now exist or as they may hereafter be amended.
6. And to do all acts necessary or proper to accomplish purposes and execute powers aforesaid not inconsistent with the laws of Maine.

Article 3 MEMBERSHIP

Regular, Annual Membership

Membership dues for non-lifetime, annual membership with voting rights shall be \$10 per year.

Lifetime Membership

Lifetime membership dues shall be \$150 and then \$5 each year to maintain active voting rights.

Maine Swedish Colony members who have paid for lifetime membership, and members of the Sons & Daughters of New Sweden who hold a lifetime membership card, or members of the Sons and Daughters of New Sweden who have paid for fifteen years in advance (i.e., \$150 dollars) are entitled to lifetime membership in the new group.

Note: for members who have been paying members of either group for fifteen years or more, there will be no annual membership.

Annual dues remaining unpaid by the August annual meeting of the Society shall result in the loss of voting and other membership privileges, until all arrears are paid.

Article 4 OFFICERS

The officers of the Society shall be: President, First Vice President, Secretary, Treasurer, three Trustees. These seven people shall together form the Executive Board of the Society and shall serve for a term of one year with the exception of the Trustees, who shall serve for a term of three years, alternately one each year. The President may serve two consecutive terms and then shall not be eligible for re-election until one year has expired. All the members of the Executive Board may serve until his/her successor has been elected, at the discretion of the majority vote of the members present at the Annual Meeting. One of the Trustees shall be designated Second Vice President by the Board or by the Membership.

Two auditors shall be elected at the Annual Meeting for a one year term. They shall audit the financial accounts of the Society and provide a written report at the Annual Meeting. The Auditors may attend Executive Board meetings, but shall not have voting privileges on the Board.

The President shall be elected one year in advance taking office and shall be known as the President-Elect during that year. As President-Elect, he/she should

also hold another office or major committee chairmanship in order to become familiar with the management of the association.

Individuals with many years of distinguished service to the association may be elected by the membership to appropriate Emeritus positions upon recommendation of the Board.

Article 5 AMENDMENT OF THE CONSTITUTION

The foregoing Constitution may be amended or added to at any meeting of the Society by a voting majority of two-thirds of the members present, provided that the proposed amendments had been filed and read at the previous meeting of the Society which must have taken place at least two weeks prior to the amending meeting.

BY-LAWS

Article 1 MEETINGS

Section 1. The ordinary annual meeting of the Society shall be held on the second Monday of August, or at some other convenient date announced by the Executive Board at least one month in advance of the meeting, and at a time and place as decided by the Board. Other regular membership meetings shall be held on the second Monday in November, February and May, or as determined by the Board.

Section 2. Additional periodical and special meetings can be called by the President, or by the Secretary at a written request of five or more members.

Section 3. All the meetings of the Society shall be announced by the Secretary, at least seven days before the day of the meeting, by notice in the newspaper which is generally read in the area, or in some other suitable way, by which the purpose of the meeting is specified.

Section 4. Executive Board meetings shall be held on the second Monday of each month except when there are regular membership meetings, or at the discretion of the President.

Article 2 QUORUM

At all membership meetings of the Society there must be ten members with voting privileges to deal with actual matters. In order for members to have voting privileges at meetings, their dues must be currently up to date.

Article 3 VACANCIES

In case of vacancies in the Executive Board, the seat may be filled through a new election at one of the meetings of the Society held pursuant to Article 1 of these By-Laws.

Article 4 PRESIDENT

The President shall conduct the proceedings of all meetings of the Society membership and of the Executive Board and shall supervise the business of the Society.

Article 5 VICE PRESIDENT

When the President is absent, the First Vice President or in his/her absence, the Second Vice President, shall conduct the proceedings of the meetings of the Society and the Board.

Article 6 SECRETARY

The Secretary shall make comprehensive and impartial minutes of all Society and Board meetings, shall manage the correspondence, shall keep an exact listing of the members, and conduct such other business as may be assigned by the Board and pertinent to a Secretary's duties. In the absence of the Secretary, the President shall appoint a PROTEMORE????

Article 7 TREASURER

The treasurer shall receive and record all the money collected in favor of the Society, shall give receipts and deposit all funds as the Board may designate; shall pay all bills approved of by the President.

The Treasurer shall keep the accounts which shall always precisely show the financial position of the Society and shall give an annual written report to the Society.

The treasurer shall sign and enter all purchase documents produced by the Society; shall give such bond for the faithful conduct of his/her duties as the Board may demand; and shall hand over to his/her successor all books, papers, etc. belonging to the Society which are in his/her possession.

Article 8 TRUSTEES

The Trustees shall serve staggered terms of three years each and be co-equal members of the Executive Board. They shall provide stability and progressiveness to the Board. They shall have special responsibilities for long-range planning under the leadership of the Second Vice President.

Article 9 AUDITORS

The Auditors shall look over the accounts rendered by the Treasurer and all vouchers and other proofs of property belonging to the Society at the end of each financial year, or as often as they consider necessary for the good of the Society. They shall make a written report at the Annual Meeting regarding the accuracy of the accounts.

Article 10 AMENDMENTS

The same criteria for amendments to the Constitution, Article 6, will apply to Amendments of the By-Laws.