

Wayne County Historical Association

By-laws

Amended December 2017, approved February 19, 2018; editorial corrections approved May 20, 2019

ARTICLE I. NAME

The name of this organization shall be the Wayne County Historical Association, hereafter referred to as WCHA.

ARTICLE II. PURPOSE

The purpose of this organization shall be to discover, preserve, document, display, and disseminate historical knowledge and artifacts of Wayne County. It also seeks to increase public awareness of the heritage of Wayne County and its environs via various informational platforms.

ARTICLE III. STRUCTURE

Section 1. The organization, Wayne County Historical Association, was established when the Articles of Incorporation were filed March 27, 1979. The 501(c)(3) tax-exempt number is 58-1360264.

Section 2. WCHA owns the Wayne County Museum and the Town Meeting Hall and maintains the properties.

Section 3 WCHA consists of the parent organization, Wayne County Historical Association and its components, Wayne County Museum, the Old Dobbs County Genealogical Society. and the Friends of Willowdale Cemetery.

Section 4. The Board of Directors is authorized to consider additional components. Components may be accepted upon their application and approval by a majority vote of the Board of Directors of the WCHA.

Section 5. Only components are eligible to use WCHA's 501(c)(3) status.

ARTICLE IV. GOVERNANCE

Section 1. Board of Directors

1.1 The Board of Directors will be led by the president and shall have authority to manage and conduct the business and property of WCHA except as limited by law.

1.2 The Board of Directors is composed of the executive committee, chairs of standing committees, and directors elected at the same time and in the same manner as the executive committee.

1.3 The Board of Directors shall meet at least four times during the year.

1.4 The Director of the Wayne County Museum shall be an ex-officio member of the Board of Directors.

1.5 WCHA or Museum personnel may be hired only by the Executive Committee. Employees are accountable directly to the president. A copy of any job description(s) are to be attached to these bylaws.

Section 2. Executive Committee.

2.1 The Executive Committee is composed of the following: President, First Vice-president for Membership, Second Vice-president for Finance and Fundraising, Third Vice-president for Buildings and Grounds, Secretary, and Treasurer. The President will preside at meetings. In the absence of the President, the First Vice-president will preside.

- 2.2 A majority of the Executive Committee will constitute a quorum. When a meeting of the Committee is not feasible, the president may poll the committee by telephone or electronic means.
- 2.3 The Executive Committee shall have the following powers and duties:
 - 2.3.1 The Executive Committee will set long range directional and funding goals for the organization, address emergencies, and ensure compliance with goals.
 - 2.3.2 The Executive Committee serves as the Advisory Board for the Museum.
 - 2.3.3 To meet upon call of the President to act on matters of business which, in the judgment of the President, cannot be held until the next scheduled meeting of the Board of Directors.
 - 2.3.4. To record its decisions and actions and transmit them to the Board of Directors for its review and affirmation within 14 days or at the next meeting of the Board of Directors, whichever comes first.
 - 2.3.5 To appoint in case of a vacancy in any office a member from WCHA to fill the unexpired term until the next regular election.
 - 2.3.6 To act as fiscal agent for the Museum and other holdings.
- 2.4 The Executive Committee shall have the authority to hire the Museum Director of the museum and any other employees and to determine the responsibilities and remuneration of each position.
- 2.5 Business of WCHA may also be transacted by the Executive Committee through correspondence, provided that the proposed action be submitted in writing by the President to the members of the Executive Committee and that it be approved by a quorum of the Executive Committee.

Section 3. The **General Counsel** will be appointed by the president in consultation with the other members of the Executive Committee. He/she shall advise WCHA's Board of Directors and Executive Committee on all legal matters before the Board of Directors and act as WCHA's legal liaison with outside counsel and consultants. And he/she shall serve as ex-official member of all committees.

ARTICLE V. MEMBERSHIP

Section 1. Membership in WCHA is open to any individual, family, association, or business in support of the purpose and goals of WCHA. There are three types of membership: annual and business sponsorships. Dues are to be determined by the Board of Directors.

Section 2: An annual membership drive will be conducted by WCHA for Association membership. Membership year will run from month of payment.

Section 3. Membership dues are payable each year. Life members are exempt from annual dues.

Section 4. Notice will be sent to remind members of their dues at least 30 days before the time of renewal.

Section 5. New and lapsed members are welcomed to join or rejoin anytime.

ARTICLE VI. ELECTED OFFICIALS

Section 1. The elected officers of WCHA shall be: President; First Vice-president for Membership, Second Vice-president for Finance and Fundraising ; Third Vice-president for Buildings and Grounds; Secretary; Treasurer, and Directors.

Section 2. All persons holding membership in WCHA will be eligible to vote for officers. The term of office for each position shall be two years. A President may serve a maximum of four consecutive years

Section 3. Duties of Officers

- 3.1. The **President** presides over meetings of the Executive Committee and of the Board of Directors and shall oversee all operations and compliance. The President will have sole responsibility to oversee the work of any employee with the assistance of the Executive Committee, or should appoint a specific board member or committee to do so. He/she will be responsible for the operation of the Wayne County Museum with the Third Vice-president of Buildings and Grounds and the Director of the Museum. The President shall choose a team to perform the self-audit semi-annually and report findings to the Board of Directors and the designated accounting firm.
- 3.2 The **First Vice-president for Membership** shall chair the Membership Committee. He/she shall work with the Director of the Museum to maintain the membership database and scheduled monthly renewal notices. He/She shall lead the committee to continually seek new members for the organization throughout the year and shall organize special events to attract and involve the community. The First Vice-president for Membership shall assume the duties of the president in the absence of the President.
- 3.3 The **Second Vice-president for Finance and Fundraising** shall chair the Finance Committee. He/she shall serve in other capacities at the direction of the president.
- 3.4 The **Third Vice-president for Buildings and Grounds** shall assist the president by overseeing the physical needs of the Museum and properties. He/she will chair the Building & Grounds Committee.
- 3.5 The **Secretary** shall record and preserve the minutes of all meetings of WCHA, the Board of Directors, and the Executive Committee. He/she shall send any letters, notices, or other correspondences required by the President.
- 3.6 The **Treasurer** shall process all encumbrances of WCHA. The Museum Director will receive dues of members and donations of moneys made to WCHA, make the deposits, and inform the Treasurer. The Treasurer shall make a financial report at each meeting of the Finance Committee, Executive Committee, and the Board of Directors. The accounting firm will file required tax returns. Expenditure of over \$300 for un-budgeted expenses shall require approval of the Executive committee. The Treasurer and employees who handle monies for the organization shall be bonded.
- 3.8 The **Directors** shall be voting members of the Board of Directors and serve in capacities as directed by the Executive Committee.
- 3.8 Members of WCHA Board of Directors will serve two-year terms. They will assist in soliciting new members, committees, projects, and fund raising efforts.
- 3.9 Any officer or Board of Directors member missing a majority of Board of Directors meetings without prior notification or failing to pay membership dues will be asked to resign from the Board of Directors. If a member is unable or unwilling to fulfill his duties, or if his/her actions reflect negatively on WCHA, he/she shall be subject to removal from WCHA by a 2/3 vote of the Executive Committee.

ARTICLE VII. FINANCIAL PROVISIONS

- Section 1. The Board of Directors shall approve all encumbrances (any claims on property) and expenditures of Association funds, but may delegate to the President authority to approve encumbrances and expenditures.
- Section 2. The Executive Committee shall administer the business affairs of WCHA, and it shall have power in the intervals between meetings of WCHA to act on all matters on which a majority of the members reach agreement.
- Section 3. The finances of WCHA shall be handled under a budget system.
- Section 4. Funds shall be available to the President or their representative toward attending meetings to represent WCHA. These funds must be included in the budget and approved by the Executive Committee.
- Section 5. Funds shall be available to the Board of Directors to administer the affairs of WCHA.
- Section 6. No officer, committee, or member of WCHA shall receive any funds or incur any expense for WCHA not provided for in the By-laws unless authorized in writing by the President; nor shall the Treasurer or other authorized person make any payment except for expenditures which have been so approved.
- Section 7. There shall be an annual audit of all accounts by an accounting firm. A team appointed by the president shall perform a self-audit semi-annually and report findings to the Executive Committee and the designated accounting firm.

ARTICLE VIII. COMMITTEES

- Section 1. The President, with the approval of the Board of Directors, shall appoint committee chairs and suggest other members except as otherwise provided. The president shall be ex officio member of each committee.
- Section 2. Standing Committees. The Executive Committee may establish standing committees to perform the continuing functions of WCHA. Standing committees shall report to the Executive Committee. Standing committees shall include the following:
- 2.2 **Membership**: chaired by the First Vice-president for Membership
 - 2.1 **Finance and Fundraising** chaired by the Second Vice-president for Finance and Fundraising. The committee will include the Treasurer.
 - 2.3 **Buildings and Grounds**: chaired by the Third Vice-president for Buildings and Grounds
 - 2.4 **Events and Exhibits**
 - 2.5 **Grants**
 - 2.6 **Education**
 - 2.7 **Publicity and Public Relations**
 - 2.8 **Handbook** (Includes bylaws and policies)
- Section 3. Special Committees. Special committees for specific purposes may be formed at any time and function until their purposes have been fulfilled.

ARTICLE IX. ELECTIONS

- Section 1. A nominating committee consisting of three WCHA members shall be appointed in each even numbered year by the president, no later than 60 days prior to the March

membership meeting. This committee shall nominate candidates for the officers and board members of WCHA. All persons holding membership in WCHA will be eligible to vote for officials. The nominating report will be made to the active members of the WCHA in 30 days in advance of the March membership meeting at which time the floor will be open to other nominations and the election will be held. Elected officials will be installed at the June Membership meeting and assume office at that time.

Section 2. When an office other than the president is vacant for any reason, the president, with the approval of the Executive Committee, shall make an appointment to fill the unexpired term.

ARTICLE X. MEETINGS

Section 1. There shall be an annual meeting of members of WCHA in June at such place and time as shall have been decided upon by the Executive Committee.

Section 2. Special meetings of WCHA may be called by the President, by a quorum of the Executive Committee, or on request of 25 members of WCHA.

Section 3. At least 30 days' notice shall be given for special meetings and only business mentioned in the call shall be transacted.

Section 4. Meetings of the Board of Directors shall be held upon the call of the president, or at the request of a quorum of the members of the Board of Directors. There shall be a minimum of four meetings of the Board of Directors annually.

Section 5. Meetings of the Executive Committee shall be held bi-monthly or at the request of a quorum of the members of the Executive Committee. The use of electronic communications will be used for monthly committee reports.

ARTICLE XI. AFFILIATIONS

Section 1. The organization shall indemnify directors in accordance with State code.

Section 2. WCHA shall be an annual member of the Federation of North Carolina Historical Societies and the North Carolina Museum Council. It may also join Preservation NC and any other appropriate historical associations.

ARTICLE XII. NON PROFIT STATUS

Section 1. WCHA is not organized for profit; and no part of its receipts or any net earnings shall inure to the benefit of or be distributed to its members, officers, or other private persons, except that WCHA shall be authorized and empowered to make payments and disbursements in the furtherance of its exclusively charitable and educational purposes as set forth in this article.

Section 2. In the event of the dissolution of WCHA or any of its components, the Executive Committee of WCHA shall, after paying all the liabilities, dispose of the assets by donating them to other tax-exempt educational or historical organizations, such as Old Waynesborough Park or the Wayne County Public Library. Any assets not so dispersed, shall be awarded by the Clerk of Superior Court of Wayne County to a similar educational or historical organization.

ARTICLE XIII. AMENDMENTS

Section 1. Amendments to the By-laws may be voted on by current members of WCHA and shall require a two-thirds vote of the members present.

Section 2. Notice of the proposed changes in the By-laws shall be distributed to the membership at least 30 days prior to voting on the proposed changes.

ARTICLE XIV. RULES OF ORDER

Robert's Rules of Order, (Revised) shall be the parliamentary authority at all meetings of WCHA.

*Ratified: 11/02/94, Amended 6/98, Amended 4/99, Rewritten 7/01 Approved 8/14/01
Amended 6/03, Revised 6/07 revised November, 2010. Interim Revisions February 2015
By-laws Committee March/April 2015: Bartlett, Fuller, Gaylor, Kester, Rustin, Tschetter, Weil, Keller, ex-officio*

*Approved May 18, 2015.
Revisions Proposed January 2018, approved February 19, 2018; Editorial Revisions Proposed May 2019, approved June 2019.*

Wayne County Museum Director

Job Description

November 2017

The Director of the Wayne County Museum provides overall leadership in administration, historical collections management, project management, financial management, facilities management, exhibit curation, special events, fundraising, public relations and marketing, education, visitor experience, membership, gift shop management, and volunteer development.

The Director is hired by the Wayne County Historical Association (WCHA) Executive Committee and reports to them. The Director serves as an ex-officio member of the Executive Committee, is expected to attend all scheduled meetings and to provide written report at that time.

The Director works congruently with the Executive Committee and WCHA membership to properly share the heritage of Wayne County through museum exhibits, public programs, and special events.

Qualifications

The Director must possess at least a bachelor's degree in museum studies, history, or related areas. Experience in museum work is preferred.

1. General Administration

- a. Manage and conduct the daily business of the Museum, historical archives and items, and sales shop under the general guidance of the Board of Directors.
- b. Manage the facilities, equipment, and physical plant in coordination with the Board of Directors and Buildings and Grounds Committee. Supervise general maintenance, repair projects, and custodial maintenance. Help identify maintenance and capital improvement needs.
- c. Supervise and have direct responsibility over the record keeping and correspondence of the Museum.
- d. Generally promote, foster, and oversee planning of all activities of the Museum working through the Board of Directors and President.
- e. Implement and follow through on the actions of the Board of Directors.
- f. Within the allocated budgets, pursue continuing education in the form of meetings, training, and coursework that is relevant to the continued success of the Museum.

2. Supervision of staff and volunteers, and team building.

- a. Promote practices that encourage and facilitate open communication, cooperation, satisfaction, and teamwork among staff, volunteers, and Board members.
- b. Recruit staff and volunteers; assign responsibilities, lead, supervise, and evaluate staff and volunteer performance.
- c. Work to expand and support volunteer and docent involvement.
- d. Report personnel problems to the Executive Committee President.

3. Program Management

- a. Provide creative leadership in the development and implementation of mission-based programming and exhibits, including actively developing and expanding a diverse mix of art, history, cultural, and educational programming provided at the Museum to attract visitors and increase and retain members.
- b. Direct and supervise special events including talks, music events, opening receptions, cultural events, and other activities.
- c. Act as receiving agent, director, and supervisor of all visiting exhibits and shows, or delegate such authority to other staff.
- d. Direct and oversee the selection of exhibits, cultural events, and traveling displays in collaboration with staff and volunteers, the Events and Exhibits Committee or other relevant committees assigned by the Board.

4. Collections Management

- a. Follow policies, direct and oversee the historical archives, art collections, and the files and records pertaining thereto.
- b. Supervise and maintain records, artifacts, displays, and related files for the museum collections and historical displays, following the recommendations of the Collections Committee and approved policy.
- c. Coordinate new acquisitions and the de-accessioning of items from the collections, following the recommendations of the Collections Committee and approved policy.
- d. Coordinate the acquisition and de-accessioning of artwork, working with any assigned committee and following approved policy.

5. Direct attempts to generate revenue through memberships, fundraising and grants.

- a. Responsible for developing quality fundraising events and donor events.
- b. Attempt to obtain grants, donations, endowments from a variety of sources. The Executive Committee should be kept informed of grant proposals.
- c. Work to increase and sustain individual and business membership.

6. Community relationships and public relations

- a. Engage in public relations and serve as the Museum's chief ambassador to increase community awareness, increase membership, and attract visitors.
- b. Coordinate media releases, public relations, social media, and a quarterly newsletter.
- c. Work to ensure good will in the county for the Museum.
- d. Establish, develop, and maintain positive collaborative relationships with community and WCHA members, current and potential donors, businesses, agencies, and other organizations.

7. Financial Management

- a. Develop a yearly budget proposal and properly manage the approved Museum Budget.
- b. Work with the Executive Board or Finance Committee in the preparation of the operating budgets and work within the approved budget.
- c. Properly maintain all financial records associated with expenses and income, manage grants, and make records available to the Board.
- d. Submit, in collaboration with the Board Treasurer, financial statements to the Board of Directors and County Commissioners reflecting the operating results and financial condition of the Wayne County Museum.
- e. Ensure that all financial responsibilities approved by the Board of Directors shall be paid in a timely manner.
- f. Inform the Board President when income or expenses significantly deviate from 2-3 projections in the approved budget.
- g. In all financial matters, the Executive Director shall act in accordance with Museum policies and procedures.

8. Consultant to the Board of Directors

- a. Support and cooperate closely with the Board of Directors and work with committees established by the Board and volunteer workers.
- b. Work closely with the Board President and ensure the President is regularly informed of the status of all aspects of the Museum's operations.
- c. Periodically review the operations of the Museum, advise and report to the Board upon the status of operation, and make recommendations to the Board.
- d. Attend all meetings of the Board of Directors unless excused.

Wayne County Museum Assistant Director

Job Description
February 2019

The Wayne County Museum Assistant Director will work with the Museum Director to preserve, document, display, and disseminate historical knowledge and artifacts of Wayne County by increasing public awareness of the heritage of the county.

The Museum Assistant Director is hired by the Wayne County Historical Association (WCHA) Executive Committee and reports to the Director for assignments.

Qualifications

The Museum Assistant Director must possess at least a combination of education and experience necessary to accomplish job duties with organizational and interpersonal skills. Excellent computer skills including Internet applications are required. Experience in museum work is preferred.

Work Schedule

The position is based on a thirty-one (31) hour week and is scheduled by the Director for operating hours or special events.

Duties

1. Office Duties

- a. Welcome visitors and provide an introduction to the Museum
- b. Respond to phone calls and emails and direct them appropriately
- c. Process incoming and outgoing mail.

2. Programming Duties

- a. Assist with research for exhibits, speakers, and events
- b. Assist with publicity as assigned by Director
- c. Maintain calendar of Museum events and rentals both internally and on the Museum web site.

3. Housekeeping

- a. Follow weekly cleaning and housekeeping schedule
- b. Maintain inventory of maintenance supplies

4. Rentals

- a. Maintain requests and scheduling for potential rentals
- b. Coordinate with the Director for securing a responsible person for opening, monitoring, and closing after the booking.

5. Additional Duties as assigned by the Director