

**[Draft #7 - Proposed for Adoption by Members,
Endowment Trustees, and BCHS Board]**
BYLAWS OF BOONE COUNTY HISTORICAL SOCIETY

Article I. Identity and Offices

1.1 Boone County Historical Society (BCHS) is a perpetual Missouri nonprofit corporation (charter number N00004598), tax-exempt under section 501(c)(3) of the United States Internal Revenue Code, with principal place of business at 3801 Ponderosa St., Columbia, Missouri 65201, and may have such other place or places of business as the BCHS Board of Directors (Board) may determine.

Article II. Purposes and Powers

2.1 The purposes of BCHS are the collection, preservation, exhibition, and interpretation of Boone County's history and culture.

2.2 BCHS has all powers granted or allowed to nonprofit corporations by applicable law.

2.3 No substantial part of the activities of BCHS shall be the carrying on of propaganda or otherwise attempting to influence legislation, and BCHS shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or against any candidate for public office. BCHS shall 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 United States Internal Revenue Code or any 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 United States Internal Revenue Code or any corresponding provision of any future United States internal revenue law.

Article III. Membership and Sponsorship

3.1 Subject to Board approval, any person or entity may become a member of BCHS upon payment of dues established by the Board. The Board may define different categories or classes of membership and establish dues and rights for each. The Board may deny membership to anyone or expel anyone from membership for any reason that is not contrary to law, but no membership decision or regulation and no other policy or practice of BCHS shall discriminate against any person on the basis of race, color, national origin, sex, religion, age, disability, or sexual orientation.

3.2 Any person or entity may support via sponsorships the activities and events of BCHS upon terms set by the Board or by the Executive Director subject to Board approval.

Article IV. Annual and Special Membership Meetings

4.1 There shall be an annual meeting of members during the fourth quarter of each calendar year at such time and place as set by the Board. Notice of the meeting shall be given at least 30 days in advance via publication in the BCHS newsletter and on the BCHS web site, or by other means approved by the Board. The agenda for the meeting shall include election of Directors as provided in these bylaws, approval or rejection of bylaws amendments proposed as provided in the bylaws, an annual report of the activities and financial condition of BCHS, and such other business as shall properly come before the members.

4.2 A special meeting of the members may be called by vote of the Board or by the written request of 10 or more members entitled to vote, submitted to the Board, and stating the purpose of the called meeting. The Board at its next regular meeting after receipt of such a request shall determine whether the request is in legal form and the stated purpose of the meeting is to address a matter that is reserved to the members by these bylaws or by applicable law. If so, the Board shall set a special meeting of the members to be held as soon as is practical considering the notice requirements, and shall give notice of the member meeting as provided in paragraph 4.1.

4.3 A quorum to conduct business shall consist of at least 15 members entitled to vote. The Board President shall preside at all annual and special membership meetings.

Article V. Board of Directors

5.1 BCHS shall have a Board of Directors consisting of up to 15 Directors elected by the members of BCHS, plus the 4 Officers elected by the Board, plus the immediate past President, all of whom shall be voting members of the Board, subject to the restriction provided in paragraph 5.3 as to voting by the person presiding at a meeting.

5.2 Subject to any limitations imposed by applicable law or these bylaws, the Board shall exercise or supervise the exercise of all powers granted or available to BCHS that are not reserved by these bylaws to the members, and may appoint and set compensation for an Executive Director, who may or may not be a member of BCHS, and may delegate powers to the Executive Director or others. Board members are ambassadors for BCHS. Their duties include regular attendance at Board meetings and they are expected to attend functions hosted by BCHS and provide volunteer and financial and recruiting support for BCHS. The BCHS Board shall work with the Endowment Trustees to develop written gift acceptance policies, which may be changed from time to time by joint action of the BCHS Board and the Endowment Trustees.

5.3 The Board shall hold meetings approximately monthly, at such times and places as are established by the Board or the President, or called by five members of the Board informing the Secretary that a meeting is being called for a stated purpose. The Secretary shall make reasonable efforts to notify all Board members of the time and place of each called meeting and the stated purpose of the meeting, as much in advance of the meeting as possible. Fifty per cent of the current membership of the Board shall constitute a quorum. A simple majority of the Board members voting upon an issue at a meeting at which a quorum is present shall be sufficient to approve any issue coming before that meeting except as otherwise provided in these bylaws. The Officer presiding shall vote only to resolve ties. Board members may participate in meetings by means of telecommunications equipment by which all persons participating can hear each other at the same time, and such participation shall be the equivalent of attendance in person. The Board may also conduct business by mail, email, or other electronic communications, and any matter agreed to by at least fifty per cent of the current members of the Board shall be the action of the Board, with the formality of motions and parliamentary procedure not required when the Board acts via mail or electronic communications. Written minutes of all Board meetings and decisions shall be prepared by the Secretary and be presented for correction and adoption at subsequent meetings of the Board. Members may access such minutes after adoption except to the extent that the Board by vote designates them as confidential for reasons such as the confidential nature of negotiations, legal matters, or personnel matters.

5.4 Any member of BCHS having voting rights shall be qualified for nomination and election as a Director. Each Director shall be elected to a term of three years, with full terms being staggered by

action of the Board so that approximately one-third of the total number of Directors shall be elected to full terms in any given year. Directors' terms shall commence on January 1 after election. Directors serving elected terms at the time these revised bylaws are adopted shall have their terms extended as necessary to accommodate the staggering of full terms described in this paragraph, and any elected Director may continue to serve until his or her replacement is elected. Vacancies in Director positions shall be declared if a Director dies, resigns, is removed by vote of the members at an annual or special member meeting, or loses status as a voting member of BCHS. Also, a vacancy in a Director position may be declared by the Board if an elected Director fails to attend three Board meetings during the term for which he or she was elected without being excused by the Board. A Director vacancy caused by any reason other than expiration of the term may be filled for the remainder of that term by the Board. After serving two consecutive full terms as a Director, a person is ineligible to serve as a Director until he or she has been off the Board for one year.

5.5 Nomination of Directors for full terms shall be made by the Nominating Committee as provided in paragraph 7.2 or by written nomination from any member entitled to vote, submitted to the Board President at least 30 days before the election is to be held.

5.6 Except when elected by acclamation, Directors shall be elected by written ballots from members entitled to vote in attendance at the annual membership meeting. If written ballots are used, tellers appointed by the President shall tally the votes. If the written ballots produce a tie, the President shall resolve the tie but the fact of such a tie or its resolution by the President shall not be disclosed by the President or by the tellers.

Article VI. Officers

6.1 BCHS shall have the following Officers.

- A **President**, who shall serve a two-year term beginning immediately after completing a term as Vice President. The President shall preside over all meetings of the Board, the membership, and the Executive Committee, appoint chairs and members of committees as described in paragraph 7.2, to serve throughout the President's term, add or change appointments to those committees at any time, and appoint chairs and members of additional committees desired by the President at any time, to serve only during his or her term. The President shall be an *ex-officio* nonvoting member of the Endowment Trustees.

- A **Vice President**, elected for a two-year term by the Board at the first Board meeting of the year following expiration of the previous Vice President's two-year term. The Vice President shall be the President-elect as described above, and shall fulfill the duties of the President during the absence of the President.

- A **Secretary**, elected for a two-year term by the Board at the first regular Board meeting of the years in which a Vice President is not elected to a new term. The Secretary shall attend Board meetings and Executive Committee meetings, and prepare minutes of the meetings and records of all Board or Executive Committee decisions made without a meeting, and shall fulfill the duties of the Vice President during the absence of the Vice President.

- A **Treasurer**, elected for a two-year term at the same time as the Secretary. The Treasurer shall be authorized, along with the Executive Director, to sign all accounts and financial documents that may be required in connection with the operating accounts of BCHS, and also shall be authorized, along with another officer of the Endowment Trustees, to sign all accounts and financial documents that may be required in connection with the Endowment Trust, and shall be an *ex-officio* nonvoting member of the Endowment Trustees.

6.2 New two-year terms for President and Vice President shall begin in January of even-numbered years, and new two-year terms for Secretary and Treasurer shall begin in January of odd-numbered years.

6.3 A person qualifies for election as an Officer by being a member of BCHS entitled to vote. Being a current Director is not required. If a Director is elected as an Officer, that election does not cause a vacancy in that person's term as Director, so a person's service on the Board might terminate either by expiration of a term as Director without re-election or by expiration of a term as an Officer without re-election, whichever expiration occurs later.

6.4 A vacancy in an Officer position shall be declared if an Officer dies, resigns, is removed by a majority vote of the full current membership of the Board, or loses status as a voting member of BCHS. The Board also may declare a vacancy in an Officer position if that Officer fails to attend three Board meetings without being excused by the Board. An Officer vacancy caused by any reason other than expiration of the term may be filled for the remainder of that term by the Board, but if a vacancy occurs in the office of President and an elected Vice President is available to fulfill the duties of the President, neither a new President nor a new Vice President need be elected to fill the remainder of either current term. A person who has completed two years as Vice President and two years as President, and each person who completes two consecutive two-year terms in the offices of Secretary or Treasurer shall be ineligible to stand for election to an Officer position until he or she has been off the Board for one year.

6.5 Nominations for Vice President, Secretary, and Treasurer shall be made by the Nominating Committee as provided in paragraph 7.2 or by written nomination from any member of the Board, submitted to the full Board at least 30 days before the election is to be held.

6.6 Except when elected by acclamation, election of Officers shall be by written ballots from members of the Board entitled to vote in attendance at the meeting when the election is held. If written ballots are used, tellers appointed by the President shall tally the votes. If the written ballots produce a tie, the President shall resolve the tie but the fact of such a tie or its resolution by the President shall not be disclosed by the President or by the tellers.

Article VII. Committees

7.1 There shall be an Executive Committee, the members of which shall be all of the Officers plus one or two past Presidents available and willing to serve, selected by the President. When the Board is not meeting, this committee shall exercise all powers delegated to it by the Board and may when necessary exercise the general powers of the Board, but all decisions and actions of the Executive Committee are subject to review and change by the Board. The Executive Committee shall be responsible for causing there to be a review of the Executive Director's performance and terms of service at least annually, adhering to the principles stated in Article VIII and the terms of the Executive Director's contract. The Executive Committee generally meets monthly and the President may set all of its meetings. The Executive Committee may make recommendations to the Board about any matter.

7.2 There shall be the following Committees, the members and chairs of which, except as otherwise provided in these bylaws, shall be appointed by the President at the beginning of each new Presidential term and announced at the first Board meeting of the term. The President may appoint additional committees not described here, as provided in paragraph 6.1. When appointing committees the President may give a targeted charge for that committee's work during that term, directed toward achieving the goals of the current BCHS strategic plan.

- A **Finance Committee**, chaired by the Treasurer, which shall oversee BCHS’s finances and preparation of an annual budget.
- A **Development Committee**, which shall develop fundraising strategies and implement them for the benefit of BCHS.
- A **Membership Committee**, which shall develop and implement plans for increasing membership in BCHS and serving the members.
- A **Maplewood Committee**, which shall oversee all aspects of caring for, displaying, and conducting tours of the Maplewood house.
- A **Boone Junction Village Committee**, which shall oversee all aspects of caring for, displaying, conducting tours of the village, and planning for future additions to the village.
- A **Building and Grounds Committee**, which shall have responsibility for identifying maintenance and upkeep needs for buildings and grounds of BCHS except Maplewood and Boone Junction Village.
- A **Nominating Committee**, which shall identify, recruit, and propose nominees for Director, Officer, and Endowment Trustee positions the terms of which are scheduled to expire at the beginning of the next year. A report identifying the Committee’s nominations for such positions shall be submitted to the Board no later than the Board meeting preceding the annual membership meeting. Members of this committee are not eligible for repeat service on it unless they have not served on it within the prior three years. The committee shall not be bound by any geographical requirements for the residency of nominees, but shall strive to find nominees from all parts of Boone County and from a diverse variety of cultural and ethnic and community groups, and for Endowment Trustees shall strive to find nominees with financial and investing expertise. This committee shall consist of up to four current Board members appointed by the President, one of whom the President shall designate as committee chair, and an equal number of persons who are not current Board members selected by majority vote of the Board. Filling this committee shall be an agenda item for the first Board meeting during each calendar year.
- A **Community Outreach Committee**, which shall be responsible for development and performance of such programs as the traveling trunk program, and shall establish and pursue communications with other groups and agencies whose missions overlap or intersect with the BCHS mission.
- A **Historic Sites Committee**, which shall be responsible for identifying and seeking recognition for sites of particular historic significance within Boone County.

7.3 Each committee shall have at least three members including its chair. Both the President and the Executive Director shall be *ex officio* nonvoting members of all committees, entitled to know about and attend all committee meetings if they wish. Each committee chair shall notify both the President and the Executive Director of each scheduled committee meeting, and provide timely reports to the Board for that committee’s work.

Article VIII. General Governance Principles; Executive Director and Staff

8.1 Administration of the business affairs of BCHS shall be on the principles known as policy governance. The Board’s primary roles are setting policy, making long-range plans, and supervising and working collaboratively with the Executive Director as a full member of the governance team. The Board has only one employee, the Executive Director. All other employees answer to the Executive Director, and their supervision, discipline, and terms of service are the responsibility of the Executive Director, within the budgets and policies set by the Board. Neither the Board nor any member of the

Board may interfere with such staff matters or with any day-to-day administrative matters, but may only consult with the Executive Director on such matters.

8.2 The Executive Director shall be the person primarily responsible for implementing decisions and policies of the Board, managing the day-to-day operations of BCHS, scheduling and arranging exhibits and performances, managing and preserving BCHS's collections, seeking grants for the support of BCHS's operations, and handling media relations for BCHS. In conjunction with the Treasurer and the Board, the Executive Director shall develop an annual budget for the following year, for consideration by the Board prior to the end of each calendar year.

8.3 The Board should provide goals to the Executive Director at least annually and shall evaluate his or her performance only against legal and ethical standards and directives of the Board and goals previously set and communicated. During any time when BCHS has a current strategic plan, the Executive Director shall have pursuit of its goals as a high priority for his or her work.

Article IX. Operating Funds

9.1 The Board may from time to time designate persons, including the Executive Director, the Treasurer, and other Officers, to have signing authority on the operating accounts and unrestricted assets of BCHS, and define the limits of such authority. The Executive Director, office manager, and bookkeeper positions within BCHS shall be bonded. Prior to the end of each calendar year the Board shall adopt a budget for the following calendar year. Operating funds subject to this Article exclude all of the permanent, endowed funds of BCHS, all of which shall be managed under and subject to the terms of Article X. Neither the Executive Director, nor any Officer, nor any Director, nor any other person, nor the Board as a whole shall have any authority with respect to the endowment funds of BCHS except as provided in Article X. Despite the other provisions of this paragraph and despite the provisions of Article X, however, the Board may from time to time order audits or financial reviews of some or all of the assets and affairs of BCHS, including the Endowment Trust.

Article X. Endowment Trust

10.1 The Boone County Historical Society Endowment Trust exists for the purposes of managing the permanent endowment funds belonging to BCHS, assuring compliance with all conditions and requirements imposed by donors of such funds, and providing financial support for the operations of BCHS.

10.2 All funds coming to BCHS designated by the donor as permanent or endowment funds, all funds designated by the BCHS Board as permanent or endowment funds, and all funds held as permanent or endowment funds at the time these bylaws are ratified by vote of the BCHS members shall comprise the funds governed by this Article. All such funds are referred to in these bylaws as endowment funds.

10.3 Despite other provisions in these bylaws about amendments, no portion of this Article may be amended except by the affirmative votes of two-thirds of the total current membership of the BCHS Board, two-thirds of the total current membership of the Endowment Trustees, and two-thirds of the BCHS member votes cast at a meeting at which a quorum is present, with each such vote occurring no sooner than 30 days after notice of the proposed amendment was provided to potential voters by means identified in Article XVI.

10.4 There shall be ten Endowment Trustees, who shall have custody and control over all of the endowment funds of BCHS. The Endowment Trustees shall have sole responsibility for administration, management, investment, and payment of such funds, and such funds shall be accessed only as provided in this Article. The Endowment Trustees may engage in efforts to expand the Endowment Trust, in conjunction with the BCHS Board, and in pursuit of the Endowment Trust's purposes the Trustees shall have all powers not contrary to provisions of this Article that are available to trustees under Missouri's version of the Uniform Trust Code.

10.5 The ten Endowment Trustees shall be appointed to terms of five years each. The terms shall be staggered so that two Trustees' terms expire each year. Appointments to the Endowment Trustees shall be made by the Board of BCHS whenever a term expires or becomes vacant for any other reason, with such appointments being made from among the persons nominated by the Nominating Committee. Suggestions for such nominees may be submitted to that committee by the Endowment Trustees or by any member of the Board or any member of BCHS, in writing submitted at least 30 days before the Board meeting in which a vacancy is to be filled. There are no restrictions on who may be suggested to the Nominating Committee or nominated by that committee as a Trustee, except that each person nominated or serving as an Endowment Trustee shall be a member of BCHS in good standing. Members of the Endowment Trustees may be reappointed by the Board when their terms expire, without limitation, and a Trustee may serve beyond the expiration of the term to which he or she was appointed until his or her replacement is appointed.

10.6 The President, the Treasurer, and the Executive Director of BCHS shall all be *ex officio* nonvoting members of the Endowment Trustees, entitled to know about and attend all its meetings. The Endowment Trustees shall elect from among the Trustees a Chair, who shall preside at all Trustee meetings when available, a Vice Chair, who shall preside in the Chair's absence, and such other officers, such as a Secretary and Treasurer, as desired by the Endowment Trustees. The Chair of the Endowment Trustees shall provide copies of all Endowment Trust minutes and financial statements to the BCHS President, Treasurer, and Executive Director.

10.7 The Endowment Trustees at least annually shall establish, review, or revise an investment strategy for each of the funds they manage and shall report the strategies to the BCHS Board. They shall also select depositories and custodians for the endowment funds, and may hire or change investment advisors or managers in their sole discretion. No funds shall be withdrawn from the Endowment Trust except upon two signatures, one of which shall be the Chair or Vice Chair of the Trustees, and the other of which shall be the Treasurer or President of the BCHS Board. The Endowment Trustees shall meet at least once every three months. Meetings may be in person or conducted by use of any form of electronic communication, with at least seven days' advance notice given to all Trustees. Participation in a meeting shall constitute waiver of notice. A quorum of five voting members shall enable the Trustees to take effective actions. The Endowment Trustees may also conduct business by mail, electronic mail, or other means, and any matters agreed to by at least five voting members of the Endowment Trustees shall be the decision of the Endowment Trustees.

10.8 The Endowment Trustees may establish new restricted or endowed funds at their discretion, and may decline endowment gifts if made upon any condition or requirement that the Endowment Trustees determine is inconsistent with the purposes and goals of BCHS. If the Trustees are uncertain whether a proposed gift should be accepted, they may submit the question to the BCHS Board. Any accepted gifts that are made subject to conditions or requirements shall be held subject to such conditions, and the Endowment Trustees shall cause such requirements to be met, keeping clear records of all conditions and requirements that apply to all funds, and all such records shall be kept

readily accessible by the Endowment Trustees and the BCHS Board. All funds received into the Endowment Trust shall be subject specifically to all provisions of these bylaws contained in paragraphs 2.3, 11.1, 13.1, and 15.1, in order to qualify them as tax-deductible to donors and to qualify the income they produce as tax-exempt, to the extent permitted by law. The Endowment Trustees shall work with the BCHS Board to develop written gift acceptance policies, which may be changed from time to time by joint action of the Endowment Trustees and the BCHS Board.

10.9 As to the Endowment Trust's assets that are not specifically restricted for limited purposes by the terms upon which the funds were received, the Endowment Trustees shall establish policies that in the judgment of the Trustees are likely to provide over time for growth of the Endowment Trust and for reliable steady support from the Endowment Trust to the BCHS annual operating budget. The Trustees may establish a policy of distributing a set percentage annually at a time or times convenient for budgetary purposes, with the percentage being applied to the average fund balances over a set number of prior calendar quarters. The Trustees may change such policies in their sole discretion when in their judgment such changes are warranted. Also, if the Endowment Trustees believe that use of principal as well as income to support the operations of BCHS is necessary at any time, and if it is possible to do so without violating any of the terms upon which funds have been received, the Endowment Trustees, in their sole discretion, may expend or loan funds from the endowment trust to meet such needs.

Article XI. Conflict of Interest Policy

11.1 Each new Director, Officer, Endowment Trustee, and Executive Director shall complete and sign a conflict of interest form generally in the form recommended by the United States Internal Revenue Service and approved by the Board, to protect BCHS's tax-exempt status.

Article XII. Indemnification of Directors, Officers, and Endowment Trustees

12.1 Each Director, Officer, Endowment Trustee, and Executive Director of BCHS and his or her personal representatives shall be indemnified by BCHS against liabilities, expenses, attorneys' fees, and costs incurred in connection with or arising out of performance of duties or status as Director, Officer, Endowment Trustee, or Executive Director, except liabilities, expenses, fees, and costs arising from or incurred as a result of negligence or misconduct in performing his or her duties. Such indemnification shall include amounts paid by way of compromise settlement if the terms of the settlement are approved by the Board. In determining whether liabilities, expenses, fees, or costs arise from or are incurred as a result of negligence or misconduct, the Board may rely conclusively upon an opinion of independent legal counsel retained for the purpose of rendering such an opinion. The Board and Executive Director shall maintain insurance to provide coverage consistent with this Article, to protect the assets of BCHS.

Article XIII. Financial Reviews and Audits

13.1 The Board may select a certified public accountant to conduct either a financial review or an audit of the books and records of BCHS, including all operating funds and all endowment funds, as often as the Board decides. A copy of the financial review or audit shall be kept in the office of the Executive Director and shall be available for inspection by any member during regular office hours, with a prior appointment.

Article XIV. Indebtedness

14.1 The Board by a two-thirds vote may authorize the Officers to incur indebtedness on behalf of BCHS. Absent such authorization, no one shall have authority to incur indebtedness on behalf of BCHS.

Article XV. Dissolution

15.1 Upon dissolution of BCHS, the Board shall, after paying or making provision for the payment of all of the liabilities of BCHS, transfer the assets of BCHS, including all property of every type and kind and all operating funds and endowment funds, to such organizations, organized and operating exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as tax exempt under section 501(c)(3) of the United States Internal Revenue Code or any corresponding provision of any future United States tax law, as the Board shall select, favoring, if possible, organizations whose purposes resemble or overlap with those of BCHS. Any assets of BCHS not thus disposed of by the Board shall be disposed of by the Circuit Court of Boone County, Missouri, but only to organizations organized and operated for such purposes and qualifying for such tax-exempt status.

Article XVI. Amendment

16.1 Any member of the Board or of BCHS may propose to the Board an amendment to these bylaws. At the first Board meeting occurring at least 30 days after a proposed amendment is received by all members of the Board, the Board may find that it is in proper form for an amendment and by vote may recommend to the members that it be adopted, or at that meeting the Board may order that it be studied by a committee for not more than two months, or be revised for consideration at a subsequent meeting of the Board. No amendments to the bylaws shall be forwarded to the members for vote unless first approved by the Board. Except as provided in Article X as to amendments to that Article, a majority of the Board members voting on a proposed amendment in a meeting at which a quorum is present shall be sufficient for the Board to approve proposed amendments.

16.2 No amendment to these bylaws shall become effective until approved by the members at a BCHS membership meeting occurring not sooner than 30 days after the proposed amendment is published in the BCHS newsletter and on the BCHS web site. Except as provided in Article X as to amendments to that Article, a majority of votes cast by BCHS members entitled to vote at such a membership meeting at which a quorum is present shall be sufficient to approve an amendment.

Article XVII. Effect of Adoption of these Bylaws.

17.1 These bylaws shall come into force after (a) adoption is recommended by at least a two-thirds vote of the BCHS Board, after at least 30 days prior notice of the full text to all current members of the Board; (b) adoption is recommended by at least a two-thirds vote of the BCHS Endowment Trustees, after at least 30 days prior notice of the full text to all current Endowment Trustees; and (c) adoption by at least a two-thirds vote of members of BCHS at an annual meeting of members after at least 30 days prior notice that a new set of bylaws will be considered for adoption at that meeting, the notice providing instructions for how to obtain a copy of the full text.

17.2 No person serving as a Director, Officer, or Endowment Trustee at the time of adoption of these bylaws shall have his or her term shortened by virtue of the adoption. Thereafter vacancies in all such positions shall be filled as described in these bylaws.

Recommended for adoption by at least a two-thirds vote of the BCHS Board, after 30 days prior notice of the full text of these revised bylaws to all Board members, on October 25, 2017.

Recommended for adoption by at least a two-thirds vote of the BCHS Endowment Trustees, after 30 days prior notice of the full text of these revised bylaws to all Endowment Trustees, on October 19, 2017.

Adopted by at least a two-thirds vote of members of the Boone County Historical Society, at the membership meeting on December 7, 2017.

President:

Attest: Secretary:

William Wilson Beckett

Marjorie Motley