

Current Wording Bylaws of the North Wood County Historical Society (approved March 2023)	2024 Proposed language for revisions to Bylaws of North Wood County Historical Society	Comments
PREAMBLE These bylaws shall supersede all previous bylaws and amendments thereto and shall be consistent with the provisions of Chapter 181 and section 44.03 of the Wisconsin Statutes and with the articles of incorporation and all subsequent restatements and amendments thereto filed with the Department of Financial Institutions under which this organization is incorporated as a non-stock, non-profit corporation affiliated with the Wisconsin Historical Society and shall govern the administration and activities of this organization. Furthermore, the provisions of Chapter 181 and section 44.03 of the Wisconsin Statutes and Robert's Rules of Order shall govern the proceedings of this organization not herein provided for.	PREAMBLE These bylaws shall supersede all previous bylaws and amendments thereto and shall be consistent with the provisions of Chapter 181 and section 44.03 of the Wisconsin Statutes and with the articles of incorporation and all subsequent restatements and amendments thereto filed with the Department of Financial Institutions under which this organization is incorporated as a non-stock, non-profit corporation affiliated with the Wisconsin Historical Society and shall govern the administration and activities of this organization. Furthermore, the provisions of Chapter 181 and section 44.03 of the Wisconsin Statutes and Robert's Rules of Order shall govern the proceedings of this organization not herein provided for.	No Change
ARTICLE I. PURPOSES As stated in the Articles of Incorporation, the purposes of this organization are exclusively educational and shall be: • To provide an organization for the ownership, development, operation, management and promotion of historical data and property in Central Wisconsin including but not limited to historical sites, biographical sketches of residents, antique displays, historical plays, local talents and other programs pertaining to historical knowledge. • To cooperate with the State of Wisconsin Society and other organizations keeping with the general theme of history. • To participate in the operation of activities associate with historical knowledge while promoting community interests in the same and to raise funds and revenues necessary to the promotion and continuation of its program. Section 1. Time of Operation a. The Upham Mansion shall be open to visitors for regular hours set by the Board of Directors. b. The building may be open for special events at the discretion of the Board of Directors. c. Special tours may be arranged at other times by contacting the Coordinator.	ARTICLE I. PURPOSES As stated in the Articles of Incorporation, the purposes of this organization are exclusively educational and shall be: • To provide an organization for the ownership, development, operation, management and promotion of historical data and property in Central Wisconsin including but not limited to historical sites, biographical sketches of residents, antique displays, historical plays, local talents and other programs pertaining to historical knowledge. • To cooperate with the State of Wisconsin Society and other organizations keeping with the general theme of history. • To participate in the operation of activities associate with historical knowledge while promoting community interests in the same and to raise funds and revenues necessary to the promotion and continuation of its program. Section 1. Time of Operation a. The Upham Mansion House Museum shall be open to visitors for regular hours set by the Board of Directors. b. The building may be open for special events at the discretion of the Board of Directors. c. Special tours may be arranged at other times by contacting the Coordinator.	No Change ??? Wisconsin Historical Society Delete and Replace

ARTICLE II. MEMBERSHIP Section 1. Qualifications Any person, including the Coordinator, institution, or organization may become a member of this corporation upon payment of the fees stipulated for the classification of membership for which the applicant applies. The Coordinator will be granted a complimentary Individual membership. Section 2. Fees a. Membership dues shall be established and announced by the Board of Directors and shall be for the calendar year. The Board shall establish Dues categories, including but not limited to: Individual; Family; Student; and Business. Other categories may be established at the discretion of the Board. b. Members in Good Standing are defined as Members who have paid the required dues, fees and assessments as approved by the Board and ratified by members. c. All membership fees are due at the beginning of each calendar year. Section 3. Honorary Membership Any person, who in the opinion of the Board of Directors, is worthy of such recognition, may by the majority vote of the members present at any regular meeting, be elected as an Honorary Member of the Society. Such membership, however, will not entitle such person to vote or to hold office. Section 4. Voting Rights a. Each paid member, including the coordinator, shall be entitled to a vote at all meetings of the organization. b. <u>Each adult</u> with a family membership shall be entitled to the same voting rights as pertain to individual membership.	ARTICLE II. MEMBERSHIP Section 1. Qualifications a. Any person, including the Coordinator, institution, or organization may become a member of this corporation upon payment of the fees stipulated for the classification of membership for which the applicant applies. b. The Coordinator will be granted a complimentary Individual membership. Section 2. Dues a. Membership dues shall be established and announced by the Board of Directors and shall be for the calendar year. The Board shall establish Dues categories, including but not limited to: Individual; Family; Student; and Business. Other categories may be established at the discretion of the Board. b. Members in Good Standing are defined as Members who have paid the required dues, fees and assessments as approved by the Board and ratified by members. c. All membership fees are due at the beginning of each calendar year. Section 3. Honorary Membership Any person, who in the opinion of the Board of Directors, is worthy of such recognition, may by the majority vote of the members present at any regular meeting, be elected as an Honorary Member of the Society. Such membership, however, will not entitle such person to vote or to hold office. Section 4. Voting Rights a. Each paid member, including the coordinator, shall be entitled to a vote at all meetings of the organization. b. <u>Each adult</u> with a family membership shall be entitled to the same voting rights as pertain to individual membership.	<i>Separate items</i> <i>Delete</i> <i>??? Delete, replace and ??? payable</i>
ARTICLE III. BOARD OF DIRECTORS Section 1. Composition of the Board a. The Board of Directors shall consist of between twelve (12) and fifteen (15) persons who are elected as members of the Board by the general membership, to include at least seven directors, the Society's four officers, and immediate past president.	ARTICLE III. BOARD OF DIRECTORS Section 1. Composition of the Board a. The Board of Directors shall consist of between twelve (12) and fifteen (15) persons who are elected as members of the Board by the general membership, to include at least seven directors, the Society's four officers, and immediate past president.	<i>No Change</i>

Section 2. Powers of the Board a. The Board of Directors shall have the power to manage & conduct the affairs of this organization with the knowledge of the general membership. The coordinator, as a paid employee of the Society, may attend all meetings. b. Before any item that has been accessioned, acquisitioned, or that is an artifact, is disposed of it must be brought before and approved of by the majority of the Board of Directors.	Section 2. Duties a. Maintain active membership in the North Wood County Historical Society. b. Regularly attend board and committee meetings. c. Ensure that all the Society's activities and transactions are furthering its mission by actively participating in planning and supporting Society events and activities. d. Safeguard the proper use of all assets, including facilities, people, and good will. e. Guarantee that the society obeys any applicable laws and regulations related to its operation, follows its own bylaws and policies, and act and serve in the best interest of the society. Section 2.3. Powers of the Board a. The Board of Directors shall have the power to manage & conduct the affairs of this organization with the knowledge of the general membership. b. Before any item that has been accessioned, acquisitioned, or that is an artifact, is disposed of it must be brought before and approved of by the a majority of the Board of Directors. c. The coordinator, as a paid employee of the Society, may attend all meetings as a non-voting participant. Section 4. Removal a. Board members who fail to attend three regular meetings in a fiscal year may be dropped from the Membership on the Board of Directors at the discretion of the Board. b. Board members who fail to properly fulfill the duties of their office may be removed from their position at the discretion of the Board.	<i>Insert new Section 2</i> <i>Renumbered appropriately</i> <i>Insert new Section</i>
ARTICLE IV. OFFICERS Section 1. Classification of Officers The principal officers shall be a president, vice-president, secretary, and treasurer and such officers shall perform the duties traditional to their offices and in conformity to state statute and Robert's Rules of Order and may assume such other duties as the board may request, among which may be the chairmanship of special or permanent committees. However, no two principal offices may be combined with the exception of secretary and treasurer. Section 2. Duties The president shall:	ARTICLE IV. OFFICERS Section 1. Classification of Officers The principal officers shall be a president, vice-president, secretary, and treasurer and such officers shall perform the duties traditional to their offices and in conformity to state statute and Robert's Rules of Order and may assume such other duties as the board may request, among which may be the chairmanship of special or permanent committees. However, no two principal offices may be combined with the exception of secretary and treasurer. Section 2. Duties The president shall:	<i>Delete "manship"</i>

a. Preside at all regular meetings controlling the decorum of each meeting b. Select all standing committee chairmen c. Select and form special task force committees. d. Select and form new permanent committees with board and membership approval. e. Report a brief synopsis of board meetings when requested. f. Assume the duty of official spokesperson for the Society g. With the treasurer shall be responsible for excess funds being put into appropriate financial fund. h. Responsible for keys to safe and security system. i. Call board meetings. j. Compile an annual letter for fundraising and membership. The vice-president shall: a. Assume the duties of the president in his/her absence. b. Attend regular meetings. c. Help the president when asked. d. Attend board meetings and vote. e. Become the President if the elected President is unable to fulfill the duties of the office for the remainder of the President's term. The Interim President will be eligible for a new term as President the following year. The secretary shall: a. Record the minutes of the general meetings and board meetings and report them. b. Record and keep current the members of the Board of Directors and their terms of office. c. Attend board meetings and vote. d. Keep records of all correspondence. e. Accept written resignations of officers or board members. The treasurer shall: a. Collect, deposit and account for all Society receipts and disbursements. b. Pay accounts on a regular basis. c. Work with the president to deposit excess funds into the most beneficial earnings. d. Attend board meetings and vote. Section 3. Further Duties All officers and directors shall familiarize themselves with these bylaws and the Articles of Incorporation upon their election or appointment, and it shall be the duty of the secretary to distribute such copies to the individuals involved.	a. Preside at all regular meetings controlling the decorum of each meeting b. Select all standing committee chairmen person c. Select and form special task force committees. d. Select and form new permanent committees with board and membership approval. e. Report a brief synopsis of board meetings when requested. f. Assume the duty of official spokesperson for the Society g. With the treasurer shall be responsible for excess funds being put into appropriate financial fund. h. Responsible for keys to safe and security system. i. Call board meetings. j. Compile an annual letter for fundraising and membership. The vice-president shall: a. Assume the duties of the president in his/her their absence. b. Attend regular meetings. c. Help the president when asked. d. Attend board meetings and vote. d. Become the President if the elected President is unable to fulfill the duties of the office for the remainder of the President's term. The Interim President will be eligible for a new term as President the following year. The secretary shall: a. Record the minutes of the general meetings and board meetings and report them. b. Record and keep current the members of the Board of Directors and their terms of office. c. Attend board meetings and vote. d. Keep records of all correspondence. e. Accept written resignations of officers or board members. The treasurer shall: a. Collect, deposit and account for all Society receipts and disbursements. b. Pay accounts on a regular basis. c. Work with the president to deposit excess funds into the most beneficial earnings. d. Attend board meetings and vote. Section 3. Further Duties All officers and directors shall familiarize themselves with these bylaws and the Articles of Incorporation upon their election or appointment, and it shall be the duty of the secretary to distribute such copies to the individuals involved.	<i>Change to chairperson</i> <i>Substitution</i> <i>Delete item d. Renumber e. as d.</i> <i>Delete item c. Renumber d. & e. as c. & d.</i> <i>Delete item d.</i> <i>No Change</i>
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Section 4. Executive Committee: a. The four officers serve as the members of the Executive Committee. Except for the power to amend the articles of incorporation and bylaws, the Executive Committee shall have all the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the full board. b. The executive committee shall meet on call of the president, or whichever available officer is senior in rank, should the president be unavailable or the office vacant.	Section 4. Executive Committee: a. The four officers serve as the members of the Executive Committee. b. Except for the power to amend the articles of incorporation and bylaws, the Executive Committee shall have all the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the full board. c. The executive committee shall meet on call of the president, or whichever available officer is senior in rank, should the president be unavailable or the office vacant.	No Change Separate as b. Renumber b. and c.
ARTICLE V. ELECTIONS Section 1. Directors a. Directors shall be elected by the members at the annual meeting for a term of three years, and may not serve more than two consecutive terms. b. Former board members may rejoin the board after taking a sabbatical year after their last term. c. Vacancies among directors occurring before expiration of term shall be filled by election by the Board of Directors, and those so elected shall complete the term of the director they replace. d. Directors' terms shall commence with the adjournment of the Annual Meeting. Section 2. Officers a. All officers shall be elected from the Board of Directors at the annual meeting each year. b. The president shall be elected for two-year term, after which he or she may be reelected to serve one additional term. c. All other officers shall be elected for a two-year term and may be reelected. d. Officers' terms shall commence with the adjournment of the Annual Meeting. e. The President and Treasurer will be elected in even numbered years, and the Vice-president and Secretary will be elected in odd numbered years. Section 3. Nominating Committee a. There shall be a nominating committee consisting of three members in good standing, appointed by three months prior to the annual meeting.	ARTICLE V. ELECTIONS Section 1. Directors a. Directors shall be elected by the members at the annual meeting for a term of three years, and may not serve more than two consecutive terms. (An exception may be made for past president position if necessary) b. Former board members may rejoin the board after taking a sabbatical year after their last term. c. Vacancies among directors occurring before expiration of term shall be filled by election by the Board of Directors, and those so elected shall complete the term of the director they replace. d. Directors' terms shall commence with the adjournment of the Annual Meeting beginning of the new calendar year. Section 2. Officers a. All officers shall be elected from the Board of Directors at the annual meeting each year. b. The president shall be elected for two-year term, after which he or she they may be reelected to serve one additional term. c. All other officers shall be elected for a two-year term and may be reelected. d. Officers' terms shall commence with the adjournment of the Annual Meeting beginning of the new calendar year. e. The President and Treasurer Vice-president will be elected in even numbered years, and the Vice-president Treasurer and Secretary will be elected in odd numbered years. Section 3. Nominating Committee a. There shall be a nominating committee consisting of three members in good standing, appointed by three months prior to the annual meeting.	Insert (text) Delete and replace with new text Delete and replace with new text Substitution Substitution

b. The nominating committee shall prepare a slate of candidates for openings on the Board of Directors. This slate shall contain only one name for each vacancy. c. The Board of Directors shall prepare a slate of candidates for nomination of officers, to be presented at the annual meeting. This slate shall contain only one name for each vacancy. Nominations from the floor, for both the directors and the officers, shall be called for by the president. d. At the annual meeting, nominations from the floor for both the directors and the officers shall be called for and accepted by the President. e. Write-in candidates on the ballots at the annual meeting are valid. f. Members who cannot attend an annual meeting may vote by mail in that annual election, if the Board of Directors authorizes voting by mail for that election. The Board of Directors shall have the authority to designate the procedures for the conduct of elections, including if applicable the preparation, printing, mailing, and counting of all ballots received. The results of the elections shall be reported to the membership. The Board may also authorize electronic voting by members who cannot attend an annual meeting. g. Only members in good standing for an annual or special meeting of members may vote in the meeting.	b. The nominating committee shall prepare a slate of candidates for openings on the Board of Directors. This slate shall contain only one name for each vacancy. 6. The Board of Directors shall prepare a slate of candidates for nomination of officers, to be presented at the annual meeting. This slate shall contain only one name for each vacancy. Nominations from the floor, for both the directors and the officers, shall be called for by the president. d. At the annual meeting, nominations from the floor for both the directors and the officers shall be called for and accepted by the President. e. Write-in candidates on the ballots at the annual meeting are valid. f. Only members in good standing for an annual or special meeting of members may vote in the meeting. g. The Board of Directors shall have the authority to designate the procedures for the conduct of elections, including if applicable the preparation, printing, mailing, and counting of all ballots received. h. Members who cannot attend an annual meeting may vote by mail in that annual election, if the Board of Directors authorizes voting by mail for that election. The Board of Directors may authorizes voting by mail for an annual election. i. The Board may also authorize electronic voting by members who cannot attend an annual meeting. j. The results of the elections shall be reported to the membership.	<i>Delete – repeated in item d.</i> <i>Break out as separate items item f. to become f. through j.</i> <i>Substitute new language for deleted text</i>
ARTICLE VI. MEETINGS Section 1. Meetings of the Board of Directors a. Meetings shall be held at the Upham Mansion, or suitable meeting space to accommodate members or speakers request. Upon request, accommodations for telephone, video or webconferencing will be facilitated. b. The Board of Directors shall meet at the discretion of the president whenever a need arises. Section 2. Meetings of the Members a. Meetings shall be held at the Upham Mansion, or suitable meeting space to accommodate members or speaker's request. Upon request, accommodations for telephone, video or web-conferencing will be facilitated. b. The date of the annual meeting at which officers and directors are elected shall be set by the board of directors in the first quarter of each year. Notice to each member shall be made	ARTICLE VI. MEETINGS Section 1. Meetings of the Board of Directors a. Meetings shall be held monthly at the Upham Mansion House, or suitable meeting space to accommodate members or speakers request. b. Upon request, accommodations for telephone, video or web-conferencing will may be facilitated. c. The Board of Directors shall meet at the discretion of the president whenever a need arises. Section 2. Meetings of the Members a. Meetings shall be held at the Upham Mansion House, or suitable meeting space to accommodate members or speaker's request. b. Upon request, accommodations for telephone, video or web-conferencing will may be facilitated.	<i>Substitute</i> <i>Separate item Substitute Renumber b. as c.</i> <i>Substitute</i> <i>Separate item Substitute Renumber b. as c.</i>

personally, or by mail, by phone, or by electronic communication; said notice to state the time and place of the annual meeting will be at least fourteen days in advance of the meeting. Section 2. Quorums a. A majority of members eligible to vote for any meeting of the Board of Directors present in person, via telephone, video or web-conferencing shall constitute a quorum. b. Ten members shall constitute a quorum at any annual, regular, or special meeting of the membership present in person, via telephone, video or web-conferencing.	c. The date of the annual meeting at which officers and directors are elected shall be set by the board of directors in the first quarter of each year. d. Notice to each member shall be made personally, or by mail, by phone, or by electronic communication; said notice to state the time and place of the annual meeting will be at least fourteen days in advance of the meeting. Section 2. Quorums a. A majority of members eligible to vote for any meeting of the Board of Directors present in person, via telephone, video or web-conferencing shall constitute a quorum. A simple majority of the sitting Board of Directors present and eligible to vote shall constitute a quorum at any regular or special meeting of the board. b. Ten members shall constitute a quorum at any annual, regular, or special meeting of the membership present in person, via telephone, video or web-conferencing.	<i>Separate item – new d.</i> <i>Delete and substitute</i>
ARTICLE VII. AFFILIATION WITH THE WISCONSIN HISTORICAL SOCIETY Section 1. Authority for Affiliation. a. This organization is an affiliate of the Wisconsin Historical Society by virtue of incorporation under the provisions of s. 44.03 of the Wisconsin Statutes, and shall accordingly receive such benefits and meet such responsibilities as are stipulated therein and as may otherwise be defined through mutual consent and through action by the Board of Curators of the Wisconsin Historical Society. b. As an affiliate, this organization is an institutional member of the Wisconsin Historical Society and of the Wisconsin Council for Local History. A representative of the affiliate organization is entitled to a vote of one at all the general meetings of the Society and the Council. c. This organization may terminate affiliation through restatement or amendment of its articles of incorporation and amendment to its bylaws. The Wisconsin Historical Society may terminate affiliation by formal resolution of the Board of Curators, a copy of which shall be deposited with the Department of Financial Institutions. d. The following shall be causes for termination of affiliation by the Wisconsin Historical Society, but extenuating circumstances shall be taken into account before action to terminate affiliation is taken by the Board of Curators: (1) Failure to hold annual elections for three consecutive years.	ARTICLE VII. AFFILIATION WITH THE WISCONSIN HISTORICAL SOCIETY Section 1. Authority for Affiliation. a. This organization is an affiliate of the Wisconsin Historical Society by virtue of incorporation under the provisions of s. 44.03 of the Wisconsin Statutes, and shall accordingly receive such benefits and meet such responsibilities as are stipulated therein and as may otherwise be defined through mutual consent and through action by the Board of Curators of the Wisconsin Historical Society. b. As an affiliate, this organization is an institutional member of the Wisconsin Historical Society and of the Wisconsin Council for Local History. A representative of the affiliate organization is entitled to a vote of one at all the general meetings of the Society and the Council. c. This organization may terminate affiliation through restatement or amendment of its articles of incorporation and amendment to its bylaws. The Wisconsin Historical Society may terminate affiliation by formal resolution of the Board of Curators, a copy of which shall be deposited with the Department of Financial Institutions. d. The following shall be causes for termination of affiliation by the Wisconsin Historical Society, but extenuating circumstances shall be taken into account before action to terminate affiliation is taken by the Board of Curators: (1) Failure to hold annual elections for three consecutive years.	<i>No Change</i>

(2) Failure to submit annual reports to the Wisconsin Historical Society for three successive years. (3) Consistent failure to hold meetings for the membership as set forth in Article VIII, section 2, paragraph a, of these bylaws. (4) Failure to maintain state non-stock corporation and federal tax-exempt status. Section 2. Responsibilities. a. It shall be the responsibility of this organization to submit an annual report to the Wisconsin Historical Society, which shall include the results of annual elections, the names and addresses of all officers and directors, and such other information as may be requested at given times for the purpose of accumulating data for the benefit of this and other affiliated organizations. Such a report may be filed electronically. b. The Wisconsin Historical Society shall be notified in writing or by email of all changes in the articles of incorporation and the bylaws. c. In order to protect the interests of donors and contributors, this organization shall maintain state non-stock corporation and federal tax-exempt status. Section 3. The Role of the Wisconsin Historical Society in Affiliation. a. The Wisconsin Historical Society shall send notices and announcements of the meetings and activities of the state society to the president of the organization whose name appears on the current mailing list, and whenever practical such notices and announcements may be sent to the officers, directors, and staff members of this organization to the extent to which the organization provides the Wisconsin Historical Society with current mailing lists. b. The organization shall receive without charge such publications and periodicals as prescribed by Wis. Stats. 44.03(5). c. To the extent to which staff time and funds permit, the Wisconsin Historical Society shall extend its professional and technical services to this affiliate. Section 4. The Wisconsin Council for Local History. a. This organization shall be a member of the Central region of the Wisconsin Council for Local History, the association of the affiliates of the Wisconsin Historical Society established by the Board of Curators in 1961 through the authority of s. 44.03(5) of the Wisconsin Statutes.	(2) Failure to submit annual reports to the Wisconsin Historical Society for three successive years. (3) Consistent failure to hold meetings for the membership as set forth in Article VIII, section 2, paragraph a, of these bylaws. (4) Failure to maintain state non-stock corporation and federal tax-exempt status. Section 2. Responsibilities. a. It shall be the responsibility of this organization to submit an annual report to the Wisconsin Historical Society, which shall include the results of annual elections, the names and addresses of all officers and directors, and such other information as may be requested at given times for the purpose of accumulating data for the benefit of this and other affiliated organizations. Such a report may be filed electronically. b. The Wisconsin Historical Society shall be notified in writing or by email of all changes in the articles of incorporation and the bylaws. c. In order to protect the interests of donors and contributors, this organization shall maintain state non-stock corporation and federal tax-exempt status. Section 3. The Role of the Wisconsin Historical Society in Affiliation. a. The Wisconsin Historical Society shall send notices and announcements of the meetings and activities of the state society to the president of the organization whose name appears on the current mailing list, and whenever practical such notices and announcements may be sent to the officers, directors, and staff members of this organization to the extent to which the organization provides the Wisconsin Historical Society with current mailing lists. b. The organization shall receive without charge such publications and periodicals as prescribed by Wis. Stats. 44.03(5). c. To the extent to which staff time and funds permit, the Wisconsin Historical Society shall extend its professional and technical services to this affiliate. Section 4. The Wisconsin Council for Local History. a. This organization shall be a member of the Central region of the Wisconsin Council for Local History, the association of the affiliates of the Wisconsin Historical Society established by the Board of Curators in 1961 through the authority of s. 44.03(5) of the Wisconsin Statutes.	No Change
ARTICLE VIII. DISSOLUTION	ARTICLE VIII. DISSOLUTION	No Change

Section 1. Voluntary Dissolution. a. In the event this organization shall be unable to maintain its facilities or to sustain its activities, notice of intent to dissolve shall be sent to the Wisconsin Historical Society. b. Upon ratification by the members of a vote by the board of directors to dissolve the organization the following steps shall be taken: (1) Satisfy all liabilities and obligations; (2) Satisfy all conditions stipulated in agreements with donors; (3) Distribute all remaining assets exclusively for educational purposes to one or more historical societies, libraries, museums, or educational institutions, state, county, town, or municipally operated or incorporated, exclusively for educational purposes in accordance with s. 181.1401 and s. 44.03 of the Wisconsin Statutes and section 501(c)(3) of the Internal Revenue Code. (4) Complete the appropriate legal forms certifying the results of the vote on dissolution and compliance with the above procedures for dissolution and distribution of assets. Section 2. Involuntary Dissolution a. In accordance with the provisions of s. 44.03(3) of the Wisconsin Statutes, proceedings for the involuntary dissolution of the organization may be initiated by the Board of Curators of the Wisconsin Historical Society, if that board determines that, in its opinion, the organization has become inactive or defunct. This may include but is not limited to, a situation in which the organization becomes so inactive that there are no remaining officers, directors, or members to effect voluntary dissolution. b. In the implementation of involuntary dissolution proceedings, title to such property, records, and collections not otherwise provided for in the articles of incorporation and bylaws of the organization or in the agreements of donors shall be vested in the Wisconsin Historical Society and all remaining assets shall be distributed in the same manner as stipulated in paragraph b, Section 1, of this article of the bylaws, with the first offer being made to whatever county or local governmental unit that may have aided the organization financially.	Section 1. Voluntary Dissolution. a. In the event this organization shall be unable to maintain its facilities or to sustain its activities, notice of intent to dissolve shall be sent to the Wisconsin Historical Society. b. Upon ratification by the members of a vote by the board of directors to dissolve the organization the following steps shall be taken: (1) Satisfy all liabilities and obligations; (2) Satisfy all conditions stipulated in agreements with donors; (3) Distribute all remaining assets exclusively for educational purposes to one or more historical societies, libraries, museums, or educational institutions, state, county, town, or municipally operated or incorporated, exclusively for educational purposes in accordance with s. 181.1401 and s. 44.03 of the Wisconsin Statutes and section 501(c)(3) of the Internal Revenue Code. (4) Complete the appropriate legal forms certifying the results of the vote on dissolution and compliance with the above procedures for dissolution and distribution of assets. Section 2. Involuntary Dissolution a. In accordance with the provisions of s. 44.03(3) of the Wisconsin Statutes, proceedings for the involuntary dissolution of the organization may be initiated by the Board of Curators of the Wisconsin Historical Society, if that board determines that, in its opinion, the organization has become inactive or defunct. This may include but is not limited to, a situation in which the organization becomes so inactive that there are no remaining officers, directors, or members to effect voluntary dissolution. b. In the implementation of involuntary dissolution proceedings, title to such property, records, and collections not otherwise provided for in the articles of incorporation and bylaws of the organization or in the agreements of donors shall be vested in the Wisconsin Historical Society and all remaining assets shall be distributed in the same manner as stipulated in paragraph b, Section 1, of this article of the bylaws, with the first offer being made to whatever county or local governmental unit that may have aided the organization financially.	
ARTICLE IX AMENDMENT These bylaws may be amended, revised, or altered, in whole or in part, by a majority vote of both the Board of Directors and by the majority of members present at any regular meeting of the	ARTICLE IX AMENDMENT These bylaws may be amended, revised, or altered, in whole or in part, by a majority vote of both the Board of Directors and by the majority of members present at any regular meeting of the	<i>No Change</i>

Society, providing the amendment, revision, or alteration has been presented to the Society one month previous to adoption. Any member may propose an amendment at a regular meeting of the Society, and it must be presented for adoption at the next general meeting. ADOPTION The foregoing revised Bylaws of this corporation were adopted November 26, 2018; and amended November 25, 2019, November 30, 2020 and March 20, 2023.	Society, providing the amendment, revision, or alteration has been presented to the Society one month previous to adoption. Any member may propose an amendment at a regular meeting of the Society, and it must be presented for adoption at the next general meeting. ADOPTION The foregoing revised Bylaws of this corporation were adopted	
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