

Port Norris Historical Society  
Annual Board Meeting  
October 9, 2018

Attendance: Alvina B., Eileen B, Ginny C., Rachel C., Gloria G., Faye H., John H., Liz H., Mary Linda L., Sam R. (Absent: Dick S.)

A special meeting of the Port Norris Historical Society Board of Trustees was called to order at 6:35 pm by President, Rachel Cobb.

Rachel C. stated the need for additional Board members to be on the bank documents as persons authorized to sign the PNHS checks. Our check signing policy requires two signatures and there are times when a check is needed yet no one is available to sign. As of this meeting, Fay H., Liz H., and Dick S. are the only members authorized by the PNHS to sign checks. Ginny C. and Sam R. have volunteered to be additional signers. They are both current members of the Board of Trustees and are members in good standing. Accepting Ginny and Sam as additional persons authorized to sign checks, we now have better accessibility when needed.

Pres. Rachel C. distributed copies of the two amendments and presented them for a first reading to the Board members.

*Amendment to Article IV, Section I - Purpose: to increase the number of Trustees from five (5) to seven (7).*

Rachel explained the reason for increasing the number of Trustees is the general membership is growing and we need to maintain a quorum. With two additional Trustees, there are more voices and flexibility. Following a brief discussion, a motion was made by Sam R. to accept the changes in the number of Board of Trustee

members from five (5) to seven (7). Eileen B., seconded the motion and it unanimously carried a yes vote.

*Amendment to Article IV – Purpose: Creation of the position of Honorary Trustees which shall be noted as Section 2 and shall read as follows:*

*It shall be the decision of the Governing Board to invite a current sitting Trustee to transition to an Honorary position. The decision shall be made by a full vote of the Board. This shall be a life-time position or may end at the request of the individual.*

*An Honorary Trustee shall convey an ongoing relationship with the Board, and that person shall continue to serve as an ambassador of the organization.*

*Honorary Trustee shall have no fiduciary responsibilities, shall not be required to attend meetings, not count toward a quorum, have no voting power and may be excluded from executive sessions of the Board. The Honorary Trustee shall act as a representative of the institution when desired by the Board, and can serve as a valuable source of wisdom and institutional memory.*

Rachel C. explained why this amendment is important to add to the existing By-Laws. After discussing briefly, a motion to add the new amendment was made by Alvina B., and seconded by John H. A unanimous vote approved the amendment addition to the By-Laws.

Rachel informed the Board members that both amendments will be added to the By-Laws if approved by vote of the general membership this evening. These amendments will take effect in November 2018.

New Board of Trustees members will take office in January 2019 after the general membership elections in December 2018.

The special meeting was adjourned by Rachel C. prior to the general membership meeting.

Mary Linda Lacotte,

Assistant Secretary