



nevada museums association

Bylaws

NRS 86.010 through 86.080

As Amended: October 7, 1999; October 18, 2003; October 8, 2014

Article One: Membership

There shall be three categories of membership in the corporation:

A. Institutional Membership

Open to any institution in Nevada conforming to the definition of a museum as set forth in Article Two.

B. Association Institutional Membership

Open to any institution or organization which supports the aims and objectives of the corporation as set forth in Article Two of the Articles of Incorporation.

C. Individual Membership

Open to any individual who supports the aims and objectives of the corporation as set forth in Article Two of the Articles of Incorporation.

Article Two: Definition of Museum

For the purposes of this Association, a museum shall be defined as an organized, nonprofit institution, essentially educational in nature, which owns or utilizes tangible objects, cares for them, and exhibits them to the public on some regular schedule.

Article Three: Officers

General officers of the corporation shall be: a President, a First Vice President, a Second Vice President, a Secretary, a Treasurer, a Website and Social Media Editor, and a Newsletter Editor. All officers shall be elected for a term of approximately two years by the general membership at the annual meeting. All of these positions shall be unpaid.

A. President

The President shall be the chief executive officer of the corporation and shall preside at all annual meetings and Executive Committee meetings. The President shall direct the business of the corporation and, as required, shall establish standing and ad hoc committees, with an appointed chairperson, to focus on specific areas of concern. The President shall be an ex-officio member of all standing committees. The President shall appoint officers to fill vacant positions on the Executive Committee until the next annual meeting. The President shall ensure that the corporation's financial accounts are audited annually.

B. First Vice President

The First Vice President is the President-elect and automatically succeeds to the President's position on the expiration of the President's term of office. The First Vice President shall cooperate with and assist the President in the performance of his/her duties and shall perform the duties of the President in his/her absence. In the event of vacation of the President's office, the First Vice President shall assume this office for the remainder of the unexpired term.

C. Second Vice President

The Second Vice President shall be responsible for maintaining membership records and for the collection of dues which shall be turned over to the Treasurer.

D. Secretary

The Secretary shall keep a written record of minutes, of all annual and Executive Committee meetings, and shall be responsible for any corporation correspondence. The Secretary shall also deposit the corporation's records periodically with the Nevada Historical Society in Reno, Nevada, as stipulated in Article Eight of the Articles of Incorporation.

E. Treasurer

The Treasurer shall manage the finances of the corporation; receive member's dues; disburse payments on bills, administer rents; upon request, submit progress reports and quarterly financial statements to the Executive Committee, and submit an annual financial report to the membership at the annual meeting. The Treasurer shall also be responsible for filing any federal or state reports or returns required by law.

F. Website and Social Media Editor

The Website and Social Media Editor shall manage the corporation's website and social media communications.

G. Newsletter Editor

The Newsletter Editor shall be responsible for the production and distribution of the Nevada Museums Association newsletter, on a schedule set by the full Board of Officers.

H. Membership Reports

The officers of the corporation shall submit a collective report to the membership at the annual business meeting or disseminate to the membership in alternative form.

I. Records

All records generated by the officers of the corporation in conducting corporation business are considered the property of the corporation and shall be passed along to the new officers at the conclusion of the annual business meeting as which new officers are elected.

Article Four: Committees

There shall be an Executive Committee, Program Committee, and a Nominating Committee.

A. Executive Committee

The Executive Committee shall consist of the seven officers designated in Article Three plus the Chairperson of the Program Committee. The Executive Committee shall be empowered to conduct the business of the corporation between annual meetings, including the fixing of a three year calendar of forthcoming annual meetings.

B. Program Committee

The Program Committee shall consist of three persons, one of whom shall be a representative of the host institution. The Program Chairperson shall be appointed to a one-year term by the President of the corporation, following selection of the location of the next annual meeting by the general membership. The Program Chairperson shall appoint no fewer than two members to form a Program Committee. In addition to attending meetings of the Executive Committee, the duties of the Program Chairperson shall be to arrange and conduct the annual meeting in coordination with the Executive Committee.

C. Nominating Committee

The Nominating Committee shall exist as defined in Article Five.

Article Five: Nominations and Elections

A. Nominating Committee

No less than six (6) months prior to an annual meeting at which an election is to be held, a Nominating Committee of three members shall be appointed from the membership at large by the President, with the approval of the Executive Committee. The Nominating Committee shall verify that nominees have accepted the nomination.

B. Nominations

Nomination procedures shall be as follows:

1. The Nominating Committee shall nominate at least one candidate for First Vice President, Second Vice President, Secretary, Treasurer, Website and Social Media Editor, and Newsletter Editor. Only individual members in good standing shall be eligible for nominations as officers of the corporation.
2. By letter addressed to the Secretary, postmarked no less than sixty (60) days prior to the annual meeting, any voting member may nominate himself/herself or any other member for office in the corporation provided that the individual is a voting member in good standing of the corporation.

C. Ballot

Balloting procedures shall be as follows:

1. Those individuals nominated and who have accepted the nomination shall constitute the ballot which shall be mailed only to Institutional and Individual members in good standing at least thirty (30) days in advance of the annual business meeting.
2. Ballots shall list the names of those who have accepted the nomination. If possible, a brief biography and statement of purpose for each nominee shall be provided.
3. All ballots returned by the members casting votes for officers shall include the name and affiliation of the voting member on the return envelope. The Secretary may receive ballots by mail or by hand up to six (6) hours prior to the annual business meeting.

D. Elections

Election procedures shall be as follows:

1. Election ballots shall be tabulated by the Secretary. Those nominees receiving the highest number of votes for each office shall be elected. The Secretary shall announce the election results to the membership before the conclusion of the annual business meeting.

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2. Election ballots shall be preserved by the Secretary for six (6) months after the annual meeting. Any voting member of the corporation shall have the right to inspect the ballots and tabulations during that period.
3. Those nominees elected shall serve a term of approximately two years, depending on the variability of the dates of the annual meeting. Elected nominees shall take office at the conclusion of the annual meeting. If for any reason elections cannot be conducted or if the results of the voting are not complete, the current officer shall continue in office until a successor has been elected.
4. The President and First Vice President shall not be elected to the same position more than once without being out of that office for at least one complete term. Officers who have finished one half or less of the term of a previous officer shall be entitled to re-election. Any officer may be removed from office by vote of not less than two-thirds of the voting members present at the corporation's annual business meeting.

Article Six: Meetings

A. Annual Conferences

Annual conferences shall be held at a time and place approved by the general membership. The annual conference shall consist of an education program and a business section. A quorum at the business session shall consist of the members present. All members shall be notified by mail of the time and place of the annual meeting at least thirty (30) days in advance.

B. Executive Committee Meetings

Executive Committee meetings shall be held in conjunction with the annual meeting and at least one other meeting during the year shall be held at a time and place to be agreed upon. Members of the Committee shall be notified of the time and place of all meeting at least two weeks in advance. A quorum of the Executive Committee shall consist of four members.

C. Rules of Order

Meetings of the corporation and its Executive Committee shall be conducted according to procedures specified in the most recent edition of Robert's Rules of Order.

Article Seven: Finances

A. Dues

The schedule of dues for the various categories of membership shall be recommended by the Executive Committee and voted on by the general membership at the next annual business meeting. As of January 1, 1990, annual dues shall be payable January 1 of each calendar year.

B. Fiscal Year and Disbursements

The fiscal year of the corporation shall correspond to the calendar year. Funds accruing from membership and other sources shall be disbursed and accounted for by the Treasurer. No officer of the corporation shall obligate the organization for a greater expenditure in one year than the total amount of anticipated income for the current year. Any encumbrance of expenditures in excess of \$100 shall require the prior authorization of the Executive Committee.

C. Grants

Grants may be solicited to assist in meeting the aims and objectives of the corporation. Any grant application must receive the written approval of the President prior to submission. Without this written permission, no application for grants shall carry the name of the corporation.

D. Audit

The corporation's accounts shall be audited annually. Two members of the Executive Committee, the Treasurer excluded, may serve as auditors.

Article Eight: Books and Records

All records accumulated by the corporation, its Committees, and Sub-Committees which are more than two calendar years old at the time of the annual business meeting shall be deposited at the Nevada Historical Society in Reno, Nevada, under the terms and conditions of the agreement between the corporation and the Nevada Historical Society. It shall be the responsibility of the officers of the corporation and all committee chairpersons to pass such records to the Secretary at the time and place of the annual business meeting. It shall be the responsibility of the Secretary to deposit such records annually.

Article Nine: Amendments

The Constitution and Bylaws may be amended by a two-thirds affirmative vote of all Institutional and Individual Members present and voting at the annual meeting. All proposed amendments shall be submitted in writing to the membership at least thirty (30) days prior to the annual meeting.

Article Ten: Termination

Should the corporation at any time terminate or cease to exist and function, the title to all assets of whatsoever kind shall be transferred to the state museum known as the Nevada Historical Society in Reno.