

Oconto County Historical Society
Board of Directors Manual

APPROVED March 28, 2019

MISSION STATEMENT – OCONTO COUNTY HISTORICAL SOCIETY

The mission of the Oconto County Historical Society is to promote an appreciation of the rich history of Oconto County through exhibits, collections, programs, and activities and through the preservation of artifacts, archeological and historic sites.

A HISTORY OF THE OCONTO COUNTY HISTORICAL SOCIETY – 2016

BEYER HOME

The Beyer Home was built in 1868 by Cyrus and Kitty Hart; it is believed to be one of the first brick homes in the county with the bricks being shipped to Oconto from De Pere. The building passed through several owners before becoming the home of George and Fannie Beyer in 1881. Though the original structure was an Italianate-style, the Beyers remodeled it into a Queen Anne-style home adding a wrap-around porch, three-story tower room and entry, a south bay addition, and new windows, many of which included leaded glass.

George Beyer died in 1922. During the depression Fannie and Mildred's family were not able to keep the house so they deeded the house to the county in 1941. The county turned it over to the county historical society, formed in 1940, with the stipulation that it become a museum for all to enjoy. During the 1970s, the society undertook a complete interior restoration of the home to the 1890s. Now the building is open to the public as a fine example of how the small town wealthy lived. It was placed on the National Register of Historic Places in 1979.

ANNEX

In 1952 Donald Baldwin came upon human remains to the west of Oconto near Susie's Hill. This presented an issue to the Oconto County Historical Society about how to display best the artifacts that were unearthed. Up to this time the rooms in the Beyer Home Museum had various displays such as military and religious. This was not the ideal presentation of the home or the artifacts. It was proposed, then, to build another building on the grounds that would accommodate items that did not fit in the home, as well as serve as an office and meeting area.

Donations were first solicited in 1954. Jeannette Holt pledged \$5000 to honor her father, W. A. Holt. On July 8, 1955 a committee met to settle on a plan. The plans originally called for the front room to be divided into several areas, but the present layout was finally selected, except for the Waters of Oconto County room. Several portions of the annex building were salvaged from area structures. Most of the store fronts in the Main Street display were taken from actual stores in Oconto. Doors and wainscoting from the Oconto County Courthouse were installed upstairs. The front door was taken from the Joseph Hall house. Bricks from the Pierce Hotel were used to face the building.

Although the Society did not have all the funds needed they decided to break ground on September 9, 1957, with confidence that funding would be found. The last payment was made from the building account in September 1958. A balance of \$10.93 was left when the account was finally closed in 1960.

In 1978 it was decided to make two additions to the Annex. One was a chapel on the west side. An extra room was also added to the north side, called the Wellington-Wilson addition, and displayed artifacts from those two Oconto County families.

In 1979 the OCHS Board honored Jimmie Hall by renaming the building the George E. Hall Annex. Duane Ebert said to Mr. Hall at the dedication "For a lifetime of devotion to a cause, to a community, to people, and for an ideal, it is only fitting and proper that we should dedicate this day, and this building to Jimmie Hall. For all here, and for me may this honor to you express our appreciation and admiration."

After issues with leaking and flooding the 1978 additions were removed in 1981 and a new addition was put on the west end that was better connected and more stable. It houses the Waters of Oconto County Exhibit. The Copper Culture displays were moved to the Werrebroeck home at the Copper Culture State Park when it was opened in 1982.

It was almost 30 years since any real change was made to the George E. Hall Annex. With the refurbishment of the Society's vehicles an improvement to the facilities was needed.

CARRIAGE HOUSE ADDITION

Restoration of vintage vehicles belonging to OCHS began in September 2012 when the Studebaker fringe-top surrey was moved from the crowded urban barn to David Retzlaff's workshop. Once David's restoration was complete, it became apparent that it was not wise to return the vehicle to the barn that lacked climate control and protection from animals. Thus began the drive to build an addition to the George E. Hall Annex to house properly the vehicles in the collection. David Retzlaff chaired the committee to build the addition and acted as the Society's contractor representative for the project. During the project David restored several other of the Society's antique vehicles. The Grand Opening of the Carriage House on May 12, 2016 was the culmination of countless volunteer hours and many generous donations. The 5,200 square foot addition boasts a meeting room with warming kitchen, gift shop, and amenities. The display room showcases the vehicles in the collection, many of which have been beautifully restored. Exhibit text and photos enhance the experience.

The collection includes a dugout canoe and birch bark canoe traced to indigenous tribes in the area. Other water vehicles include an ice sleigh used by local Norwegian fishermen and a Cruisers boat donated by KCS International. The horse-drawn vehicles on display include a road cart, a drop-front phaeton, a Studebaker fringe-top surrey, a leather-top surrey, a five-glass landau, and a Studebaker water wagon. Two cutters and a two-seated sleigh are also exhibited. Motorized vehicles include a 1911 Waverley electric car and a 1931 Detroit Electric car, as well as a 1958 Ford Fairlane 500 hard-top convertible owned by Leon Bond. Displays featuring a four-foot model ship given by Cyrus Hart, a fire hose cart, the Park Avenue Circus, the Oconto Brewery, the Bond Pickle Company, the Stanley Toy Factory and the history of migrant workers in Oconto County complete the exhibits.

LOG CABIN

The log cabin was built in Pensaukee by a Schmidt family. There were several owners and occupants until 1970 when Reuben LaFave, State Senator, bought it and moved it by boat along the bay to his property north of the harbor. In 1997 a new owner of the property planned to burn it in order to develop the land. The OCHS was able to buy it and move it to the Beyer Home Museum grounds. Don Denor and Bill Yudes lumbered the logs so reassembly would be easier, moved the pieces and reassembled the cabin on the Society's grounds. The dedication for the newly restored cabin was in 2001.

TANK

Following World War II the Oconto American Legion post wanted to do something to commemorate soldiers who had served in the armed forces during the war. Obsolete military surplus vehicles were aplenty and could be acquired for little or no cost. They decided a Sherman Tank would serve as an appropriate monument and reminder to future generations of the wartime sacrifices made by American soldiers. They found one at the Wisconsin National Guard that could be had for a "\$100.00" decommissioning fee. Stripped of most equipment, the already rusting tank still ran, but there was a problem. The tank was in New Richmond, 280 miles away. How would they get it to Oconto? After all, a Sherman tank weighs 34 tons, not something one can just throw on a conventional pull behind trailer. Their solution is now famous. A group of four Oconto Legionnaires, Sandy McTavish, Bob Schmidt, Doug Bake and Jim Lane, would drive the tank across Wisconsin to Oconto! In November of 1957, after obtaining a special permit they drove as far as Pound

arriving near the end of the second day. Since they couldn't drive in the dark, final delivery to Oconto had to wait until the next day. The journey consumed 400 gallons of fuel before the tank arrived at its display location at the Oconto Legion Golf Club. The following spring the Legion's tank appeared in the Memorial Day parade and was the talk of the town. Finally, officially decommissioned by the Army, the tank was welded shut, never to run again. It served as a WWII monument at the Legion Golf Course grounds for fifty years.

Late in 2006 the Legion post decided to move to a new location and their now historic tank monument needed to move as well, but where to put it, and once again, how to move it! After considering several locations the Legion approached the Oconto County Historical Society and Oconto County about placing the tank on the Beyer Home Museum grounds where it could permanently serve its intended purpose. Meetings were held and approval given. Neroco Engineering of Oconto donated use of a crane and flatbed truck and the tank was lifted and moved to its new home near the Gazebo facing Arbutus Street. The Legion is maintaining the tank as part of the agreement. Decades earlier the Society had dedicated this area in honor of the County's veterans. In the following spring the Legion erected a flag pole and commemorative brass plaque at the location. A re-dedication ceremony was held that year.

GAZEBO

The gazebo is a memorial to honor Captain John Martin Kerkhoff of the United States Air Force. He was a navigator during the Vietnam War.

The gazebo was given by Kerkhoff's mother, Mrs. Martin Kerkhoff and built by the students in the manual arts department at Oconto High School in 1987.

It was first placed on the grounds of the Farnsworth Library. When the new library addition was built in 1993, the gazebo was moved to the Oconto County Historical Society Beyer Home grounds.

The WWII tank, the flagpole, and the gazebo are now under the care of American Legion Post #74.

COPPER CULTURE STATE PARK

Copper Culture State Park was established after discovery in 1952 of artifacts relating to the Old Copper Culture. These artifacts date from about 4000 to 3000 BC. A burial ground of North America's earliest metal users, the Oconto Site is the oldest dated cemetery in eastern North America. Admission is free. A foot trail leads from the parking area to a stone monument at the location of the burial ground. It was added to the National Register of Historic Places in 1962.

HOLT & BALCOM LOGGING CAMP MUSEUM

The Holt and Balcom Logging Camp No. 1 was built in 1881, and it continued in use until 1929; it was one of the last in the area to close. We believe it is the oldest logging camp in the United States still standing on its original site. In 1949 the camp was given by the Holt Lumber Company to the Oconto County Historical Society. In 1970 the camp passed to the McCaslin Lions Club which restored the building and began offering tours. In 2007 the Oconto County Historical Society again became the owner of the camp, and in 2008 the Society undertook a major renovation which was completed in 2013. Kathie Marsh took on the job of fund-raising for the renovation, which cost more than \$130,000. She developed relationships with the Holt descendants, organized events, and wrote scripts for productions.

The camp is open for school tours in the spring, and it is open to the public on Saturdays from Memorial Day through Labor Day, and by appointment. The Camp Curator is Bob Brown and the Camp Director is Kathie Marsh.

Board Member Role Description

DUTIES OF MEMBERS OF THE OCONTO COUNTY HISTORICAL SOCIETY BOARD OF DIRECTORS

Members of the Oconto County Historical Society Board are expected to:

Put a high priority on attending monthly Board meetings, as well as events conducted by the Society.

Keep current on the minutes and treasurer's reports.

Help coordinate and arrange events as needed.

Help work at events as needed.

Support Society efforts to maintain the buildings and artifacts of the OCHS.

Duties of President. The principal duties of the president shall be to preside at all meetings of the board and the executive committee and, except when another officer is authorized to do so, to sign all documents which call for execution on behalf of the organization.

Duties of Vice-President. The vice-president shall undertake any special assignments given him or her by the president or the board. During the absence or disability of the president, the vice-president shall carry out the duties of the president to the extent determined by the board. Following the resignation, removal from office, or death of the president, the vice-president shall assume that office.

Duties of Secretary. The secretary shall keep appropriate records of the meetings of the organization, the board, and all of its committees and undertake any special assignments given him or her by the president or the board. The secretary shall be the custodian of all corporate records of the organization, including such fiscal records, or copies thereof, as originate or are filed with the organization.

Duties of Treasurer. The treasurer shall ensure that all financial assets and income of the organization are fully accounted for and that all of its disbursements are authorized and made consistent with law, board policies, or the specific requirements of a particular fund. The treasurer shall be responsible to the board in matters of financial policy and shall make reports at each board meeting.

The Board of Directors of the Oconto County Historical Society strives to serve in three modes:

- Watchful: Ensures that policies and procedures of the organization are followed
- Planning: Conducts program planning including organizing work teams and committees around strategic priorities
- Creative: Anticipates future trends – “Who are we reaching, how well are we doing, how can we do better?”

Purpose:

- Board Members make a commitment to the residents of Oconto County to serve as a liaison, and act on their behalf in a decision-making role
- Board members preserve artifacts and documents of local historical significance, and to explore the historical and cultural interests of people at the local level, and to assist in conducting programs to meet those interests.
- Represent the organization in a positive manner to the public and to private industry.

Time Required:

- Directors hold a three-year elected term (6 two-hour meetings per year)
- Directors will also serve on at least one of the three committees of the Society, but no more than two (6 two-hour meetings per year—alternating months with Board meetings).
- Directors are expected to read and understand all materials for the consent agenda sent in advance of the board meetings. Questions before and during board meetings are encouraged.

Qualifications:

- Ability to set priorities and assume responsibilities
- Committed to working in a respectful, welcoming environment

Oconto County Historical Society Policies

A. Guides

1. Only guides approved by the Board of Directors of the OCHS and trained by the Artifacts Committee and Guide Coordinator may guide at the Beyer Home complex.
2. An annex key will be issued to each guide for use during the tour season. Guides are to turn in their keys to the Guide Coordinator at the end of the season. Lost keys are to be reported to the Guide Coordinator immediately.
3. Guides will report their hours to the treasurer on time sheets supplied by the OCHS. They will be paid monthly. Social Security, Medicare, and federal taxes, when applicable, will be withheld.
4. Guide salaries will be determined by the Board of Directors of OCHS and reviewed annually at the August Board meeting.
5. A list of all persons holding Annex and Beyer Home keys will be placed in the Annex desk and a copy given to the current president and secretary.
6. Guides are required to adhere to the Guide Job Description/Dress Code policy.

B. Admissions/Hours

1. Individual admission rates:
Adults 4.00
Students (Age 6-18) 2.00
Children under age 6 Free
Family 10.00
2. Group admission rates:
School age 1.00
Adults 3.00
Chaperones, Tour Free
Director, Bus Driver
3. The museum is open Noon to 4 pm on Monday, Wednesday, Thursday and Friday and 10 am to 4 pm on Sunday, from June 1 through Labor Day. Group tours are available by appointment with the Guide Coordinator from May 1 to October 15.
4. The U.S. and state flag are to be flown during open hours and proper flag etiquette is to be observed.

C. OCHS Expenses

1. OCHS will pay registration fees for members attending conferences on behalf of the Society. OCHS will pay the mileage reimbursement rate allowed by the Internal Revenue Service (\$.58 per mile in 2019) for those members who attend approved workshops, conventions, and society-related events other than regularly scheduled board or general membership meetings.

2. Reimbursement for society-related expenses incurred by officers, directors, or the County Historian will be subject to Board approval.

D. Artifacts and Records

1. OCHS owned clothing and artifacts are not to be loaned for any purpose other than special historical exhibits.

2. OCHS original records, photographs, and documents will not be loaned. The sale of copies may be made following Board approved guidelines.

3. The OCHS will accept artifacts approved by the Artifacts Committee and will follow procedures established by the State Historical Society.

4. Artifacts will not be accepted by OCHS as loans unless for a temporary exhibit. A receipt will then be given to the person(s) loaning the article(s).

E. Membership and Meetings

1. A current alphabetized list of OCHS members will be placed on file with the President, the Membership Chair, and the Secretary.

2. Current yearly membership dues are:

Individual \$15 to \$250

Family \$30 to \$250

Benefactor \$250 or more

3. A list of life memberships approved by the Board will be placed on file with the President, the Membership Chair and the Secretary.

4. Semiannual membership meetings are to be held in a public meeting facility to allow convenient access by all, including physically handicapped individuals.

5. A Board approved honorarium will be paid for program presentations.

F. Use of the Buildings and Grounds

1. Functions may be held in the buildings and on the grounds subject to Board approval. No functions other than guided tours will be held in the Beyer Home or Log Cabin.
2. The serving of any food or refreshments is limited to the Annex, Gazebo and the grounds. No person who is consuming food or refreshments may enter the Beyer Home or Log Cabin.
3. Those individuals or groups using the Annex are expected to set up for their event, furnish their own materials, clean up, remove refuse and replace any furniture moved for their event.
4. An OCHS approved person must be present to open, supervise, and lock the Annex when used by another group.
5. Fire laws prohibit smoking in any of the OCHS buildings.
6. Groups using the buildings and grounds are liable for any damages incurred during use.
7. The OCHS suggests a \$50.00 donation for use of any of the Beyer Home Museum grounds unless the OCHS is hosting or sponsoring the event.
8. Individuals or organizations authorized by the OCHS to use the grounds and facilities are subject to these policies.
9. Candles and kerosene lamps are lighted for OCHS functions only and are under the supervision of the Artifacts Committee. Fireplaces are not to be used.
10. Individuals or groups co-sponsoring an event with OCHS shall do so only with the agreement and supervision of the Board of Directors.
11. Individuals or organizations conducting an event in the buildings or on the grounds are required to carry their own liability insurance.

Memorials

The OCHS will donate a memorial to an OCHS fund or make such other gesture as determined by the board in honor of a deceased board member, the member's spouse or child, a contributor of more than \$1000, or someone who has given many years of service to the Society.

OCONTO COUNTY HISTORICAL SOCIETY BY-LAWS

Updated 2016

PREAMBLE

These by-laws shall supersede all previous by-laws 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 Secretary of State under which this organization is incorporated as a non-stock, non-profit corporation affiliated with the State Historical Society of Wisconsin 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.

ARTICLE I. PURPOSES AND OBJECTIVES

As stated in the articles of incorporation the purposes of this organization are exclusively educational and shall be to preserve, advance, and disseminate, in the manner hereinafter prescribed, knowledge of the history of Oconto County.

Section 1. Libraries, Museums, & Historic Sites

- a. As time and circumstance and the will of the members dictate, this corporation may establish and operate a local history museum, a local history library, and one or more historic sites. These facilities may be combined into one facility or may be separate facilities. Singly or in combination they may be developed and operated in cooperation with any other educational organization, city council, county board, or state or local agency or such civic or patriotic organizations qualifying for affiliation under the provisions of section 44.03(2) of the Wisconsin Statutes.
- b. To the extent to which human and financial resources shall permit, practices and procedures in the collection, accessioning, cataloging, use, and display of museum and library materials shall be consistent with standard site, museum and library practices and procedures such as those recommended by the Office of Local History and other departments of the State Historical Society.
- c. The president shall cause applications for state and federal tax exempt status to be made, and such status shall be required by the Internal Revenue Service and the Wisconsin Department of Revenue.

Section 2. Research and Publication

- a. The resources of this organization may be used for research and publication ranging from projects in oral history and historic sites inventories, maps, and marking to the printing and distribution of newsletters, periodicals, books, and such other literature as may relate to state or local history.
- b. Books and research materials and such other literature or publications related to state or local history not created by this organization may be purchased for the organization's library or museum.
- c. The purchase of books and literature described in the foregoing paragraphs may also be made for resale or for free distribution to members, schools, libraries, and such other institutions as may be determined by the board of directors.

Section 3. Other Programs and Activities

- a. The expenditure of funds to pay for speakers and other expenses of meetings and special events for the membership and/or for the general public; for tours; for junior historian projects; for miscellaneous museum, site, and library related activities and administrative and operating costs; and for such other programs, projects, or activities for the furtherance of the purposes for which this organization is incorporated may be made in the manner approved by the Board.

ARTICLE II. MEMBERSHIP

Section 1. Qualifications

- a. Any person, institution, or organization may become a member of this corporation upon payment of the dues stipulated for the classification of membership for which the applicant applies.
- b. Membership shall terminate automatically for non-payment of dues on December 31. Memberships terminated for non-payment of dues shall be reinstated as of the date payment is made.
- c. Chapter membership shall be provided in Article VII.

Section 2. Classification & Dues

- a. Memberships shall be set by board policy.
- b. The annual dues for each class of membership shall be set by Board policy.
- c. Life members may be elected upon vote of the board of directors in recognition of outstanding service to the society. Life members shall pay no dues.

Section 3. Voting and Privileges

- a. All adults 18 years and older who are members in good standing have 1 vote.
- b. Each adult included in the family membership shall be entitled to the same voting rights and privileges as pertain to the *individual* membership.
- c. Each chapter in good standing shall be entitled to the number of votes at all membership meetings as provided in the following schedule:

Number of Adult Members	Number of Votes
1 – 25	1
26 – 50	2
51 – 75	3
76 – 100	4
101 – 150	5
- d. Business and professional memberships shall be entitled to one vote.

ARTICLE III. BOARD OF DIRECTORS

Section 1. Composition of the Board

- a. The Board of Directors shall consist of nine (9) directors at large and those officers to whom board status is imputed under the provisions of Article IV of these by-laws. The total number of members on the Board of Directors, including officers and directors at large, shall be thirteen (13).
- b. Elections to the board shall be in accordance with the provisions of Article V of these by-laws.
- c. The presidents of other historical societies and chapter chairmen shall be ex officio members of the board of directors with the right to attend all open meetings of the board and to enter into discussion in the interest of inter-organizational communication and cooperation but shall not have the right to vote at such meetings nor shall they be counted in establishing quorums.
- d. Other honorary and/or ex officio appointments to the board of directors may be made as the board shall see fit. Neither voting privileges nor the chairmanship of standing committees shall be extended to honorary or ex officio appointments.

Section 2. Powers of the Board

- a. The Board of Directors shall have the power to conduct the affairs of this organization and to delegate such authority as is not otherwise set forth in these by-laws. This shall include the approval and authorization of the expenditures of the organization; the hiring and termination of employment of staff members; and the creation and implementation of policies for the development, operation, and maintenance of facilities.

- b. The Board of Directors shall have the power to create or terminate an executive committee, special boards of trustees or advisors, and such permanent and special committees as are deemed necessary and which shall include a membership committee, a nominating committee, a program committee, a publicity or public relations committee and such accessioning and cataloging and museum and library committees as shall be required. The manner in which committee members shall be appointed shall be set forth in the regulations and proceedings.

ARTICLE IV. OFFICERS

Section 1. Classification of Officers

- a. The officers shall be a president, vice-president, secretary, and treasurer and such officers shall be members of the board of directors for the duration of the term for which they are elected.
- b. Other officers may be appointed without board rank as the Board of Directors may determine.

Section 2. Duties

- a. 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 offices of board rank including directorships may be combined with the exception of secretary and treasurer.
- b. All officers and directors at large shall familiarize themselves with these by-laws 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.

ARTICLE V. ELECTIONS

Section 1. Directors at Large

- a. Directors at large shall be elected by the members at the annual meeting of the organization. At the first election of directors at large one third shall be elected for a period of one year, one third shall be elected for a period of two years, and one third shall be elected for a period of three years so that thereafter one third of the directorships at large shall become vacant each year and elections to these vacancies shall be for a period of three years.
- b. Vacancies among the directors at large occurring before the expiration of their term shall be filled by election of the Board of Directors and those so elected shall complete the term of the director at large they replace.
- c. Any member of the Board of Directors at large who misses two (2) successive board meetings in any year without valid excuse shall have his directorship terminated.
- d. Any member of the Board of Directors at large who have served two (2) full terms shall be ineligible for re-election until one (1) year has elapsed.

Section 2. Officers

- a. Officers with board rank – president, vice-president, secretary, treasurer – shall be elected by the Board of Directors at a special meeting of the board within 30 days following the annual meeting to serve for a period of three (3) years or until their successors are chosen.
- b. Vacancies in all offices occurring before the expiration of the specified term of office shall be filled by election by the Board of Directors and those so elected shall hold office until the next scheduled election for that office.
- c. Any officer who has served two (2) full terms of three (3) years shall be ineligible for re-election until one (1) year has elapsed.

Section 3. The Nominating Committee

- a. The nominating committee shall prepare tickets of candidates for vacancies at each special or regular election of officers and directors. The slate shall contain only one name for each vacancy. The presentation of the slate at the election meeting shall constitute the report of the nominating committee.
- b. The nominating committee shall also be responsible for the distribution and counting of ballots at the election meetings. The presiding officer may announce the results of the election after the tabulation has been completed, or he may request that the chairman of the nominating committee shall announce the results.

ARTICLE VI. MEETINGS

Section 1. Meetings of the Board of Directors

- a. The Board of Directors shall meet periodically on a date determined by the Board of Directors with a minimum of six (6) meetings per year. Special meetings of the board may be called by the president or by any three members of the board, and each director shall be notified in person or by mail as to the time and place of such meeting.
- b. Seven (7) members of the Board of Directors present and eligible to vote shall constitute a quorum at any regular or special meeting of the board.

Section 2. Meetings of the Membership

- a. The annual meeting of this organization shall be held between November 1 and November 15 of each year. The date of the meeting will be determined by the Board of Directors by August 1 of same year. Members of the Society shall be notified by mail of the annual meeting.
- b. Special meetings of the membership may be called by the president on the instruction of the Board of Directors, or upon the written request of seven (7) members. When a special meeting

of the members is called, members shall be notified as to the time and place and purpose of the meeting by the written notice.

- c. Thirteen (13) members present shall constitute a quorum at any annual or special meeting of the membership.

ARTICLE VII. CHAPTERS

Chapters of the Oconto County Historical Society may be organized in Oconto County or elsewhere in the State of Wisconsin as integral parts of the corporate structure of the society in accordance with the following provisions.

- a. Any non-incorporated group of individuals wishing to form a chapter of the Oconto County Historical Society shall submit a written application to the Board of Directors of the society. The application shall include the name of the chapter, its principle location, a statement of its specific goals and objectives, and a list of the names and addresses of its organizers and shall be signed by a chapter chairman elected by the organizers.
- b. The Board of Directors shall act on the application at its next scheduled meeting or at a special meeting convened for that purpose, and the president of the society shall notify the chapter chairman of the action of the Board within seven days after action is taken. Reasons for probable deferral or rejection of the application shall be included in the letter.
- c. Within fourteen days of notice of acceptance the chapter chairman shall forward a list of the members of the chapter to the president of the society along with their addresses and phone numbers and shall enclose a chapter membership fee of \$1.00 for each name on the list as determined by Article II. Sec. 2b. of these by-laws. Annually thereafter the chapter chairman shall submit a chapter membership roster with the appropriate sum for chapter membership fees on or before the last day of December of each year.
- d. The chapter chairman shall also submit an annual report on the activities of the chapter orally at the annual meeting of the society or in writing addressed to the president of the society at least one week before the annual meeting and such report shall be entered on the minutes of the meeting. Failure to deliver such report shall be just cause for the Board of Directors to consider revocation of chapter status. If an oral report is given, a written copy shall be submitted to the secretary.
- e. Each chapter shall be autonomous in the conduct of its internal affairs, shall conduct its own meetings at places and date of its own choosing, and shall elect its own officers. Such officers shall include a chapter chairman, a vice-chairman, a secretary, and a treasurer except that the offices of secretary and treasurer may be combined into one office. The chairman of each chapter shall also be an ex officio member of the Board of Directors of the county society and shall be entitled to attend its meetings.

- f. Each chapter shall cooperate with the county society in any of its activities or projects and shall host local meetings of the county society when called upon to do so whenever practicable. Conversely the county society shall cooperate with the chapters in their projects and activities to the extent that it is practicable to do so.
- g. Each chapter shall be self-supporting and may levy dues or assessments among its own members to meet its own expenses over and above the chapter membership fees paid to the county society.

ARTICLE VIII. AFFILIATION WITH THE STATE HISTORICAL SOCIETY OF WISCONSIN

Section 1. Authority for Affiliation

- a. This organization is an affiliate of the State Historical Society of Wisconsin 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 State Historical Society of Wisconsin.
- b. As an affiliate this organization is a member of the State Historical Society of Wisconsin and the Wisconsin Council for Local History and is entitled to a vote of one at all general meetings of the Society and the Council.
- c. This organization may terminate affiliation through restatement or amendment of its articles on incorporation and amendment to its by-laws. The State Historical Society of Wisconsin may terminate affiliation by formal resolution of the Board of Curators, a copy of which shall be deposited with the Secretary of State.
- d. The following shall be cause for termination of affiliation by the State Historical Society of Wisconsin but extenuating circumstances shall be taken into account before action to terminate affiliation is taken by the Board Curators:
 - 1. Failure to hold annual elections for three consecutive years.
 - 2. Failure to submit annual reports to the Office of Local History for three successive years.
 - 3. Consistent failure to hold meetings for the membership as set forth in Paragraph a. Sec. 2 Article VI of these by-laws.
 - 4. Failure to maintain state and federal tax-exempt tax status.
 - 5. Failure to maintain proper donor, accessioning, cataloging, and financial records and minutes of the meetings.

Section 2. Responsibilities

- a. It shall be the responsibility of this organization to submit an annual report to the Office of Local History of the State Historical Society of Wisconsin 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.

- b. The State Historical Society of Wisconsin shall be notified of all changes in the articles of incorporation and the by-laws.
- c. In order to protect the interest of donors and contributors, this organization shall install and maintain standard accessioning and cataloging procedures and shall maintain state and federal tax-exempt status as required by Paragraph c. Section 1. Article I of these by-laws.

Section 3. The Role of the State Historical Society of Wisconsin in Affiliation

- a. The State Historical Society shall send notices and announcements of the meetings and activities of the state society to the president of the organizations whose name appears on the current mailing list, and whenever practical, such notices and announcements may be sent to the officers, directors, and members of this organization to the extent to which the organization provides the State Historical Society of Wisconsin with current membership mailing lists.
- b. The organization shall receive without charge such publications and periodicals as the State Society shall determine and they shall be sent to all officers and directors whose names are on the State Society's current mailing list, but only one copy of the other publications shall be sent and they shall be mailed on behalf of the organization to the president.
- c. To the extent to which staff time and funds permit, the State Historical Society of Wisconsin shall extend its professional and technical services to this affiliate. In general, such services shall be without cost to the affiliate; however, extended and costly services may be negotiated on a cost-sharing basis. The Office of Local History is designated as the principle liaison office and advisor for the affiliate.

Section 4. The Wisconsin Council for Local History

- a. This organization shall be a member of the Northeastern region of the Wisconsin Council for Local History, the association of the affiliates of the State Historical Society of Wisconsin established by the Board of Curators in 1961 through the authority of s.44.03(5) of the Wisconsin Statutes. All members, officers, and directors of this organization are entitled to attend the annual regional conventions of the Council and its annual state convention held in Madison in conjunction with the Annual Institute for Local History.
- b. The president of this organization or an appointed delegate shall attend the regional conventions to give an oral report on the activities of the organization, or, whenever circumstance prevents, shall submit a written report to be read by the regional chairman.
- c. In the year in which the name of this organization reaches the top of the list in the annual alphabetical rotation of the names of the affiliates in the region, the president of the organization or his appointed delegate shall serve as regional vice-chairman. In the year of service as regional chairman, the organization shall sponsor and conduct the regional convention over which the president shall preside. In both years the president may attend the three scheduled and any special meetings of the Advisory Committee on the Council as a voting member thereof. During membership on the Advisory Committee and thereafter he shall be eligible to election as a state officer of the Council.

ARTICLE IX. DISSOLUTION

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 State Historical Society whereupon the state society shall supply necessary legal forms and instructions to be followed in effecting the dissolution.
- 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.181.51 and s.44.03 of the Wisconsin Statutes and section 501(c) of the Internal Revenue Code.
 4. Complete the appropriate legal forms certifying to the results of the vote on dissolution and compliance with the above procedures for dissolution and distribution of assets, submitting the same to the State Historical Society and approval of the Board of Curators the document shall be filed with the Secretary of State.

Section 2. Involuntary Dissolution

- a. In the event the organization becomes so inactive that there are no remaining officers, directors, or members to effect voluntary dissolution, proceedings for involuntary dissolution may be initiated by the State Historical Society in accordance with the provisions of s.44.03(3) of the Wisconsin Statutes.
- 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 by-laws of the organization or in the agreements of donors shall vest in the State 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 by-laws, with the first offer being made to whatever county or local government unit that may have aided the organization financially.

ARTICLE X. AMENDMENTS

These by-laws may be amended by a two-thirds vote of members present at the annual meeting or special meeting called for that purpose. A written notice stating the purpose of the meeting must be sent to active members at least 30 days before the meeting.

ARTICLE XI. POLICIES

The policies of the Oconto County Historical Society are intended as an aid in the application of the by-laws and as an indication of current practice with respect thereto. Matters included in the policy sheet shall have the same force and effect as though included in the by-laws except that in the event matters in the policy sheet conflict with the by-laws, the by-laws shall take precedence.

The policies of the Oconto County Historical Society shall be adopted, deleted, or amended in either of the following ways:

- a. By a resolution adopted by two-thirds (2/3) vote of the Board of Directors, provided notice of the intended adoption, deletion, or amendment is given in the notice of the Board of Directors meeting;
- b. In the same manner as the by-laws of the corporation may be amended.

CERTIFICATE OF ADOPTION

It is hereby certified that the foregoing by-laws of this corporation were adopted by the Oconto County Historical Society Inc. meeting at Oconto, Wisconsin on the 8th day of February 1974 by the following vote:

Number of members having voting rights – 247
Number voting in person – 23
Number voting for – 23
Number voting against – 0

Amended March 23, 1995 by unanimous vote.

RESTATED ARTICLES OF INCORPORATION

Executed by the undersigned non-stock, non-profit corporation under Chapter 181 and s.44.03 of the Wisconsin Statutes to supersede and take place of the heretofore existing Articles of Incorporation and all amendments thereto.

Article 1. The name of this corporation shall be Oconto County Historical Society Incorporated.

Article 2. The period of existence shall be perpetual.

Article 3. The purposes are exclusively educational and specifically shall be to collect and preserve records and physical objects relating to the history of Oconto county, Wisconsin. To this end said corporation may establish and operate a local history museum, a local history library and one or more historic sites either on its own or in cooperation with any other organization, agency, or municipality; or it may otherwise preserve, advance, and disseminate knowledge of the aforesaid locale in a manner prescribed in its by-laws and on regional and state-wide levels through membership in the Wisconsin Council for Local History and through affiliation with the State Historical Society of Wisconsin.

Article 4. Location of principle office: Oconto Wisconsin 54153

Article 5. Initial registered agent: State Historical Society, 816 State Street, Madison, Wisconsin 53706.

Article 6. The number of directors shall be fixed by the by-laws but shall not be less than three.

Article 7. Membership provisions shall be fixed by the by-laws.

Article 8. Other Provisions:

- a. The corporation shall be responsible to the State Historical Society of Wisconsin for the conduct of its operations and shall submit an annual report of its activities to the Society as required by law. This provision shall involve no legal liability on the part of the State Historical Society.
- b. The corporation shall adopt by-laws prescribed by the State Historical Society except that such by-laws may be adapted to unique or specialized characteristics of the corporation upon approval by the Society.
- c. The corporation shall not have or issue shares of stock and it shall pay no dividends or pecuniary profits whatever to its organizers or members. Furthermore, no substantial part of its activities will attempt to influence legislation by propaganda or otherwise.
- d. Disbursements by the corporation shall be made in such a manner that at the end of each fiscal year of the corporation at least fifty-one per cent (51%) of all funds expended by the corporation since the date of its incorporation shall have been used in the State of Wisconsin for educational purposes.

- e. The corporation, through stipulations in its by-laws, shall protect its property, collections, and assets by providing for distribution of such property, collections, and assets in the event of voluntary dissolution so as first to satisfy any liabilities and obligations with remaining assets to be distributed for exclusively 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 the provisions of s.181.51 and s.44.03, Wisconsin Statutes, and section 501(c)(3) of the Internal Revenue Code. In the event of involuntary dissolution title to such property, collections, and assets shall vest in the State Historical Society of Wisconsin in accordance with the provisions of s.44.03(3), Wisconsin Statutes. The corporation shall in further stipulations in its by-laws provide for the keeping of proper records for the protection of the interests of its donors and contributors.

Article 9. These articles may be amended in the manner authorized by law at the time of amendment.

*This document was drafted by the State Historical Society of Wisconsin.
Revised June 1969.*