

Article I. Title and Name

The organization shall be known as the STARKWEATHER SOCIETY (the Society).

Article II. Purpose, Aims and Objectives

Section 1 It is the primary purpose of the Society to carry out the final wishes of Helen Starkweather, as prescribed in her Last Will and Testament dated April 23, 1984. Specifically, the operation of her home and studio, located at 219 North Main Street, Romeo, Michigan, as an Art and Historical Center and the preservation of Starkweather Alley and the Village Park.

Section 2 The further aims and objectives of the Society are to promote and foster the appreciation of local art and artisans and to support the preservation of the character and quality of the Village architecture and history.

Article III. Membership

Section 1

Membership in the Society shall be open to all interested individuals and to the representatives of local corporations, organizations and clubs, when such representation is desired.

Section 2 There shall be three classes of membership in the Society:

2.1 Trustee. A seven (7) member Board of Trustees shall be appointed at the time of organization of the Society in accordance with the direction prescribed in the Last Will and Testament of Helen Starkweather. These Trustees shall be the only voting members of the Society.

2.2 Associate Member. Any individual that subscribes to the purpose, aims and objectives of the Society as described in Article II. Annual dues to be paid by Associate Members shall be established by the Board of Trustees.

2.3 Sustaining Member.

Any individual, organization, club, society or corporation that subscribes to the purpose, aims and objectives of the Society as described in Article II. Sustaining Membership shall be based on contributions made to the Society and approved by the Board of Trustees.

2.4 The Term of Membership for Associate

Members and for Sustaining Members shall be for one calendar year. Membership dues shall be prorated according to a formula established by the Board of Trustees.

Article IV. Board of Trustees

Section 1 . The Board of Trustees as herein provided shall be the governing body of the Society. The Trustees shall make the policy and provide the direction of the Society and shall govern the financial affairs of the Society.

Section 2 The Board of Trustees shall consist of seven (7) members initially selected jointly by the Village of Romeo and the Romeo Historical Society in accordance with the Last Will and Testament of Helen Starkweather. By vote of the Board of Trustees, one member of the Board shall be elected Chairman, one member shall be elected Secretary and one member shall be elected Treasurer. The Chairman shall preside over the meetings of the Board of Trustees and in the event of the Chairman's absence, the Secretary shall preside.

Section 3 The term of office for all members of the Board of Trustees shall be for three (3) years. Members of the Board shall be eligible for re-appointment.

Section 4 Any vacancy occurring in the Board of Trustees, whether by resignation, expiration of term or otherwise, shall be filled by the Board of Trustees from among candidates meeting the specific criteria directed in the Last Will and Testament of Helen Starkweather.

Section 5' The Board of Trustees shall meet at least twelve (12) times each calendar year to conduct such business as may be required. The Chairman shall be required to call a special meeting when requested to do so by any three (3) members of the Board. Section 6 Four'(4) or more members of the Board of

Trustees shall constitute a quorum. Voting members shall consist of all members of the Board.

Article V. Advisory Committees

Section 1 The Board of Trustees may appoint such committees as shall, in the judgement of the Board, be required to conduct its business and to further the purpose, aims and objectives of the Society.

Section 2 Members of the Advisory Committee shall be appointed by the Board of Trustees from among the roll of Associate and Sustaining Members.

Section 3 Advisory Committees shall meet at such times and at such places as may be appropriate to the conduct of the business of the Committee.

Section 4 Advisory Committees shall not be standing committees and shall be promptly dissolved upon completion of the business assigned by the Board of Trustees. Advisory Committee members may serve on more than one Committee if so appointed by the Board of Trustees.

Section 5 The Board of Trustees may confer the title of Honorary Committee Chairman or Chairwoman to any person, who in the opinion of the Board, merits such appointment.

Article VI. Finances

Section 1 The financial records of the Society shall be maintained by the Treasurer of the Board of Trustees, or such other responsible person(s) as may be designated by the Board.

Section 2 Funds for carrying out the purpose, aims and objectives of the Society shall be derived

from the property and assets bequeathed by Helen Starkweather, the dues collected from the members of the Society, donations from the public and from organized fund raising events. Any fund raising events shall be of such character and quality as to reflect favorably on the Society and its purpose.

Section 3 The amount of annual dues assessed to the Associate Members shall be determined by the Board of Trustees.

Section 5

The Fiscal-year of the Society shall be from January 1 through December 31 of each year

Section 4

The funds of the Society shall be held on deposit in accounts at a bank or other chartered financial institution. All checks, drafts and disbursements on these accounts shall be made with the approval of the Board of Trustees and shall bear the signature of the Treasurer and one other designated member of the Board of Trustees.

Section 5

The Fiscal-year of the Society shall be from January 1 through December 31 of each year

Section 6

The Board of Trustees is empowered to make such expenditures from the funds of the Society as may be required and necessary to maintain the normal and continuous operation of the Society.

Section 7

The Board of Trustees shall prepare, once each year, a financial statement for the Society. This financial statement shall be submitted to the Clerk of the Village of Romeo and to the President of the Romeo Historical Society.

Article VII. Awards

The Board of Trustees shall present annually "The Starkweather Award" to the person(s) who in the judgement of the Board, best exemplifies, by their actions or contributions to the community and the Society, the spirit and creativity exemplified by Helen Starkweather during her lifetime.

The Board of Trustees may choose to establish other awards of recognition from time to time. Any such awards shall be within the purpose, aims and objectives of the Society.

Article VIII. Amendments

These By-Laws may be altered or amended by the affirmative vote of a majority of the Board of Trustees at any regular or special meeting of the Board. Any proposed change shall be presented to all members of the Board of Trustees at least thirty (30) days prior to any vote taken for the purpose of making such change.

Article IX. Rules and Procedures

Section 1 The rules and procedures that shall be observed at any meetings of the Board of Trustees and membership shall be those of Roberts Rules of Order. Except that the Board of Trustees may ' waive such rules for a specific meeting by a majority vote of the Board of Trustees.

Article X. Dissolution

Section I/ In the event that the Society is ever dissolved pursuant to law, its remaining assets, if any, shall be distributed equally to the Village of Romeo and to the Romeo Historical Society.

