

Policy Statement

**Indian Hill Historical Museum Association
d.b.a.
The Indian Hill Historical Society**

Subject: Meetings

2/3/1974: See Code of Regulations: “An annual meeting of the members of this Corporation shall be held on the first Monday in April or such other day as may be designated by the Board of Trustees. The Annual Meeting shall be devoted to the election of Trustees, Reports of the Officers, and to the transaction of other business of the Corporation,”

2/3/1974: See Code of Regulations for details of special meetings, place of meeting, voting, proxies, note of meetings, quorum, and majority vote.

3/10/1974: To be held quarterly, on the first Monday of March, June, September, and December. Executive Committee meetings would be monthly on the first Monday, except for July and August.

8/4/1975: Agreed that each year there would be a minimum of 4 meetings of Board of Trustees, and monthly meetings of Executive Committee on first Monday of month at 4:40 p.m.

2/11/1980: Executive Committee meetings to be held the first Tuesday of each month, with Trustees notified of all meetings. (By 2015, this had changed to as needed.)

4/7/1981: All Trustees are invited to attend every meeting to promote “greater interest and participation by all Trustees.” Trustees required to attend four (4) meetings a year.

9/9/1986: Executive Committee meetings are to be every month, and the full Board every three months. However, all Board Members are encouraged to attend every meeting, and this practice has continued. (See 4/7/1981.)

(Board meetings changed to being held in September, October, November, January, February, March, April – annual meeting, May, and June. Not sure when this change was made.)

9/8/1989: Meeting times changed to 7:30 p.m. Second Tuesday of the month.

Meeting time changed to 5:00 p.m.

Meeting time changed to 5:30 p.m.

5/14/1996: Meeting time to remain at 5:30 p.m., per vote of Board.

By 2005, Board Meeting time changed to 5:00 p.m. (not sure of year, but at least by 2005).

5/9/2020: Updates from the Revised Code of Regulations

Board Meetings:

- **MEETINGS:** The Board of Trustees shall meet at least quarterly (except for the months of July and August) and for any Special Meetings that may be called by the President or by any seven Trustees.
- **NOTICE:** Notice of all meetings of the Board of Trustees shall be given either by email, mail, or telephone and shall indicate the time and place of the meeting.
- **QUORUM:** A majority of the members of the Board of Trustees shall constitute a quorum. A majority of the Trustees present at any meeting, whether or not a quorum is present, may adjourn the meeting. A Trustee who uses Authorized Communications Equipment is deemed to be present in person at the meeting whether the meeting is held at a designated place or solely by means of Authorized Communications Equipment.
- **MAJORITY VOTE:** The affirmative vote of a majority of the Trustees present at a meeting at which a quorum is present shall be necessary for the authorization or taking of any action voted upon by the Trustees.

General Membership Meetings:

- **ANNUAL MEETING:** An Annual Meeting of the members of the Corporation shall be held on or before the third Sunday in April or on such other day as may be designated by the Board of Trustees. The Annual Meeting shall be devoted to the election of Trustees, Reports of the Officers, and to the transaction of any other business that may come before the Corporation.
- **SPECIAL MEETINGS:** A Special Meeting of the members of the Corporation may be held at any time upon the call of the President or a majority of the Board of Trustees.
- **PLACE OF MEETINGS:** All meetings of the members shall be held at any place as may be fixed by the President or by a majority of the Board of Trustees calling the meeting.
- **VOTING:** Each member shall be entitled to one vote.
- **PROXIES:** Any person who is entitled to vote at any meeting shall be entitled to be represented, to vote, or to exercise any other of their rights by proxy or proxies, signed by such person, which need not be sealed, witnessed, or acknowledged.
- **NOTICE:** Notice of all meetings of the members shall be given either by email, mail, telephone, publication of the notice in the *Indian Hill Village Bulletin*, or publication on the Corporation's website at least five days prior to the date of the meeting, and in the case of any Special Meeting, the notice shall state briefly the purpose of the meeting.
- **QUORUM:** The members present at any meeting of the members shall constitute a quorum. Members and proxy holders who are not physically present at a meeting of the members may attend the meeting by the use of communications equipment authorized by the Board of Trustees ("Authorized Communications Equipment") that enables the members and proxy holders to participate in the meeting and to vote on matters submitted to members, including an opportunity to read or hear the proceedings of the meeting, to participate in the proceedings, and to communicate contemporaneously with the persons who are physically present at the meeting. Any member or proxy holder who uses Authorized Communications Equipment is deemed to be present in person at the meeting whether the meeting is held at a designated place or solely by means of Authorized

Communications Equipment. The Trustees may adopt procedures and guidelines for the use of Authorized Communications Equipment and to maintain a record of any vote or other action taken at the meeting.

- **MAJORITY VOTE:** The affirmative vote of a majority of the members present at a meeting at which a quorum is present shall be necessary for the authorization or taking of any action voted upon by the members. Provided, however, that no action which is required by law, the Articles of Incorporation, or the Code of Regulations to be authorized or taken by a specified proportion of the membership shall be authorized or taken by a lesser proportion or number.