

# BYLAWS OF FRIENDS OF THE JOB LANE HOUSE, INC.

March 2010

BY-LAWS (March, 1981)  
AMENDED (March, 1982)  
AMENDED (March, 1991)  
AMENDED (March 1996)  
AMENDED (March 1999)  
AMENDED (March 2000)  
AMENDED (March 2001)  
AMENDED (March 2004)  
AMENDED (March 2010)

ARTICLE I. (NAME) .....	3
ARTICLE II.....	3
ARTICLE III. (MEMBERS) .....	3
ARTICLE IV. (DUES).....	4
ARTICLE V. (OFFICERS).....	4
ARTICLE VI. (DUTIES OF OFFICERS) .....	4
ARTICLE VII. (EXECUTIVE BOARD).....	5
ARTICLE VIII. (BOARD OF DIRECTORS).....	6
ARTICLE IX. (AUDITOR) .....	6
ARTICLE X. (CURATOR) .....	7
ARTICLE XI. (OFFICIAL HOST/HOSTESS).....	7
ARTICLE XII. (NOMINATING COMMITTEE).....	7
ARTICLE XIII. (STANDING COMMITTEES).....	7
Custodial Services Committee .....	8
Membership Committee.....	8
House Tour Committee .....	9
Telephone Committee .....	9
Hospitality Committee .....	9

Publicity and Newsletter Committee.....9  
Ways and Means Committee.....9  
Publication and Sales Committee .....9  
ARTICLE XIV. (ANNUAL MEETING).....10  
ARTICLE XV. (INCORPORATION).....10  
ARTICLE XVI. (AMENDMENT OF THE BYLAWS).....10

## **ARTICLE I. (NAME)**

The name of this organization shall be Friends of the Job Lane House, Inc.

## **ARTICLE II.**

To the end that the Job Lane House/Barn may be a memorial to the character of the American colonists of Bedford, Massachusetts, and the site of continuing historical interest, the purposes of this organization are set forth as follows:

1. to support, aid, and cooperate with the Bedford Historic Preservation Commission (BHPC) in the restoration, preservation, and maintenance of the Job Lane House/Barn and its grounds;
2. to conduct programs and activities for the enhancement of the Job Lane House/Barn and its grounds;
3. to conduct programs and activities for the educational and social benefit of its members, the school children, and all other citizens of Bedford and the larger community;
4. to collect, preserve, and display artifacts and records pertinent to the history of the Job Lane House/Barn, past and present;
5. to conduct campaigns for raising funds, and to accept contributions from individuals, corporations, government grants, organizations, and foundations to be used for any necessary expenses connected with the operation, preservation, or improvement of the House/Barn and grounds;
6. to print, edit, and publish, make, display, and sell books, pamphlets, magazines (and the like), pictures, slides, and films and/or any other article necessary or desirable for the accomplishment of the purposes of this corporation;
7. to coordinate other group's activities and to safeguard the House/Barn.

## **ARTICLE III. (MEMBERS)**

Section 1. Members shall be those persons who support the purpose of the organization and whose dues are paid.

Section 2. There shall be three classes of membership:

- a. Individual
- b. Family
- c. Business

Section 3. Each Individual and Business membership shall be entitled one (1) vote, and each Family membership two (2) votes.

**ARTICLE IV. (DUES)**

- Section 1. Yearly dues shall be payable at the annual meeting in March.
- Section 2. New members joining after January 1 shall be considered to have paid their dues for the current calendar year.
- Section 3. Schedule for dues:
  - a. Individual.....\$8.00                      Life \$80.00
  - b. Family.....\$12.00                      Life 120.00
  - c. Business.....\$25.00

**ARTICLE V. (OFFICERS)**

- Section 1. Officers of this organization shall be President, Vice-President, Secretary, and Treasurer.
- Section 2. The officers shall be elected at the Annual Meeting and shall assume their duties directly thereafter. In the event that an in-coming officer is unable to assume his/her duties immediately or an office is unfilled, the previous officer shall be requested to serve pro tem until the vacancy is filled. If the previous officer is unavailable, the President or the remaining officers shall appoint a member to serve pro tem until a permanent officer can fill the vacancy.
- Section 3. The term of office for these officers shall be one year starting immediately following election. Any officer may serve as many terms as he/she is elected by majority vote of the members present at the Annual Meeting.

**ARTICLE VI. (DUTIES OF OFFICERS)**

- Section 1. The President shall call and preside at all general meetings, Executive Board meetings, and special meetings of the Friends; shall appoint all standing committee chairmen and assist the chairmen in obtaining committee members, if requested to do so; shall appoint special committees, if needed; shall be responsible for overseeing the activities of each committee. For the Annual Meeting, the President shall assist the Secretary in preparing a report of the year’s activities, to be incorporated in the Secretary’s records.  
  
The President will coordinate with the Bedford HPC representative on the Board and with the Bedford Facilities Department to control access codes to the House and Barn. Authorized representatives of the HPC and Facilities Department and members of the Friends authorized at the discretion of the President shall be given the security access codes. The access codes may be changed with the mutual agreement of the President, HPC representative on the Board and Facilities Department Director. The Facilities Department

shall control notification to the Police Department and Alarm Company and shall maintain the call list.

- Section 2. The Vice-President shall stand ready to assist the President whenever called upon and shall assume the duties of the President in the event of his/her absence, resignation, or inability to serve.
- Section 3. The Secretary shall record the minutes of all regular, special, and Executive Board meetings, and stand ready to read these reports at meetings; shall prepare a composite report of the year's transactions, to be read at the Annual Meeting; shall be responsible for preparing and conducting the Friends' correspondence under the direction of the President; and shall, at the request of the President, notify the Executive Board members of executive meetings.
- Section 4. The Treasurer shall receive all moneys and make all disbursements, keeping strict account thereof; issue membership receipts for dues; read and or submit a written report of bank balances at each regular and Executive Board meetings as well as a written report of the year's transactions at the Annual Meeting; shall prepare and file the annual report to the Secretary of the Commonwealth of Massachusetts; shall submit the Treasurer's books, bank books, vouchers, etc. to the auditor for the annual examination.
- Section 5. The completed records of all officers shall be transferred immediately to the incoming officers at the Annual Meeting.

## **ARTICLE VII. (EXECUTIVE BOARD)**

- Section 1. The Executive Board of the Friends of the Job Lane House, Inc. shall consist of the Officers (President, Vice-president, Secretary, Treasurer), the Curator, the Barn Director, the Host/Hostess, the Chairman of the Board of Directors, and the duly appointed chairmen of all Standing Committees.
- Section 2. Meetings of the Executive Board shall be called by the President or by petition of at least five (5) members of the Friends of the Job Lane House. Meetings shall be held regularly with a minimum of five (5) meetings per year. While other attendees are welcome at official meetings, the voting body, shall consist of only the members of the Executive Board as designated in Sec. 1 of this Article. A quorum for an Executive Board meeting shall be a majority of the filled positions.
- Section 3. The Executive Board shall be in charge of the ongoing operation of the Friends of the Job Lane House, Inc., report to the Board of Directors, and the use of funds raised by the Organization. Single expenditures of over \$250 shall require approval of the Board of Directors.
- Section 4. The Executive Board will determine the amount of membership dues with approval of the Board of Directors. The Executive Board will also determine the amount of donation requested for open houses, tours and

other events as well as for use of the house, barn or grounds with approval of the Board of Directors and the Historic Preservation Commission.

## **ARTICLE VIII. (BOARD OF DIRECTORS)**

- Section 1. The Board of Directors shall consist of nine (9) members:
- a. one (1) member from the Bedford Historic Preservation Commission;
  - b. the President of the Friends (executive board);
  - c. the Treasurer of the Friends (executive board);
  - d. six (6) people at large: two (2) elected each year for three-year terms.
- Section 2. If for any reason the membership on the Board of Directors falls below seven (7), the board shall be brought up to full strength by the directors, new members serving until the next Annual Meeting. They shall continue to serve until their successors have been elected and have assumed duty.
- Section 3. The board shall elect its own officers (Chairman and Clerk/Secretary).
- Section 4. Action of the Board of Directors shall require the affirmative vote of a majority of the directors currently serving. A quorum of five (5) is needed.
- Section 5. The Board of Directors shall meet, at least four (4) times a year including one meeting in January in preparation for the Annual Meeting in March, and shall:
- a. concern itself with the general health and longtime stability of the organization;
  - b. exercise the responsibilities and powers conferred upon it by corporate law;
  - c. formulate and/or review proposed actions or commitments considered of major importance by the Executive Board and, if the proposals are within the objectives and capabilities of the Friends of the Job Lane House, Inc., approve them before they are submitted to the Executive Board for action.
  - d. report to the Historic Preservation Commission and shall present to it all proposed repair work, renovations, and restorations needed for the property.

## **ARTICLE IX. (AUDITOR)**

The Auditor, who shall be appointed annually by the Executive Board, shall audit all vouchers and accounts of the Treasurer and shall verify the same at the Annual Meeting. The Auditor is not an officer, and his/her duties do not constitute membership on either the Executive Board or the Board of Directors.

## **ARTICLE X. (CURATOR)**

- Section 1. The Curator shall be responsible for receiving or refusing any article offered to the Friends of the Job Lane House, Inc., such as furnishings, artifacts, documents, etc.; shall keep an accurate, current account of all properties and accessions, with an accession number, name of donor, date received, pertinent historical facts; shall organize, control, supervise, and protect all properties; and shall submit a report of any accessions made during the past year at the annual meeting.
- Section 2. The Curator may dispose of any item of property. If the estimated value of an object is over \$25.00 approval by the Executive Board is required.
- Section 3. The Curator shall be responsible for seeing that all articles are permanently labeled with their accession number.

## **ARTICLE XI. (OFFICIAL HOST/HOSTESS)**

An Official Host/Hostess shall be appointed by the President to meet with visiting guests and provide information and limited hospitality as necessary and shall keep a calendar of activities at the House/Barn. He or She will have access to the alarm codes.

## **ARTICLE XII. (NOMINATING COMMITTEE)**

- Section 1. The Nominating Committee shall be comprised of three members; the chairman of the Board of Directors; one member designated by Executive Board from the Executive Board; and one member at large, designated by the Executive Board.
- Section 2. In January, the nominating committee shall become active in selecting a slate of officers for the ensuing year, and replacement members for the Board of Directors (two (2) directors for a three (3) year term.) Any directors who have become inactive may be replaced at this time. The slate shall be submitted to the membership via the March newsletter prior to the Annual Meeting.
- Section 3. Nominations at the Annual Meeting are allowed; members may submit nominations for the March newsletter with the permission of the nominee.

## **ARTICLE XIII. (STANDING COMMITTEES)**

- Section 1. Except for the Nominating Committee, the President shall appoint all committee chairmen and fill any vacancies of chairmen which may occur.
- Section 2. Except as otherwise provided, the committee chairmen shall perform their duties for one year until their successors can be appointed, with the stipulation that:

- a. a committee chairman may be re-appointed for a successive term;
- b. a special committee may be dissolved, irrespective of the length of term, upon completion of the project;
- c. each chairman shall enlist as many committee members as needed to perform his/her assigned duties, adding extra help later if and when needed;
- d. each chairman should have a notebook in which to keep reports of all activities, including committee meetings and names of people involved; in addition, this chairman should keep an inventory of all property of the Friends of the Job Lane House, Inc. under his/her jurisdiction. The notebook to be turned over to the succeeding chairman, or if none, to the President.

### **Custodial Services Committee**

The duties of the Custodial Services Committee shall include the following:

- a. maintain the cleanliness and neatness of all areas within the house (rooms, closets, bathroom, attic, basement) and the potting shed;
- b. maintain to cleanliness and neatness of all areas within the barn (rooms, lofts, bathroom, kitchen and gift shop);
- c. refer needs for laundering of draperies, bedding, etc., cleaning of rugs and other articles, painting of rooms, etc., to the individual organizations which installed or donated them, whenever possible.

Needs for property work such as mowing, clipping, pruning, eliminating poison ivy, debris, etc., (excepting care of the herb garden and flowerbeds overseen by the Bedford Garden Club) shall be referred by any officer or director to the HPC representative on the Board, who shall coordinate with the Bedford Department of Public Works.

Needs for repairs to the heating system, lighting, water, sewer and electrical service, plumbing fixtures and pipes, roofs, and all other parts of the House and Barn shall be referred by any officer or director to the HPC representative on the Board, who shall coordinate with the Bedford Facilities Department. After notice from the Friends, the Facilities Department will shut off water and set thermostat temperatures down after the end of each season and will turn the water back on again each spring.

### **Membership Committee**

The Membership Committee, shall:

- a. first and foremost, encourage growth in membership, send out bills if previous members are in arrears in payment of dues;
- b. keep the membership list current (name, address, class of membership, date joined, etc.), and check occasionally with the Treasurer to insure that a prospective member's dues have been received. The chairman and his/her assistant shall attend each regular meeting, set up a desk at the door and be ready



to assist prospective members in the formality of joining the Friends. (To have the Treasurer at this desk to receive the dues and hand out receipts would greatly facilitate bookkeeping.)

### **House Tour Committee**

The House Tour Committee shall be responsible for holding at least twelve (12) public events each year. The Chairman shall be responsible for the training of all tour guides and for scheduling tours.

### **Telephone Committee**

The Telephone Committee shall be furnished with membership lists and stand ready to notify members by telephone in the event of a canceled meeting or other important announcement.

### **Hospitality Committee**

The Hospitality Committee shall provide refreshments for any social gatherings of the Friends, (food shall be solicited from the members and beverage supplied by the organization). A list of people providing refreshments, together with the date, should be used to avoid duplication, this information to be kept in a notebook and turned over to the succeeding chairman.

### **Publicity and Newsletter Committee**

The Publicity and Newsletter chairman, together with the cooperation of the Vice-President, shall be responsible for the writing, printing, addressing, and mailing of the newsletter and the necessary publicity before any general meeting or event. The chairman may enlist as many committee members as are needed.

### **Ways and Means Committee**

The Ways and Means Committee shall be responsible for conducting fund raising campaigns and accepting contributions from individuals, corporations, government grants, organizations, and foundations to be used for any expenses necessary for carrying out the purposes of the organization as stated in Article II.

### **Publication and Sales Committee**

The Publications and Sales Committee will have the responsibility to print, edit, and publish, make, display, and sell books, pamphlets, magazines (and the like), pictures, slides, and films and/or any other article necessary or desirable for the accomplishment of the purposes of the corporation. This committee shall manage the Gift Shop.

#### **ARTICLE XIV. (ANNUAL MEETING)**

- Section 1. The Annual Meeting will be conducted during the month of March. It will be the duty of the President to reserve the date and place, and to contact the Hospitality and the Publicity and Newsletter Committees to provide the proper actions necessary for a successful Annual Meeting.
- Section 2. A quorum for the meeting shall be twenty (20) members.

#### **ARTICLE XV. (INCORPORATION)**

- Section 1. The Friends of the Job Lane House, Inc. is a non-profit organization, incorporated by the Commonwealth of Massachusetts, Articles of Organization, General Laws, Chapter 180, October 28, 1977. The fiscal year of The Friends of the Job Lane House, Inc. will be the calendar year, ending December 31st.
- Section 2. No part of the assets or earnings of the Friends of the Job Lane House, Inc. shall be paid to any member or director either as a division or distribution of profits or as compensation for services, except for professional services.
- Section 3. All assets and earnings shall be utilized and invested as the directors and executive board deem advisable for the benefit of the corporation and the advancement and accomplishment of its purposes.
- Section 4. In the event of dissolution of the Friends of the Job Lane House, Inc., all corporate assets shall forthwith vest in the Bedford Historical Preservation Commission of the Town of Bedford, Massachusetts.

#### **ARTICLE XVI. (AMENDMENT OF THE BYLAWS)**

Amendments may be made to these by-laws at any meeting of the general membership by a vote of two-thirds of the members present. Voting (provided that the quorum is met) of the proposed by-law amendment, having been sent in writing to each member of the Friends of the Job Lane House, Inc. at least two weeks prior to the meeting, can then occur.