

# CHAGRIN FALLS HISTORICAL SOCIETY CONSTITUTION

Updated 10/16/23

## **NARTICLE I: Organization Name**

The organization's registered name is Chagrin Falls Historical Society (CFHS) doing business as Chagrin History Center (CHC).

## **ARTICLE II: Organization Vision and Mission Statements**

CFHS is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

CFHS's vision is to inform and inspire residents, businesses, organizations, and community leaders through education and outreach so that all will make decisions respectful of the community's history.

CFHS's mission is to discover, preserve, and share evidence of and knowledge about the history of Chagrin Falls and vicinity. CFHS does this to enable all who live, work, and visit the area to appreciate its past, understand its present, and plan for its future.

## **ARTICLE III: Membership**

Membership is open to any person, organization or business who subscribes to the CFHS purpose, regardless of residence location. Members in good standing shall have the right to vote.

## **ARTICLE IV: Board of Trustees**

The Board of Trustees (Board) shall consist of a minimum of twelve (12) Trustees.

A majority of Trustees must be present at a meeting, either in-person or electronically, to constitute a quorum. Voting shall be by Trustees.

## **ARTICLE V: Officers**

Board officers shall be President, Vice-President, Secretary, and Treasurer, as elected by a simple majority vote of the Trustees.

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## **ARTICLE VI: Asset Usage**

No part of CFHS assets shall inure to the benefit of any member or be distributed to any private person, except CFHS shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

## **ARTICLE VII: Undue Influence**

No CFHS activities shall consist of attempting to influence legislation, nor participating in or intervening in, including the publishing or distribution of statements, any political campaign on behalf of any candidate for public office; nor shall the CHC engage in any unlawful activities.

## **ARTICLE VIII: Dissolution**

Upon CFHS dissolution, assets shall be distributed for one or more exempt purposes within the meaning of 501(c)(3) of the Internal Revenue Code of 1986, as amended, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Probate Court of Cuyahoga County exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE IX: Internal Revenue Code reference**

References to provisions of the Internal Revenue Code of 1986 as amended shall be deemed to include corresponding provisions of any statutes which succeed such provisions.

## **ARTICLE X: Amendment Process**

The Constitution may be amended at the annual membership meeting by a majority vote of the members present, provided copies of the proposed amendment(s) have been printed in the CFHS newsletter *The Exponent* or electronically delivered to all members at least two (2) weeks before the annual membership meeting.

## **ARTICLE XI: Bylaws**

CFHS operations shall be governed by Bylaws which supplement this Constitution.

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Updated 10/16/23

Approved by the Board August 9, 2023

The Constitution of the Chagrin Falls Historical Society has been approved by the membership on October 16, 2023.

\_\_\_\_\_  
Signature of the President

John Bourisseau

\_\_\_\_\_  
Printed Name of the President

\_\_\_\_\_  
Signature of the Secretary

Robert J. Norwick

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Printed Name of the Secretary