



FALMOUTH MUSEUMS ON THE GREEN
HOME OF THE FALMOUTH HISTORICAL SOCIETY

2019 Annual Meeting: Summary of Proposed Bylaw Changes

- Incorporates Museums on the Green into the bylaws.
- Clarifies deadlines for holding annual and special meetings and notice for those meetings.
- Sets a minimum number of board members. Allows board to reject gifts. Authorizes limited delegation of board authority to staff.
- Expressly establishes that board members serve without compensation but may be reimbursed for expenses.
- Incorporates conflict of interest policy into the bylaws.
- Identifies the Secretary as the corporation clerk.
- Delineates annual outside financial review and responsibilities of the treasurer.
- Requires executive committee to report any decisions it might make to the board in writing.
- Provides for conditions and procedures for removal of a director.
- Requires the board to review the investment policy at least annually and establishes minimum requirements for the investment policy.
- Establishes a permanent nominating committee and procedures for selecting directors and officers.
- Provides for circumstances when and how board members may participate in meetings via telephone or video conferencing.
- Establishes a nondiscriminatory policy as part of the bylaws.
- Removes certain staff positions from the bylaws to provide for greater flexibility and eliminate overlap in assigning staff responsibilities, tasks and projects.
- Adds clarification for the need and use of an advisory council.
- Deletes the explanatory supplement, which was neither up to date or explanatory of the governance.