



Conifer Historical Society
and Museum

Bylaws

Approved: July 31, 2026 | Version 2026.1

Table of Contents

Section 1.0 – Organization and Location	5
Section 2.0 – Purpose	5
Section 3.0 – Management	5
Section 3.1 – Terms	5
Section 3.2 – Board Development	5
Section 3.3 – Candidacy	6
Section 3.4 – Scheduled Meetings.....	6
Section 3.5 – Special Meetings	6
Section 3.6 – Participation, Quorum and Voting	6
Section 3.6.1 – Quorum	7
Section 3.6.2 - Voting	7
Section 3.6.3 – Open Meetings & Community Participation	7
Section 3.7 – Board Responsibility	7
Section 3.7.1 – Responsibilities of Directors.....	8
Section 3.7.2 – Board Orientation.....	8
Section 3.8 – Executive Committee	9
Section 3.9 – Past President or Vice President at Large	9
Section 3.10 – Directors at Large	9
Section 3.11 – Ex-Officio Members.....	9
Section 3.12 – Removal for Cause.....	9
Section 3.12.1 – Absence	10
Section 3.13 – Recordkeeping.....	10
Section 4.0 – Officers	10
Section 4.1 – Re-Election	10
Section 4.2 – Nominating Committee	11
Section 4.3 – Additional Nominations	11

Section 4.4 – Duties of Executive Officers	11
Section 4.4.1 – President	11
Section 4.4.2 – Vice President.....	12
Section 4.4.3 – Secretary	12
Section 4.4.4 – Treasurer	12
Section 4.4.5 – Vacancies	12
Section 4.4.6 – Succession Planning	12
Section 5.0 – Museum Director	13
Section 6.0 – Committees	13
Section 6.1 – Purpose of Committees.....	13
Section 6.2 – Standing Committees	13
Section 6.2.1 – Operations & Events Committee.....	14
Section 6.2.2 – Collections Committee	14
Section 6.2.3 - Development Committee.....	14
Section 6.2.4 – Facilities Committee	14
Section 6.3 – Committee Members	15
Section 6.4 – Committee Durations	15
Section 7.0 – Advisory Board	15
Section 8.0 – Financial Governance & Stewardship	15
Section 8.1 – Budget Approval.....	15
Section 8.1.1 – Budget Amendments	15
Section 8.2 – Financial Oversight.....	16
Section 8.3 – Annual Financial Report	16
Section 8.4 – Insurance and Risk Management.....	16
Section 8.5 – Capital Stewardship.....	17
Section 8.6 – Conflict of Interest.....	17
Section 8.7 – Whistleblower Policy.....	17

Section 8.8 – Document Retention and Destruction Policy	17
Section 9.0 – Amendments	18
Section 10.0 – Officer and Committee Annual Reports	18
Section 10.1 – Annual Board Goals	18
Section 10.2 – Strategic Plan	18
Section 11.0 – Dissolution	18
Section 12.0 – Certification	19
Revision Summary – Effective June 28, 2026	19

Section 1.0 – Organization and Location

The Conifer Historical Society and Museum is a 501(c)(3) nonprofit Corporation with its principal offices at 26951 Barkley Road, Conifer, Jefferson County, Colorado.

Section 2.0 – Purpose

The Corporation's purposes are as set forth in its Articles of Incorporation, which were approved by the Board of Directors on January 23, 2009. The Mission is to share the region's legacy by collecting, preserving and exhibiting historical and cultural materials. Preservation and stewardship of the Corporation's historic property, collections, and archives shall remain the Corporation's primary Mission. Educational programming, fundraising, and community events shall support and advance the Mission.

Section 3.0 – Management

The management of this Corporation shall be vested in a Board of Directors (hereinafter called the "Board") consisting of between five (5) and eleven (11) Directors.

Section 3.1 – Terms

The terms of one-third (1/3) of the Members of the Board shall expire at each January Board Meeting; their successors shall be elected by the Board at its preceding regular November meeting and take office at the next January Board Meeting. A Member's regular term shall be three (3) years, or until a successor is duly qualified and elected. In the event of a vacancy on the Board, the Board may elect a successor at any duly convened meeting.

Section 3.2 – Board Development

The Board shall strive to maintain a diverse range of knowledge, experience, and professional skills appropriate to fulfill the Corporation's Mission.

In selecting Directors, consideration will be given to expertise in areas including, but not limited to:

- Museum collections
- Local history
- Education
- Finance

- Law
- Facilities
- Fundraising
- Marketing
- Nonprofit governance
- Volunteer management
- Community engagement

Section 3.3 – Candidacy

Candidates for Board Membership shall be recommended by a Nominating Committee in consultation with the Executive Committee of the Board and the Director of the Museum (if such position is filled), who shall consider the Corporation's needs and representation of various community interests and groups. Candidates should demonstrate a commitment to the Mission of the Corporation, willingness to fulfill Board responsibilities, ability to work collaboratively, and support for the strategic goals of the organization.

Section 3.4 – Scheduled Meetings

The Board shall have bi-monthly Meetings, held in the following months: January, March, May, July, September, and November. Meetings will be held virtually with at least one (1) in-person meeting annually. Meetings must be open to members of the public and posted with at least seven (7) days advance notice.

Section 3.5 – Special Meetings

A special Meeting may be called by the Secretary upon written request by a majority of Members of the Board, and written notice of the Meeting shall be sent to all Members of the Board at least seven (7) days prior to the day set for such a meeting.

Section 3.6 – Participation, Quorum and Voting

Directors may participate in any Meeting through videoconference, teleconference, or other electronic means by which all participants can simultaneously hear and communicate with one another. Such participation shall constitute presence in person for purposes of establishing a

quorum and voting. Members must participate in at least 4 of the Board Meetings or will be removed as described in 3.12.1.

Section 3.6.1 – Quorum

For Board Meetings, a simple majority of Directors being present shall constitute a quorum for the conduct of business with, thereafter, a simple majority vote required for action on motions. Each duly elected Director shall have one vote. For Committee Meetings, a quorum shall be at least two (2) people if the committee consists of three (3) people or less.

Section 3.6.2 - Voting

Electronic voting outside a duly called Meeting may be used only when action is required before the next regular or special Meeting and delaying action would not be in the best interests of the Corporation. The Executive Committee shall determine whether electronic voting is appropriate. Electronic votes shall remain open for a reasonable period established by the President or Secretary, and the results shall be recorded in the minutes of the next regular Board Meeting. Proxy voting shall not be permitted.

Section 3.6.3 – Open Meetings & Community Participation

Board and Committee Meetings are open to Directors, committee members, volunteers, members, and the public unless the Board enters executive session as permitted by law or Board policy. Visitors may observe Board proceedings but shall not participate in deliberations or voting unless recognized by the presiding officer.

The Board may provide an opportunity for public comment during an Open Forum or other designated portion of the Meeting. The President may establish reasonable procedures governing the length, order, and conduct of public comment to ensure the orderly conduct of Board business.

Section 3.7 – Board Responsibility

The Board is responsible for governance of the Corporation through strategic planning, policy development, fiduciary oversight, and ensuring the long-term sustainability of the organization. Operational activities shall generally be delegated to committees, volunteers, employees, contractors, or the Museum Director, while remaining subject to Board oversight. Directors shall conduct themselves professionally and respectfully toward fellow Directors, volunteers, staff,

donors, and members of the public and shall avoid conduct that materially impairs the effectiveness or reputation of the Corporation. Directors owe a fiduciary duty not only to the Corporation but also to preserve and protect the collections held in trust for future generations.

Section 3.7.1 – Responsibilities of Directors

Each Director shall:

- a) Act in good faith and in the best interests of the Corporation.
- b) Support and uphold the Corporation's Mission, strategic plan, and adopted policies.
- c) Attend regular and special Meetings of the Board and actively participate in deliberations.
- d) Serve on at least one standing or special committee unless excused by the Board.
- e) Assist in fundraising, community outreach, membership development, or other activities that advance the Mission of the Corporation.
- f) Maintain the confidentiality of Board discussions and sensitive organizational information.
- g) Disclose actual or potential conflicts of interest in accordance with Board policy.
- h) Participate in Board orientation and continuing education opportunities as available.
- i) Support Board decisions once adopted by majority vote.
- j) Complete annual review of policies and budget.
- k) Complete Site Visit and Safety Orientation.

Section 3.7.2 – Board Orientation

Every newly elected Director shall receive an orientation that includes:

- a) Mission and strategic priorities
- b) Articles and Bylaws
- c) Financial overview
- d) Committee structure
- e) Collections stewardship responsibilities
- f) Review of organizational policies
- g) Completion of volunteer forms
- h) Site Visit & Safety Orientation

Section 3.8 – Executive Committee

The Board shall have an Executive Committee which may act for the Board between Meetings thereof. The Executive Committee shall be composed of four (4) members who shall be the President, Vice President, Secretary, and Treasurer. Actions taken by the Executive Committee between regular Board Meetings shall be reported to and ratified by the Board at its next regular Meeting, except where ratification is not required by law. The Executive Committee shall not exceed authority reserved by these Bylaws or by law to the full Board.

Section 3.9 – Past President or Vice President at Large

The immediate Past President or immediate Past Vice President may serve as a Director at Large for one year, or longer if no successor is duly qualified or elected by the Board.

Section 3.10 – Directors at Large

Directors at Large shall possess the same voting rights and fiduciary responsibilities as all other Directors but shall not hold an elected officer position. The Board may assign Directors at Large responsibility for special initiatives, committee leadership, mentorship of new Directors, strategic planning, collections stewardship, community outreach, or other activities that advance the Mission of the Corporation.

Section 3.11 – Ex-Officio Members

Ex-Officio Member is a person appointed to serve on the Board or a committee by virtue of a position they hold or at the Board's invitation, rather than by election. Ex-Officio members may attend and participate in meetings but are not entitled to vote and are not counted for quorum purposes. All Ex-Officio appointments shall terminate at the January Board of the Board following appointment.

Section 3.12 – Removal for Cause

A Director or Officer may be removed from office for cause — including but not limited to breach of fiduciary duty, misconduct, conduct harmful to the Corporation, or material violation of these Bylaws or Board policy — by a two-thirds (2/3) vote of the Directors currently serving at a duly convened Special Meeting at which a quorum is present.

Prior to any removal vote, the Director or Officer in question shall receive written notice of the specific grounds for proposed removal at least seven (7) days before the Meeting and shall be given an opportunity to be heard by the Board at that Meeting. The Director or Officer subject to removal shall not vote on the matter.

Removal for cause shall be recorded in the minutes. A removed Director or Officer shall remain subject to any obligations or liabilities incurred prior to removal, if the Board deems it necessary.

Section 3.12.1 – Absence

Any Member of the Board who is absent from two (2) Scheduled Meetings in one year without presenting satisfactory explanations shall be deemed to have resigned from the Board and shall cease to be a Member thereof, though eligible for reinstatement by majority vote of the Board. In the event of such a vacancy, or of any other vacancy on the Board, it may elect a successor at any duly convened Meeting.

Section 3.13 – Recordkeeping

All Board and Committee records, assets, and acquisitions are the property of the Corporation. Records, assets, and acquisitions shall be stored in a secure location approved by the Board. All records, assets, and acquisitions that are capable of electronic storage shall also be e-filed on a secure drive shared with the Board of Directors. Access to electronic records shall be governed by Board policy to protect confidential and sensitive information. Use of Artificial Intelligence for Recordkeeping or related purposes must be approved by the Board. Board Officers and Committee Chairs are responsible for maintaining records and for transferring records to the incoming Officers and Chairs on or before the Board Meeting in January.

Section 4.0 – Officers

The Officers of the Corporation shall be a President, a Vice President, a Secretary, and a Treasurer, each of whom shall be elected for a term of two (2) years or until a successor is duly qualified and elected.

Section 4.1 – Re-Election

No Officer shall be eligible for reelection to the same office after serving three (3) consecutive terms in office until at least one (1) year has expired after her or his last term of office. However,

an Officer may be elected to another office after serving up to three (3) terms in an office. In extraordinary circumstances, the Board may waive this limitation by a two-thirds vote upon determining that continuation is in the best interests of the Corporation.

Section 4.2 – Nominating Committee

At least sixty (60) days prior to the November Board Meeting a Nominating Committee will be formed consisting of up to three (3) Members of the Board. This committee shall investigate the qualifications and availability of persons who might serve as Directors and Officers, shall consult about nominees with the President and other Officers, and shall report its recommendations for such positions by letter to the Board at least thirty (30) days prior to the regular November Meeting. Should this not be accomplished in the time period identified, a special election may be held in accordance with conditions identified for Special Meetings in Section 3.5.

Section 4.3 – Additional Nominations

Additional nominations may be made by any Member of the Board with the consent of the nominee. The Officers and Directors shall be elected by majority of the ballot responses received from active, eligible Officers and Directors of the organization by the regular November Board Meeting. The Officers and Directors so elected shall take office at the January Board Meeting.

Section 4.4 – Duties of Executive Officers

The duties of the Officers shall be the following:

Section 4.4.1 – President

The President shall preside at all Meetings of the Board, appoint committee members, exercise general oversight of corporate business and perform such other duties as may from time to time be assigned by the Board of Directors. The President, or a designee, may serve as an ex-officio member of standing and special committees established by the Board. By invitation of the Board, the immediate Past President may serve as a voting member on the Board of Directors for a period of one year.

Section 4.4.2 – Vice President

Upon incapacity or absence of the President, the Vice President shall perform all duties of the President and such other duties as may be assigned by the Board of Directors. The Vice President may serve as an ex-officio member of all committees. By invitation of the Board, the immediate Past Vice President may serve as a voting member on the Board of Directors for a period of one year, or longer if no successor is duly qualified or elected by the Board.

Section 4.4.3 – Secretary

The Secretary shall record the minutes of all Meetings of the Board of Directors, maintain records of committee Meetings, oversee the maintenance of membership lists, provide for the safe keeping of all official contracts and record of the corporation, and publish notices of scheduled Meetings as required in these Bylaws. All records shall be stored in a secure physical location approved by the Board. All records shall also be e-filed on a secure drive shared with the Board of Directors.

Section 4.4.4 – Treasurer

The Treasurer shall be responsible for the prompt deposit of all receipts, accurate accounting of income and expenditures, and shall present a written financial report to the Board of Directors at each Meeting of the Board. The Treasurer shall maintain the financial records of the corporation using acceptable accounting practices and shall perform those other duties inherent to the office of the Treasurer.

Section 4.4.5 – Vacancies

A vacancy in any office, whatever the cause, shall be filled for the remainder of the current term by a vote of the Board at a duly convened Meeting if the notice thereof contains advisement of such election.

Section 4.4.6 – Succession Planning

Each Officer shall actively mentor potential future leaders and maintain documentation sufficient to ensure continuity of organizational operations. Whenever practical, Officers shall identify and develop at least one potential successor during each term of office.

Section 5.0 – Museum Director

The Board may appoint a Director who shall oversee the operation of the Museum. The Director shall be responsible for its administration and its activities in accordance with policies established by the Board. The Director shall have authority to employ and dismiss members of the Staff in accordance with policies and Budgets approved by the Board. At the January Board Meeting, the Director shall submit an Annual Report on the condition of and activities of the Museum, and they shall make recommendations regarding the condition and activities. The Director shall submit informal progress reports at the Meetings of the Board and of its Executive Committee, and they shall call to their attention any matters requiring action or notice.

Section 6.0 – Committees

The Board may designate one (1) or more Committees. Each Committee may exercise power as provided by the Board. Each Committee shall have such name as the Board may determine. The Committees shall keep regular minutes of their proceedings and report to the Board when required.

Section 6.1 – Purpose of Committees

The purpose of Board Committees is to carry out the Corporation's Mission, goals, priorities and activities as established by the Board of Directors. Committees shall coordinate their work to ensure appropriate balance among collections stewardship, preservation, education, community engagement, fundraising, and operational needs. Committees and Committee Members are bound by rules of loyalty, confidentiality and duty to uphold the organization's bylaws, strategic plan and purpose, and to communicate and coordinate with the larger Board in all plans, decisions and actions. No committee activity shall be conducted in conflict with larger Board and organizational goals or priorities.

Section 6.2 – Standing Committees

In addition to the Executive Committee, defined in Section 3.8, The Board's Standing Committees include; Operations, Development, and Facilities. The Board may also designate other committees as needed. The Committees shall keep regular minutes of their proceedings and report to the Board when required.

Section 6.2.1 – Operations & Events Committee

The Operations Committee is comprised of members responsible for the corporation's Programs, Events, and Exhibits. The committee coordinates volunteer activity for their purpose. The Operations Committee is accountable to the Board through the President and is required to provide a written report to the Board on a quarterly basis. The Operations Committee must present an annual budget of related activities to the Board for review and approval.

Section 6.2.2 – Collections Committee

The Board recognizes that preservation, documentation, and interpretation of the Corporation's historical collections constitute a primary organizational responsibility. The Board shall adopt and periodically review a written Collections Stewardship Policy that governs accessions, deaccessions, loans, care, and access. The Board must approve any proposed revision to this Policy. The Collections Committee is accountable to the Board and is required to provide a written report to the Board on a quarterly basis. The Collections Committee must present an annual budget of related activities to the Board for review and approval.

Section 6.2.3 - Development Committee

The Development Committee is comprised of members responsible for increasing the corporation's Membership, recruiting new Volunteers, Fundraising, Donations, Marketing, Communications, and Grant Submissions. The Communications Coordinator works within this Committee to support marketing and social media efforts. The Volunteer Coordinator works within this Committee to help support efforts of other Committees. The Development Committee is accountable to the Board through the President and is required to provide a written report to the Board on quarterly basis. The Development Committee must present an annual budget of related activities to the Board for review and approval.

Section 6.2.4 – Facilities Committee

The Facilities Committee is comprised of members responsible for the corporation's Facilities. The Facilities Committee is accountable to the Board through the President and is required to provide a written report to the Board on a quarterly basis. The Facilities Committee must present an annual budget of related activities to the Board for review and approval.

Section 6.3 – Committee Members

The Chairs of the Standing Committees may be members of the Board, but are not required to be so. Standing Committees may consist of members of the Board and other eligible members of the organization deemed qualified by the President or the Executive Committee.

Section 6.4 – Committee Durations

The membership of all other Committees, which may include Board Members, shall be in such number and for such terms as the President shall designate.

Section 7.0 – Advisory Board

Members of an Advisory Board may be nominated by the Nominating Committee or Executive Committee and elected by the Board. Persons appointed to the Advisory Board may on occasion provide specific expert advice to the Board of Directors. Members of the Advisory Board shall not be entitled to votes on the policies and management of the Corporation or be counted for quorum purposes.

Section 8.0 – Financial Governance & Stewardship

The Board of Directors shall exercise prudent financial oversight and stewardship of the Corporation's assets in furtherance of its charitable Mission. The fiscal year shall begin January 1 and end on December 31.

Section 8.1 – Budget Approval

The Board shall adopt an annual operating budget by the time of the January Board Meeting. The budget shall support the Corporation's Mission, strategic priorities, and responsible stewardship of its historic properties, collections, and financial resources.

Section 8.1.1 – Budget Amendments

The Board shall approve any material amendment to the adopted annual operating budget. Material amendments include, but are not limited to:

- a) Expenditures not included in the approved budget that exceed thresholds established by Board policy;

- b) Creation of a new program, initiative, or capital project requiring unbudgeted expenditures;
- c) Use of reserve funds not previously authorized by the Board;
- d) Budget revisions that materially change the financial priorities established in the adopted budget.

Each proposed budget amendment shall include, as applicable:

- a) The purpose and justification for the proposed amendment;
- b) The financial impact on the approved budget and operating reserves;
- c) Identification of the proposed funding source(s); and
- d) An evaluation of whether the expenditure may reasonably be supported through grants, restricted gifts, donations, sponsorships, partnerships, or other external funding sources in lieu of unrestricted operating funds.

Section 8.2 – Financial Oversight

The Treasurer shall present regular financial reports to the Board, including financial statements and budget-to-actual comparisons. The Board shall periodically review the Corporation's financial condition, operating reserves, and material financial risks.

The books and records of the Corporation shall be maintained in accordance with generally accepted accounting principles. The finances of the Corporation shall be reviewed, compiled, or audited by a committee appointed by the Board or by a Certified Public Accountant at the close of each fiscal year or other regularly designated period, as required or permitted by law.

Section 8.3 – Annual Financial Report

An annual report summarizing the Corporation's financial activities shall be made available to the Board, stakeholders, and the public by April 30 annually.

Section 8.4 – Insurance and Risk Management

The Board shall ensure that the Corporation maintains appropriate insurance coverage, which may include general liability, directors and officers (D&O) liability, crime/fidelity coverage, and such other policies as the Board deems prudent. The Board shall review insurance coverage no less than annually.

Section 8.5 – Capital Stewardship

The Board shall periodically review anticipated capital maintenance and preservation needs for the Corporation's historic properties, collections, and facilities. The Board shall make reasonable efforts to avoid deferred maintenance that could materially impair the Corporation's historic properties or collections. Before approving significant capital expenditures, the Board should consider:

- a) availability of grants or preservation funding;
- b) donor-restricted funds;
- c) unrestricted donations;
- d) partnerships or in-kind contributions;
- e) long-term operating and maintenance costs; and
consistency with the Corporation's strategic plan and Mission.

Section 8.6 – Conflict of Interest

Each Director shall disclose any actual or potential conflicts of interest and shall abstain from deliberation or voting when appropriate. The Board shall maintain and periodically review a Conflict of Interest Policy.

Section 8.7 – Whistleblower Policy

The Board shall maintain a written Whistleblower Policy that protects Directors, officers, employees, and volunteers who in good faith report suspected violations of law, Board policy, or ethical standards from retaliation. Reports of suspected violations shall be directed to the President or, if the President is implicated, to the Vice President or Secretary.

Section 8.8 – Document Retention and Destruction Policy

The Board shall maintain a written Document Retention and Destruction Policy that governs the retention, storage, and destruction of organizational records in accordance with applicable law. No records shall be destroyed while the Corporation is subject to any pending or reasonably anticipated legal proceeding, audit, or investigation.

Section 9.0 – Amendments

Alterations, amendments, or repeals of these Bylaws may be made by a majority vote of the Members of the Board. A notice of the vote must contain a statement or representation of the proposed alteration, amendment, or repeal.

Section 10.0 – Officer and Committee Annual Reports

Each Officer and Committee chairperson shall render annual reports of the activities of their respective Offices or Committees. A collection of quarterly reports may be submitted. Such reports shall be filed with the Secretary, who shall compile all reports and make them available to Members of the Board in electronic and hard copy formats.

Section 10.1 – Annual Board Goals

At the January Board Meeting, the Board shall establish annual organizational priorities and review progress toward strategic objectives throughout the fiscal year.

Section 10.2 – Strategic Plan

The Board shall adopt and review, at least every five (5) years, a Strategic Plan establishing organizational priorities consistent with the Corporation's Mission. The Strategic Plan shall be reviewed annually and updated as necessary.

Section 11.0 – Dissolution

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

Section 12.0 – Certification

These Bylaws were adopted by the Board of Directors of the Conifer Historical Society and Museum on **July 28, 2026**, and supersede all previous versions.

Revision Summary – Effective June 28, 2026

The Bylaws were comprehensively reorganized and modernized to strengthen nonprofit governance, clarify Board responsibilities, and better align the Corporation's governance with its Mission as a historical society and museum. Major changes include:

Mission and Governance

- Clarified the Corporation's Mission and established preservation and stewardship of the historic property, collections, and archives as the Corporation's primary responsibility.
- Added provisions emphasizing strategic planning, long-term sustainability, fiduciary oversight, and policy governance.
- Clearly distinguished governance responsibilities of the Board from operational responsibilities delegated to committees, volunteers, employees, contractors, and the Museum Director.

Board Development and Accountability

- Added Board Development provisions identifying desired knowledge, experience, and professional competencies for Board recruitment.
- Established Director qualifications, responsibilities, orientation requirements, continuing education expectations, and standards of professional conduct.
- Added requirements for annual policy and budget review and site safety orientation.
- Expanded expectations for Director participation in fundraising, community outreach, and committee service.

Meetings and Decision Making

- Clarified electronic participation and voting procedures.
- Added public meeting notice requirements and public participation guidelines.
- Established procedures governing electronic voting and Executive Committee actions between Board Meetings.
- Clarified quorum and voting requirements.

Board Composition

- Defined the role, responsibilities, and authority of Directors at Large.
- Expanded provisions regarding Past President service.

- Added formal removal-for-cause procedures, due process protections, and attendance requirements.

Financial Governance and Risk Management

- Expanded Article VIII into a comprehensive Financial Governance and Stewardship article.
- Added procedures for budget amendments and Board approval of material financial changes.
- Added provisions for financial oversight, annual financial reporting, insurance and risk management, capital stewardship, conflict of interest, whistleblower protection, and document retention.

Planning and Organizational Stewardship

- Added requirements for annual Board goals and periodic strategic planning.
- Expanded committee responsibilities to better support museum operations, collections stewardship, facilities, fundraising, volunteer engagement, and organizational development.
- Strengthened requirements for organizational recordkeeping and electronic records management.

Administrative Improvements

- Reorganized the Bylaws for improved readability and logical flow.
- Renumbered sections, updated terminology, corrected formatting, and added a Certification section documenting Board adoption of the revised Bylaws.