

# **PRINCETON BATTLEFIELD SOCIETY**

## **CONSTITUTION**

### **ARTICLE 1 -NAME AND LOCATION**

This organization shall be known as “The Princeton Battlefield Society.” This organization’s office is located in Princeton, Mercer County, New Jersey.

### **ARTICLE 2 - PURPOSE**

The organization will promote, interpret, conserve and protect the Princeton Battlefield State Park administered by the State of New Jersey, Department of Environmental Protection, Division of Parks and Forestry, State Park Service, for the people of New Jersey and other visitors by:

- A. Increasing public awareness and use through accessibility interpretation and attractiveness;
- B. Raising funds to assist and facilitate site management, curatorial care, museum acquisitions, interpretation, and community outreach and other activities related to improving the site and the visitor experience, including but not limited to the building of a visitors center;
- C. Promoting the site’s educational use by school children, and other groups, individuals and the general public;
- D. Researching, acquiring, conserving and curating objects or importance to the site’s history;
- E. Developing and providing volunteer staffing for interpretive programs and events related to the site;
- F. Acquiring of land, not currently owned by the state on which the Battle of Princeton took place, including but not limited to land on which troops were maneuvered on the day of battle pus land which would be useful for interpreting the battle to the public;
- G. Restoring of the Princeton Battlefield to its appearance at the time of the battle, including the rebuilding of structures no longer present on the field such as houses, barns and fences and the planting of orchards.
- H. Memorializing the participants of the Battle of Princeton; and
- I. Enhancing the public understanding of the American Revolution and the significance of the “Ten Crucial Days Campaign” and the Battle of Princeton in that struggle.

### ARTICLE 3 - MEMBERSHIP

Members shall consist of all those persons, partnerships or corporations who have contributed financially to the organization and otherwise met membership criteria in accordance with the provisions of the by-laws.

### ARTICLE 4 - INCOME

No part of the income of the Society shall inure to the benefit or, or be distributable to, its members, trustees, officers, or other private persons except that the Society shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 2 hereof. No substantial part of the activities of the Society shall be the carrying on the propaganda, or otherwise attempting to influence legislation; and the Society shall not participate in or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these articles, the Society shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c) (3) of the Internal Revenue Code.

### ARTICLE 5 - OFFICERS

The officers of this organization shall be a President, two Vice Presidents, a Treasurer and a Secretary and such other officers and assistant officers as the needs of this organization may require as determined by the Board. Officers shall be selected by a majority vote of members of the Board of Trustees at the first meeting of the Board held after the Annual Meeting of the general membership, which shall be held at a convenient date in the fall of each year. The officers shall continue in office for one year or until their successors are elected.

### ARTICLE 6 - NOMINATING COMMITTEE

The Board of Trustees shall appoint a nominating committee of five members of the Society to nominate trustees for election at the Annual Meeting. Additional nominations may be made by petition of 10% of the membership submitted to the Secretary at least seven days before the Annual Meeting..

### ARTICLE 7 - BOARD OF TRUSTEES

The Board of Trustees shall determine the number of Trustees which shall consist of not less than six or more than 19 members, all of whom must be members of this organization. . Board members shall be nominated by the Nominating Committee and by petition of the membership and be elected by the voting membership for a three year term at the Annual Meeting of the membership on such date as may be selected by the Board. The Annual Meeting shall be held during the Fall of each year. Beginning in 2007 the Annual Meeting shall be held in the Spring of each year. The members may vote for trustees in person at the Annual Meeting or by mail in accordance with procedures established by the board. The membership may not vote by proxy on this matter or any other matter, but members of the Board may vote by proxy at any meeting of the Board.

## ARTICLE 8 - COMMITTEES

There shall be an Executive Committee consisting of the President, two Vice Presidents, Treasurer, and Secretary. Other committees will be appointed by the Board as may be deemed necessary to carry out the purposes of the organization. Attendance by a majority of the Executive Committee shall constitute a quorum.

## ARTICLE 9 - AMENDMENTS

Additions, deletions and amendments to this Constitution and to the by-laws may be made at any regular meeting of the Society by the concurrence of 2/3 of the members present, providing, however, that ten days or more before the meeting, a draft of the proposed changes be sent to all members with a statement to the effect that the change will be discussed and voted on at the meeting.

## ARTICLE 10 - QUORUM

Twelve members or 50% of the members in good standing, whichever is less, present at any regular meeting of members shall constitute a quorum. Six Board members or 50% of the members of the Board of Trustees, whichever is more, present at any regular meeting of the Board of Trustees shall constitute a quorum. All meetings of members and all meetings of the Board may be held in person or by means of a conference call or similar communications equipment by means of which all persons participating in the meeting can hear each other.

## ARTICLE 11 - VACANCIES AND REMOVALS FOR CAUSE

When a vacancy occurs in any of the offices of the organization for any reason, such vacancy shall be filled by the Executive Committee of the Board for the unexpired term. Members of the Board of Trustees may be removed for cause by a vote of 2/3rds of the Board. Cause for removal shall include any act take by such Board member reasonably believed by the Board to be substantially adverse to the goals and purposes set forth herein or materially detrimental to the well being of the organization such as the indictment for any crime or commission of any malfeasance such as embezzlement of Society funds. Cause for removal shall also include the failure to attend more than two meetings of the Board in any year without reasonable cause or the failure to attend fifty percent or more meetings of the board in any year for any reason.

## ARTICLE 12 -DISSOLUTION

Upon the dissolution of the Society, the Board of Trustees shall, after paying or making provisions for the payment of all of the liabilities of the Society, dispose of all of the assets of the Society exclusively for the purposes of the Society in such a manner, or to such organization or organizations organized and operated for commemorating and educating the public on the American Revolution as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. . Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Society 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.

## ARTICLE 13 - CONSTITUTIONS

This constitution shall become effective immediately upon its approval by three-fourths of the members present at an Annual Meeting. Until such time, the official functions of the Society shall be carried out by a Steering Committee consisting of the acting officers and Founding Members.