

Over the past year the Board of Directors has undertaken a comprehensive review and revision of the Parma Hilton Historical Society (PHHS) By-Laws. The proposed changes were unanimously approved by the Board at its January 21<sup>st</sup> meeting. They are scheduled to be voted on by the PHHS Membership on Monday, April 13, 2026 at 7:00 pm, prior to our regularly scheduled program that evening. If two-thirds ( $\frac{2}{3}$ ) of the Members who attend that meeting vote to approve the new By-Laws, they will go into effect immediately. We will then proceed to elect the officers and trustees to the Board for the upcoming 2026-27 year. Please make an effort to attend.

The By-Laws are the fundamental rules that govern how the Historical Society operates. Think of them as our constitution. They state our mission, establish our organization's basic structure, and set the fundamental rules. Any changes require a supermajority vote of two-thirds ( $\frac{2}{3}$ ), by both the Board of Trustees and the Membership.

In addition, the Board maintains an Operations Manual which sets out the specific day to day procedures that it follows and explains in detail how and what we do. It is a continuing work in progress that is updated and approved by a simple majority vote of the Board.

The By-Laws revisions that are being proposed have been posted on the PHHS website ([ParmaHiltonHistoricalSociety.com](http://ParmaHiltonHistoricalSociety.com)) and published in the February newsletter. Everyone is invited to read them and to submit comments and suggestions to the Board by February 17<sup>th</sup>. by email to [ParmaHiltonHistory@gmail.com](mailto:ParmaHiltonHistory@gmail.com); or by letter addressed to the Parma Hilton Historical Society, 1300 Hilton Parma Corners Road, Hilton, NY 14468; or by reaching out to Board members in person. These will be considered by the Board at its meeting on February 18, 2026. Thereafter, a final version of the proposed By-Laws for the Membership vote will be approved, reposted to the website, and published in the March newsletter.

Here is a summary of the proposed By-Laws revisions.

There are a number of technical changes throughout, which are intended to improve readability. Parma Hilton Historical Society has been abbreviated as "PHHS", and spelling and punctuation changes have been made. Some sections have been rearranged, and others have been re-written for clarity without changing their meaning.

There are also several important substantive changes to the By-Laws to be considered. A **Preamble** has been added stating our Mission Statement to keep us focused on our objectives.

**ARTICLE I Members** has been simplified by combining the several types of Membership into one. Everyone with an interest in our local history, who pays their dues, shall be considered a Member without regard to types of Membership

Articles I also authorizes holding Membership meetings electronically (*Zoom*, etc.) and Article II does the same for Board meetings. This will make it possible for distant Members and speakers to participate and convenient for local people as well.

**ARTICLE II Board of Trustees** makes ~~for~~ significant election changes.

The four Officers would be elected for two year terms, instead of one. It is thought that two years terms rather than one year terms would provide for more continuity. The two year term for the President and the Treasurer would begin with the 2026 elections, and two year term for the Vice President and the Secretary would begin with the 2027 election. Also, any candidate for President would be required to have served at least one complete term as a member of the Board.

A provision has been added to even out our Trustee elections so that three (3) of the nine (9) Trustees will be elected each year, replacing the current system which operates on an election cycle of three (3), then four (4), then two (2).

Additional requirements have been added for scheduling Special Meetings of the Board. The Board Calendar has been removed from the By-Laws to the Operations Manual to allow for more scheduling flexibility.

**ARTICLE III Officers Responsibilities** has had sections rewritten sections for clarity. Provisions providing for the appointment of assistants to the Secretary and the Curator, as well as descriptions of the responsibilities of the Programs Chair and Registrar of Collections have been relocated to the Operations Manual, because these positions that are not required to be members of the Board.

The Treasurer would no longer be limited to investing only in government insured bank accounts. This would allow us to diversify our investments beyond the very low rates offered by bank accounts.

**ARTICLE IV Committees** provides that all committees will be appointed by the Board.

**ARTICLE V Vacancies** and **Article VI Amendment of the By-Laws** make no substantive changes.