
The Historical Timekeepers, Inc. By-laws

Updated November 12, 2019

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32 **Section 1.0 Mission Statement**

33 The Historical Timekeepers, Inc. exists to honor the sacrifice of our ancestors and to
34 teach the public about life during the American Civil War.

35

36 **Section 2.0 Organizational Statement**

37 The Historical Timekeepers, Inc. is a perpetual Corporation having internal affairs
38 regulated by a Board of Directors.

39 The legal address of the Historical Timekeepers, Inc. shall be that of the Treasurer of the
40 Corporation.

41 As of 1/26/2019 the address shall be: 1435 E. Devonshire Road, Delafield, WI 53018.

42 The Historical Timekeepers, Inc. active membership shall vote at the Annual Meeting for
43 the positions of President, Vice President, Secretary, Treasurer, Event Coordinator and
44 Board of Director additional members.

45 The Historical Timekeepers, Inc. is to provide a means for people to enter and grow in
46 the hobby of reenacting.

47 The Historical Timekeepers, Inc. also encourage members to work together and continue
48 their education to better themselves and their living history presentations.

49 The Historical Timekeepers, Inc. respects the rights of all people to learn more about
50 their national heritage free from coercion or revisionism.

51 The Historical Timekeepers, Inc. denounces, in the strongest possible terms, the practice
52 of racism, racial supremacy, hate groups and any other groups or organizations that
53 promotes, hatred, distrust, or suppression of any minority or ethnic group.

54 The Historical Timekeepers, Inc. abides by the laws of the United States of America.

55 The Historical Timekeepers, Inc. does not discriminate on the basis of sex, race,
56 religion, age, national origin, ancestry, creed, marital or parental status, sexual
57 orientation, physical disability, or economic status.

58

59 **Section 3.0 Membership**

60 *Section 3.1 – General Membership Information*

61 The Historical Timekeepers, Inc. encourage members to pursue areas of personal
62 historical interest which are complementary to the overall group presentation, always
63 striving for accuracy and authenticity.

64 Membership opportunity is available to anyone who is interested in pursuing the re-
65 enacting hobby within the By-laws and Guidelines of the Historical Timekeepers, Inc.

66 An active/voting member is determined by the following criteria:

67 At least 18 years old;

68 Attends at least three (3) scheduled events per year, not including the Group
69 Annual Meeting or Group sponsored social event.

70 Attending an event consists of being present at an event, a minimum of
71 one (1) day for 75% of the event's public hours of operation.

72 Membership dues are paid and current to the year.

73 Each Active/Voting Historical Timekeepers, Inc. member shall have one (1) vote.

74 An absentee ballot for election of officers may be requested from the Secretary no later
75 than three (3) weeks prior to the Annual Meeting and must be returned no later than one
76 (1) week prior to the Annual Meeting, and will only be counted when accompanied with
77 paid membership dues.

78

79 The Historical Timekeepers, Inc. reserves the right to deny membership to anyone who
80 has been convicted of a felony, sexual misconduct, or a violent crime.

81 If such conditions exist the Board of Directors of the Historical Timekeepers, Inc. will
82 meet as a group to discuss and vote the appropriate course of action to be taken.

83

84 *Section 3.2 - Historical Timekeepers, Inc. Membership and Event Documentation:*

85 Members over the age of 18 years must have the following on file:

86 Historical Timekeepers, Inc. membership form

87 Members under the age of 18 years must have the following on file:

88 Historical Timekeepers, Inc. membership form signed by a parent or legal
89 guardian
90 Parents or legal guardians are responsible for the supervision of their minor children, at
91 all times.
92 Supervision of a minor child(ren), may be transferred from the parent or legal
93 guardian to a member(s) of the Historical Timekeepers, Inc. with the consent of the
94 member(s).
95 The Historical Timekeepers, Inc. strongly encourage medical information cards in case of
96 emergency.

97

98 *Section 3.3 - Guest*

99 A guest is a person of any age invited by a Historical Timekeepers, Inc. member.
100 Guests under 18 years of age are required to have a signed parental consent to attend the
101 Event.
102 The Parental Consent Form must be in the possession of the member responsible for the
103 guest.

104

105 **Section 4.0 Membership Dues**

106 Members are expected to pay Historical Timekeepers, Inc. dues annually.
107 Dues may be paid, via cash or check, in person at the Annual Meeting or mailed directly
108 to the Treasurer.
109 The dues will only be raised if the Historical Timekeepers, Inc. vote to do so at the
110 Annual Meeting and will take effect at the following Annual Meeting.

111 Schedule of dues:

112 Individual person (18 and over): \$15.00
113 Family (up to 2 adults and up to 3 children under the age of 18 on Jan.1 and
114 residing at the same residence): \$25.00
115 Additional children under 18: \$ 5.00 for each

116 Dues are non-refundable.

117

118 **Section 5.0 Executive Board of Directors Positions - Officers**

119 The Board of Directors Officers shall be a President, Vice-President, Secretary,
120 Treasurer and such other Officers as the Board of Directors may designate.

121

122 *Section 5.1 Appointment of Officers; Terms of Office - President*

123 The President shall be a Director of the Corporation and will preside at the meeting
124 of the Board of Directors. The President shall perform all duties attendant to that office
125 which are subject, however, to the control of the Board of Directors and shall perform
126 such other duties as on occasion shall be assigned by the Board of Directors.

127 The President shall set the agenda for the Annual Meeting as well as all Board meetings.

128 The President shall be the authorized signatory on contracts on behalf of the Board of
129 Directors as recorded in the minutes of the corporation.

130 The President shall be one of at least two authorized signatories on the Corporation's
131 bank accounts (the other being the Treasurer).

132 The President shall be an elected position for the term of two years.

133 Criteria for being nominated and elected to the position of President:

134 Active member for two (2) years and attends 25% of events.

135 Must camp within the group setting for the duration of the event.

136 Must attend Annual Meeting.

137 The President shall have one vote on matters voted on at Board of Directors Meetings.

138

139 *Section 5.2 Appointment of Officers; Terms of Office - Vice President*

140 The Vice President shall be a Director of the Corporation and will preside at meetings
141 of the Board of Directors in the absence of or request of the President.

142 The Vice-President shall perform other duties as requested and assigned by the President,
143 subject to the control of the Board of Directors.

144 The Vice-President shall be the alternate signatory on contracts on behalf of the Board of
145 Directors as recorded in the minutes of the Corporation.

146 The Vice President shall be an elected position for the term of two years.

147 Criteria for being nominated and elected to the position of Vice President:

148 Active member for two (2) years and attends 25% of events.

149 Must camp within the group setting for the duration of the event.

150 Must attend Annual Meeting.

151 The Vice President shall have one vote on matters voted on at Board of Directors
152 meetings.

153

154 *Section 5.3 Appointment of Officers; Terms of Office - Secretary*

155 The Secretary shall be a Director of the Corporation and shall be responsible for keeping
156 Records of the Board of Directors actions, including overseeing the taking of minutes at
157 all Board of Directors meetings, sending out meeting announcements and proxy ballots,
158 distributing copies of minutes and agendas to each Board member, and assuring that
159 corporate records are maintained.

160 The Secretary shall perform other duties as requested and assigned by the President,
161 subject to the control of the Board of Directors.

162 The Secretary shall be an elected position for the term of two years.

163 Criteria for being nominated and elected to Secretary:

164 Active member for two (2) years and attends 25% of events.

165 Must attend the Annual Meeting.

166 The Secretary shall have one vote on matters voted on at Board of Directors Meetings.

167

168 *Section 5.4 Appointment of Officers; Terms of Office - Treasurer*

169 The Treasurer shall report to the Board of Directors at each regular meeting on the status
170 of the Corporation's finances.

171 The Treasurer shall maintain financial records, pay bills, assist in the preparation of the

172 budgets, help develop fundraising plans, make financial information available to the
173 Board of Directors and the public and file appropriate tax forms.

174 The Treasurer shall submit financial reports to the Historical Timekeepers, Inc.
175 Membership, showing all income and expenditures at the Annual Meeting or upon
176 request.

177 The Treasurer shall be one of at least two authorized signatories on the Corporation's
178 bank account(s) (the other being the President).

179 The Treasurer shall perform other duties as requested and assigned by the President,
180 subject to the control of the Board of Directors.

181 The Treasurer shall be an elected position for the term of two years.

182 Criteria for selection as Treasurer:

183 Active member for two (2) years and attends 25% of events.

184 Basic knowledge of accounting practices.

185 Must attend the Annual Meeting.

186 The Treasurer shall have one vote on matters voted on at Board of Directors Meetings.

187

188 **Section 6.0 – Non-Executive Board Positions**

189 *Section 6.1 - Board Members*

190 A Board Member will uphold and enforce the By-laws of the Corporation.

191 Board Members will assist the Executive Officers with the direction of the Corporation.

192 Board Members will assist in the recruitment and the assimilation of new
193 members into the group.

194 The Board Member shall be an elected position for the term of two year.

195 Criteria for being nominated and elected to the Board of Directors:

196 Active member for two years.

197 Each of the Board Members shall have one vote on matters voted on at Board of
198 Directors Meetings.

199

200 *Section 6.2 - Event Coordinator*

201 The Event Coordinator shall report to the Board of Director's at each regular meeting on
202 the status of the upcoming events.

203 The Event Coordinator will act as a liaison between the upcoming events and group
204 members.

205 The Event Coordinator will schedule all events for the group.

206 The Event Coordinator shall be an elected position for the term of two years.

207 Criteria for Event Coordinator:

208 Active member for two (2) years and attends 25% of events.

209 The Event Coordinator shall have one vote on matters voted on at Board of Directors
210 Meetings.

211

212 **Section 7.0 Elections and Terms**

213 The President, Vice President, Secretary, Treasurer, Event Coordinator and Board
214 Members shall be elected by the Historical Timekeepers, Inc. members at the annual
215 meeting, or, in the case of vacancies, as soon thereafter as convenient.

216 Elections of Officers and Board Members are scheduled as
217 follows:

218 Presidential elections every two years, staggered with the Vice-President;

219 Vice-Presidential elections every two years, staggered with the President;

220 Secretarial elections every two years, staggered with the Treasurer;

221 Treasurer elections every two years, staggered with the Secretary;

222 Event Coordinator elections every two years;

223 All non-Executive Board positions elected for two (2) years with the terms to be
224 staggered to alternate terms of Board members.

225 No single person shall hold more than one position on the Historical Timekeepers, Inc.
226 Board of Directors at a given time.

227

228 **Section 8.0 Committees**

229 *Section 8.1 Nominating Committee*

230 There shall be a Nominating Committee composed of at least three (3) members of the
231 Board of Directors and two (2) active non-board members. This committee shall be
232 formed at the first Board of Directors meeting after the Annual Meeting.

233 The Chair of the Nominating Committee shall be appointed by the Board of Directors or
234 the President of the Corporation.

235 The Nominating Committee shall be responsible for collecting nominations for elected
236 offices as described in the Historical Timekeepers, Inc. by-laws before Nov. 1st of each
237 year.

238 Nominees shall be presented to the Board of Directors by Nov.1st and will be approved
239 by the Board of Directors by Dec. 1st and available to all current members at least four
240 (4) weeks prior to the Annual Meeting.

241

242 *Section 8.2 Technology Committee with Board Chair*

243 The Technology Committee will be responsible for the creation and maintenance of the
244 group's website and social media pages.

245 The Technology Committee chair will be a current Board Member, as assigned by the
246 Board of Directors.

247 Interested Non-Board members may serve on the Technology Committee.

248

249 *Section 8.3 – Social Committee with Board Chair*

250 The Social Committee will be responsible for social activities sponsored by the Historical
251 Timekeepers, Inc.

252 The Social Committee chair will be a current Board Member, as assigned by the
253 Board of Directors.

254 Interested Non-Board members may serve on the Social Committee.

255

256 **Section 9.0 Removal of a Board Member**

257 An Officer (Executive) or Board Member (Non-Executive) may be removed by a vote of
258 a simple majority of the total members of the Board of Directors, whenever in
259 the Board's judgment, the best interest of the Historical Timekeepers, Inc. will be served.

260

261 **Section 10.0 Meetings**

262 *Section 10.1 - Annual Meeting*

263 The Historical Timekeepers, Inc. Annual Meeting will be held during the first quarter of
264 each calendar year at a location and time to be determined by the President.

265 The Annual Meeting agenda must include:

266 Election of Board of Directors Members:

267 Financial report

268 Schedule the up-coming year's events

269 A quorum for the Annual Meeting shall consist of at least (5) five Board Members and
270 no less than forty-five percent (45%) non-Board Members.

271 An absence of any current Board Member or Nominee for the Board of Directors from
272 the Annual Meeting must be approved by majority vote of the Board of Directors. A
273 Board Member or Nominee must notify the Board of Directors as soon as possible in
274 reference to their pending absence from the Annual Meeting.

275

276 *Section 10.2 - Board Meetings*

277 In addition to the Annual Meeting, a minimum of 3 additional Board of Director
278 meetings will be held throughout the season.

279 A quorum for a Board of Directors Meeting should consist of at least (5) five Board
280 Members.

281 Board of Directors Meetings are open to all members.

282

283 **Section 11.0 Financial Transactions**

284 *Section 11.1 Income*

285 All member dues, whether check or cash or through electronic methods paid to the
286 Historical Timekeepers, Inc. will be deposited into the Historical Timekeepers, Inc. bank
287 account.

288 Bounties paid to the Historical Timekeepers, Inc. (such as fashion presentations and
289 events) will be deposited into the Historical Timekeepers, Inc. bank account.

290 All donations, whether check or cash or through electronic methods paid to the Historical
291 Timekeepers, Inc. will be deposited into the Historical Timekeepers, Inc. bank account.

292 All miscellaneous income whether check or cash or through electronic methods paid to
293 the Historical Timekeepers, Inc. will be deposited into the Historical Timekeepers, Inc.
294 bank account.

295

296 *Section 11.2 Disbursements of Funds*

297 Historical Timekeepers, Inc. will present an annual budget which includes the potential
298 disbursement of funds for supplies, donations, website maintenance, group mailings,
299 sponsored events, incorporating and maintaining the Historical Timekeepers, Inc. name.

300 Disbursement of funds for the official business of the Historical Timekeepers, Inc. will be
301 done through the Historical Timekeepers, Inc. bank account.

302 Disbursement may be done through check (paper or ACH) or debit card transactions.

303 The President, Treasurer and any other authorized signatories on the Corporation's
304 bank account(s) may possess a debit card.

305 Reimbursement of items purchased for the use of the Historical Timekeepers, Inc. by a
306 member who is not a Historical Timekeepers, Inc. debit card holder shall be made via
307 check from the Historical Timekeepers, Inc. bank account.

308

309 *Section 11.3 Use of Funds for Non-Official Historical Timekeepers, Inc. Purposes*

310 The use of the group's funds for non-official Historical Timekeepers, Inc. purposes is
311 strictly prohibited.

312 In the case of an inadvertent use of Historical Timekeepers, Inc. funds for
313 unofficial purposes, the user shall immediately contact the Treasurer and President and
314 reimburse the group for the transaction(s).

315 At no time shall funds belonging to the Historical Timekeepers, Inc. be available as a
316 loan to members or non-members alike.

317

318 **Section 12.0 Judicial Board**

319 A Judicial Board will convene to review potential disciplinary action of a Historical
320 Timekeepers, Inc. member.

321 In the event a Judicial Board is needed, a simple majority of the total members of the
322 Board of Directors Members shall be required for a Judicial Hearing.

323 The Judicial Board will meet as soon as possible.

324 The decision and findings must be unbiased and in writing.

325 The Judicial Board may reprimand, change an individual's status or dismiss the
326 individual from the Historical Timekeepers, Inc.

327 The member in question may appeal the ruling of the Judicial Board within thirty (30)
328 Days of receipt of notice.

329 The appeal must be in writing and submitted to the Board of Directors.

330 The appeal will be reviewed, and a final decision will be rendered in writing within thirty
331 (30) days.

332

333 **Section 13.0 Disciplinary Actions**

334 All Historical Timekeepers, Inc. members are representative of our group at events and
335 should adhere to the By-laws and Guidelines.

336 The social consumption of alcoholic beverages shall be permitted:

337 After public hours;

338 After all weapons are secured;

339 Within the laws of the state and local jurisdiction in which the event is held.

340 Disciplinary action shall be taken for, but not limited to, the following actions:

341 Excessive drinking or public drunkenness,

342 The misuse of non-prescription or prescription drugs,

343 Any possession or use of illegal drugs,

344 Violence or harassment, whether physical, verbal or electronic,

345 Vulgar or obscene behavior,

346 Theft or destruction of personal or public property.

347 Any alleged infraction must be submitted in writing to the Board of Directors within

348 fifteen (15) days of the date of the incident.

349 Other re-enactment groups may socialize with our encampment. Any individual

350 visiting our encampment and displaying unacceptable behaviors may be asked to leave

351 our encampment by any Board of Directors Member(s).

352

353 **Section 14.0 Dissolution**

354 Upon the time of dissolution of the Historical Timekeepers, Inc., assets shall be

355 distributed by the Board of Directors, after paying or making provisions for the payment

356 of all debts, obligations, liabilities, costs and expenses of the Historical Timekeepers, Inc.

357 for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal

358 Revenue Code, or the corresponding section of any future federal tax code, or shall be

359 distributed to the federal government, or to a state or local government for a public

360 purpose or to a non-profit, 501(c)(3), with a similar mission. Any such assets not so

361 disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in

362 which the principal office of the Historical Timekeepers, Inc. is then located, exclusively

363 for such purposes or to such organization(s), as said court shall determine, which are

364 organized and operated exclusively for such purposes. Any distribution shall be made in

365 accordance with all applicable provisions of the laws of this state.

366

367 **Section 15.0 - Amendment of By-laws**

368 Any member may submit proposed amendments to the By-laws in writing at least 60
369 days prior to the Annual Meeting.
370 Submissions shall be reviewed by the Board of Directors prior to the Annual Meeting.
371 The Board of Directors will review the By-laws annually.

372

373 **Section 16.0 - Date of Incorporation and EIN**

374 The Historical Timekeepers, Inc. was incorporated in the State of Wisconsin effective
375 January 21, 2010

376 The Historical Timekeepers, Inc's EIN is 45-4522900

377

378 **Appendix**

379 *Version History*

380 Document Written: 2003

381 Document Revised: 3-4-2005

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