

Constitution

of Historical Association of Southern Florida

ARTICLE I: NAME

The name of this association shall be Historical Association of Southern Florida. The place where it is to be located is Miami, in Dade County, Florida.

ARTICLE II: OBJECTS

The purposes of the Historical Association of Southern Florida are

(1) To discover, collect and preserve all materials, especially original and source materials, pertaining to the history of or in any manner illustrative of Southern Florida and related areas such as the Keys, Bahamas, Yucatan, Cuba and West Indies generally.

(2) The dissemination of this knowledge for the enlightenment of our citizenry through preparing, editing and publishing historical materials descriptive and illustrative of Southern Florida and related areas especially through an annual journal and programs of historical papers.

(3) To promote historical research.

(4) To preserve and perpetuate historic sites and places.

(5) To bring together those interested in the history of these areas.

(6) To promote and stimulate public interest in and appreciation of the history of Southern Florida and related areas and to further in every way Southern Florida's historic past.

ARTICLE III: MEMBERSHIP

All persons of good character may become members of this Association upon payment of dues as provided by the by-laws. Honorary members may be chosen at all annual meetings but only upon unanimous recommendation of the Board of Directors. The Board of Directors may provide by appropriate by-laws for additional types of membership, such as contributing members, life members and other special types of members, as the Board sees fit, who shall pay such dues as the Board may determine.

ARTICLE IV: TERMS OF EXISTENCE

This Association shall have a perpetual existence.

ARTICLE V: ORIGINAL INCORPORATORS

Founding members and charter members in list of members on page 78-80.

ARTICLE VI: OFFICERS AND ANNUAL MEETING

Section 1. The affairs of the Association are to be managed by the following officers and directors, namely:

A President, a First Vice-President, a Second Vice-President, a Secretary, a Treasurer, Editor of the Journal, a Librarian and a Board of Directors consisting of the President, the First and Second Vice-Presidents, the Secretary, the Treasurer, the Editor of the Journal, the Librarian and not more than twenty-one directors chosen from the membership at large.

Section 2. Such officers and directors named herein shall be elected annually.

T E Q U E S T A

Section 3. Such officers and directors are to be elected at the annual meeting of the Association which shall be held on the fourth Tuesday in May unless otherwise designated by the Board of Directors, the place of such annual meeting to be designated at least ten days in advance by the Board of Directors.

ARTICLE VII: CHARTER OFFICERS AND DIRECTORS

The names and residences of the officers and directors who are to manage all of the affairs of the Association until the first election are as follows:

George E. Merrick, Miami
President

F. M. Hudson, Miami
First Vice-President

Gainies R. Wilson, Miami
Secretary

Lewis Leary, Coconut Grove
Editor, Tequesta

Mrs. James M. Carson, Miami
Second Vice-President

Thomas P. Caldwell, Coral Gables
Treasurer

Mrs. Mabel B. Francis, Miami
Librarian

DIRECTORS

Hervey Allen, Coconut Grove
A. H. Andrews, Estero, Florida
Bowman F. Ashe, Coconut Grove
James M. Carson, Miami
D. Graham Copeland, Everglades, Florida
S. Bobo Dean, Miami Beach
Marjory Stoneman Douglas,
Coconut Grove
Gaston Drake, Miami
George C. Estill, Miami
Mrs. William L. Freeland, Coral Gables

Dr. John C. Gifford, Coconut Grove
Cornelia Leffler, Miami
Mrs. Charles W. Ten Eick,
Hollywood, Florida
John G. McKay, Miami Beach
Robert E. McNicoll, Coral Gables
Mary Moseley, Nassau, N.P. Bahamas
Thomas J. Pancoast, Miami Beach
William R. Porter, Key West
Edwrd C. Romfh, Miami
Charlton W. Tebeau, Coral Gables

ARTICLE VIII: BY-LAWS

Section 1. The by-laws of the Association are to be made, altered or rescinded by a two-thirds vote of members present and voting at any regular meeting with the revisions having been read at a previous meeting.

Section 2. The Board of Directors shall at its discretion create such committees as may be necessary to carry on the work of the society and the President will appoint such committees subject to the approval of the Board of Directors and said Board shall determine what publication or publications, if any, shall be issued by the Association, and shall provide funds for the expenses of issuing and handling the same.

ARTICLE IX: LIMIT OF INDEBTEDNESS

The highest amount of indebtedness or liability to which the Association may at any time subject itself is \$10,000.00 dollars, which shall never be greater than two-thirds of the value of the property of the Association.

ARTICLE X: VALUE OF REAL ESTATE

The amount in value of the real estate which the Association may hold, subject always to the approval of the Circuit Judge, is \$25,000.00 dollars.

ARTICLE XI: AMENDMENTS

This Association may amend its charter by resolution as provided in the by-laws, and as provided by law.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals.

GEORGE E. MERRICK

F. M. HUDSON

JAMES M. CARSON

GAINES R. WILSON

WILLIAM B. ROMAN

By-Laws

Historical Association of Southern Florida

ARTICLE I: NAME

The name of this Society shall be the "HISTORICAL ASSOCIATION OF SOUTHERN FLORIDA." Its headquarters shall be in Dade County, Florida.

ARTICLE II: OBJECTS

The objects for which this Association is formed are to:

1. Discover, collect and preserve all materials, especially original and source materials, pertaining to the history of or in any manner illustrative of southern Florida and related areas, such as the Florida Keys, the Bahamas, Yucatan, Cuba and the West Indies generally;

2. The dissemination of this knowledge for the enlightenment of our citizenry through the preparation and publication of historical material descriptive of and illustrative of southern Florida and related areas through an annual Journal and programs of historical nature;

3. To promote historical research, and to preserve and perpetuate historical sites;

4. To bring together those interested in the history of these areas; to promote and stimulate public interest in and appreciation of the history of the area and to further in every way the perpetuation of the knowledge of Florida's historic past.

ARTICLE III: ELIGIBILITY AND MEMBERSHIP

Section 1. All persons of good character, agreeable to the Board of Directors may become members of this Association upon the payment of annual dues.

Section 2. Honorary members may be chosen at any regular meeting, provided that names for such membership may be presented only upon unanimous recommendation of the Board of Directors. A majority vote at the annual meeting shall elect.

Section 3. The Board of Directors may, from time to time, provide for additional types of membership, with such dues as the Board may determine.

ARTICLE IV: TERM OF EXISTENCE

This Association shall have a perpetual existence.

T E Q U E S T A

ARTICLE V: OFFICERS

Section 1. The officers of this Association shall consist of a President, a Vice-President, a second Vice-President, a Recording Secretary, a Corresponding Secretary, a Treasurer, an Editor of the Journal and a Librarian.

Section 2. There shall be directors, not more than twenty-one in number, chosen from the membership at large.

Section 3. Such officers and directors shall constitute a Board of Directors and shall be elected by ballot at the Annual Meeting.

ARTICLE VI: DUTIES OF OFFICERS

Section 1. The president shall preside at all meetings and shall perform such other duties as pertain to the office. He shall be member ex-officio of all committees except the nominating committee.

Section 2. The vice-presidents, in their order, shall in the case of the death, absence, or resignation of the president, perform the duties of the office.

Section 3. The recording secretary shall keep a permanent record of all meetings and shall have charge of all records and documents, except those which properly are in the care of the librarian and editor.

Section 4. The corresponding secretary shall conduct the general correspondence of the Association, and shall send out notices of all meetings, upon receipt of programs from the Program Chairman. He shall notify all officers of their election, all committees of their appointment and members of any action affecting them. In case of the absence of the recording secretary, he shall perform such of his duties as are imperative.

Section 5. The treasurer shall collect the dues and have charge of all funds of the Association, and shall deposit same in a bank designated by the Board of Directors. He shall keep an alphabetical list of all members with addresses, date admission to the Association. He shall make all payments for authorized purposes by check only. His accounts shall be audited at the close of his term of office in a manner determined by the Board of Directors.

Section 6. The editor of the Journal shall have charge of the publication of the "Tequesta," official journal of the Association. He shall be assisted by associate editors who shall be appointed by the president with the approval of the Editor and Board of Directors.

Section 7. The librarian shall have charge of all books, manuscripts, relics, documents and maps, including all surplus copies of Tequesta, and such other materials as may be the property of the Association and such other materials loaned to the Association. He shall keep an itemized, classified list of all accessions with the name of the donor, date of the gift and any information pertaining to them. He shall continually strive to increase these accessions.

ARTICLE VII: BOARD OF DIRECTORS

Section 1. The officers and directors shall constitute a Board of Directors.

Section 2. This Board shall direct and control the affairs of the Association and in general adopt any measures advisable for the well being of the Association, providing that no debt or liability, except for current expenses, shall be incurred, unless approved by the members of the Association at a regular meeting.

Section 3. The Board shall fill any vacancy in office which occurs for any reason

other than expiration of the term thereof, such elected officer to continue until the following annual election.

ARTICLE VIII: MEETINGS

Section 1. Program, social or business meetings shall be held at such times and places as arranged by the Program Committee with the approval of the Board of Directors.

Section 2. The annual meeting shall be held on the fourth Tuesday in May unless otherwise designated by the Board of Directors, for the purpose of electing officers, receiving annual reports of officers and committee chairmen and for the transaction of any business that may arise.

Section 3. Meetings of the Board of Directors may be called by the president at any time, or upon the written request of three members of the Board.

ARTICLE IX: COMMITTEES

Section 1. The president shall appoint such committees as are approved by the Board of Directors, with the exception of the nominating committee which shall be elected by the Association at the meeting immediately preceding the Annual Meeting.

Section 2. The Board of Directors shall direct the scope of the work of all committees.

ARTICLE X: DUES

Section 1. Annual dues of one dollar are payable on or before November first for the succeeding calendar year, and are delinquent on January first, the membership card being considered a receipt.

Section 2. Tequesta, official journal of the Association, shall be mailed to all members in good standing at the time of publication of same.

ARTICLE XI: QUORUM

Section 1. *Twenty* members present shall constitute a quorum for the transaction of business at any meeting.

Section 2. *Five* members shall constitute a quorum at a meeting of the Board of Directors.

ARTICLE XII: AMENDMENTS

These by-laws may be amended by a two-thirds vote of members present and voting at a regular meeting, provided that notice of the proposed amendment shall be sent to all members at least two weeks before the meeting at which it is to be considered.

ARTICLE XIII: PARLIAMENTARY AUTHORITY

Robert's Rules of Order Revised shall govern the Association.