

**CITY OF ST. MARYS**  
**ORANGE HALL MANAGEMENT COMMITTEE**  
**BYLAWS**

**ARTICLE I – GENERAL PROVISIONS**

- 1.1 The name of this committee shall be the City of St. Marys Orange Hall Management Committee (referred to herein as “the Committee”).
- 1.2 The Committee is and shall remain an unincorporated organization of the City of St. Marys, County of Camden, State of Georgia, (referred to herein as “City”) whose membership shall be comprised of individuals appointed by the City Council of said City, as hereinafter provided.

**ARTICLE II – OBJECT AND PURPOSE**

- 2.1 The purpose of the Committee is to preserve and operate the building, grounds and property owned by the City known as “Orange Hall,” remaining faithful to its original design and historic origins as is practicable and to operate said Orange Hall as a local museum, resource and public attraction in such a manner as to be as financially self-sustainable as possible.

**ARTICLE III – COMMITTEE APPOINTMENTS, TERMS**

- 3.1 There shall be six voting members of the Committee. The individual members of the Committee and the offices in which they are to serve shall be appointed by the St. Marys City Council. A member of the St. Marys City Council shall be appointed by the Mayor of St. Marys to serve as a liaison member of the Committee who may vote only in case of a tie among the votes of the other members.
- 3.2 Initially, the Chair and Secretary shall be appointed for a term of four years, the Vice Chair and one at-large member for a term of three years and the Treasurer and one at-large member for a term of two years. At the expiration of these initial terms, a successor shall be appointed to serve for a term of three years.
- 3.3 The members of the Committee shall hold office until their respective successors are appointed or until they resign, whichever occurs first. No member of the Committee shall serve more than two consecutive terms unless this limitation is expressly waived by a two-thirds vote of the City Council. The liaison member of the Committee shall so serve until he/she either resigns, ceases to hold the office of City Councilperson or a successor is appointed by the Mayor.

**ARTICLE IV – MEETINGS**

- 4.1 The Committee shall determine the frequency, day, time and place of regular Committee meetings, no less frequently than once each month. Special Committee meetings may be called by the Chair with at least 48 hours advance notice to Committee members. Upon written request by the City Manager of the City and/or two voting members of the Committee, the Chair shall call, within one week, a meeting of the Committee.
- 4.2 A majority of the voting members of the Committee shall constitute a quorum and a majority vote of the voting members present is required to conduct any business.
- 4.3 Minutes of all meetings of the Committee shall be recorded by the Secretary, or acting Secretary. Minutes of the Committee meetings must be deposited with the City Clerk.
- 4.4 The rules set forth in the current edition of Robert's Rules of Order, Newly Revised shall govern the Committee in all cases to which they are applicable and not inconsistent with these bylaws or any special rules of order that the Committee may adopt.

#### **ARTICLE V – DUTIES OF COMMITTEE OFFICERS**

- 5.1 The Chair shall direct the activities of the Committee, preside at all meetings, create sub-committees, if any, and appoint their membership, submit and present to the City Council an annual report as to the Committee's activities during the preceding year and a proposed plan for the next year.
- 5.2 The Vice Chair shall assist the Chair and serve as Chair pro-tempore in the absence of the Chair. The Vice Chair may serve as Chair of a sub-committee.
- 5.3 The Secretary shall maintain Committee records such as bylaws, meeting agendas, minutes of meetings, contracts, handle correspondence as designated by the Chair, provide appropriate notice of meetings and cooperate fully with the City Clerk of the City in timely responding to records requests pursuant to Georgia's Open Records Act, O.C.G.A. § 50-18-70, et seq.
- 5.4 The Treasurer shall maintain all financial records of the Committee, work cooperatively with the Finance Director of the City in maintaining all financial records as to the Committee's activities, prepare and oversee the Committee's budget, submit monthly reports to the Committee and an annual report to the City Council. The Treasurer, working with the Finance Director, shall assure that all records related to donations to Orange Hall by any person or entity shall qualify as a tax deductible donation; that expenditures of such donated funds shall be for the sole purpose of supporting and maintaining Orange Hall; and such records shall comport with IRS Publication 526.

#### **ARTICLE VI – MISCELLANEOUS**

- 6.1 The Committee and each of its members shall conduct their meetings in compliance with the requirements of Georgia's Open and Public Meeting Laws, O.C.G.A. § 50-14-1, et seq., and maintain and produce its records as required by Georgia's Open Records Act, O.C.G.A. § 50-18-70, et. seq.
- 6.2 Within six months of being appointed to the Committee, each voting Committee member shall attend a course conducted by the City Clerk with respect to the requirements of Georgia's Open and Public Meeting Laws and Georgia's Open Records Laws, and as required by the City Clerk.
- 6.3 The fiscal year of the Committee shall be the same as the fiscal year of the City, which is July 1 – June 30.
- 6.4 The financial records of the Committee shall be subject to audit at any time upon the request of the City Manager and/or Finance Director.
- 6.5 Any member of the Committee may be removed from Committee membership, with or without cause, at any time upon a majority vote of the City Council. The Committee may be dissolved, with or without cause, at any time upon the majority vote of said City Council.
- 6.6 The Committee is without authority to contract or to make any other binding agreements. All contracts proposed by the Committee are to be submitted to and approved by either the City Manager, if within his/her discretionary authority, or by the City Council.
- 6.7 The City Manager, or his/her designee, shall be solely responsible for the following:
  - 6.7.1 The hours of operation of Orange Hall,
  - 6.7.2 The lease or rent of Orange Hall,
  - 6.7.3 Providing City employees for maintenance, grounds keeping, repairs to the structure, security, as well as approval of volunteer activities not otherwise set forth in these bylaws.
  - 6.7.4 All insurance, operating and maintenance expenses related to Orange Hall, and
  - 6.7.5 Any matter otherwise not expressly stated in these bylaws.
- 6.8 The Committee shall be responsible for the following:
  - 6.8.1 Recruiting and training volunteers to serve as docents, receptionists, etc. to be available during regular hours and at special events scheduled during non-regular hours,
  - 6.8.2 Coordinating with other area volunteer groups (e.g. the Garden Club) to provide volunteer services for Orange Hall,
  - 6.8.3 Advising the City Manager or his/her designee of any upkeep, maintenance or other item that might need repair or replacement,
  - 6.8.4 Assisting in preparing any brochures or promotional literature,

- 6.8.5 Making presentations to local or non-local group, donor, government, private foundations and/or corporations for purposes of raising money for the support of Orange Hall.
  - 6.8.6 Establishing relationships with other donors, foundations, museums, academic institutions or cultural entities within and outside of Georgia, the Department of Cultural Affairs, and similar entities, to participate in such cultural, educational and artifact exchanges, loans, gifts and programs that will enhance the experience for visitors to Orange Hall; and
  - 6.8.7 Undertaking other duties or projects as may be directed by the City Council and/or City Manager.
- 6.9 Committee members shall serve without compensation.
- 6.10 These bylaws may only be amended or entirely replaced by a majority vote of the City Council aforesaid.