

SEAMEN'S  
WIDOW AND ORPHAN  
ASSOCIATION  
OF SALEM

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FOUNDED MAY 1, 1833  
SALEM, MASSACHUSETTS

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INCORPORATED MARCH 13, 1844

Revised 2017

**SEAMEN'S  
WIDOW AND ORPHAN  
ASSOCIATION**

**ACT OF INCORPORATION.**

COMMONWEALTH OF MASSACHUSETTS

In the Year One Thousand Eight Hundred and Forty-Four.

AN ACT TO INCORPORATE THE SEAMEN'S WIDOW AND ORPHAN  
ASSOCIATION

*Be it enacted by the Senate and House of Representatives in General Court assembled,  
and by the authority of the same, as follows:*

SECTION 1. Francis P. B. True, Catharine T. Andrew, Deborah Archer, their Associates and Successors, are hereby made a corporation by the name of the Seamen's Widow and Orphan Association, for the purpose of affording relief to the widows and orphans of seamen and their worthy descendants\* with all the powers and privileges, and subject to all the duties and liabilities set forth in the forty-fourth chapter of the Revised Statutes.\*\* Now, on the strength of this Court Order, and to the extent that income remains after satisfaction of the Association's primary purpose, gifts may be made for the "further purpose of affording relief to any and all needy widows, orphans, children, individuals, and families in the area of Salem, Massachusetts, such relief to be afforded directly to said recipients or indirectly by way of gifts to recognize benevolent organizations that serve, at least in part, the community of Salem, Massachusetts... ." In a successful attempt at assisting the board of managers in identifying an appropriate class of beneficiaries, the Court found that the term seamen includes "men and women whose primary occupation requires that they spend more than half of their working time on board a ship or boat in navigable waters".

SECTION 2. The said Corporation may take and hold real and personal estate to an amount not exceeding ten thousand dollars for the purpose aforesaid.

*(Approved by the Governor, March 13, 1844.)*

\* As amended by Act of Legislature May 20, 1951

\*\* As amended by Act of Legislature June 8, 1994

### **ACTS OF 1869, CHAPTER 145.**

AN ACT IN ADDITION TO AN ACT TO INCORPORATE THE SEAMEN'S  
WIDOW AND ORPHAN ASSOCIATION OF SALEM.

*Be it enacted by the Senate and House of Representatives in General Court assembled,  
and by the authority of the same. as follows:*

SEC. 1. The Seamen's Widow and Orphan Association in the City of Salem is hereby authorized to hold real and personal property, in addition to what is now authorized by law, to an amount not exceeding twenty thousand dollars, for the purposes specified in their act of incorporation.

SEC. 2. This Act shall take effect upon its passage.  
*(Approved April 3, 1869.)*

### **ACTS OF 1888, CHAPTER 44.**

AN ACT TO AUTHORIZE THE SEAMEN'S WIDOW AND ORPHAN  
ASSOCIATION OF SALEM TO HOLD ADDITIONAL REAL AND  
PERSONAL PROPERTY.

*Be it enacted by the Senate and House of Representatives in General Court assembled,  
and by the authority of the same. as follows:*

SEC. 1. The Seamen's Widow and Orphan Association in the City of Salem is hereby authorized to hold real and personal property, in addition to what is now authorized by law, to an amount not exceeding fifty thousand dollars for the purpose specified in its act of incorporation.

SEC. 2. This Act shall take effect upon its passage.  
*(Approved February 17, 1888.)*

### **GENERAL LAWS, CHAPTER 180.**

"SECTION 9. *Corporate Powers* Any corporation heretofore or hereafter organized under general or special laws for any of the purpose mentioned in this chapter may hold real and personal estate to an amount not exceeding five million dollars. which estate or its income shall be devoted to the purposes set forth in its charter or agreement of association or in any amendment thereof. and it may receive and hold, in trust or otherwise, funds received by gift or bequest to be devoted by it to such purposes. This section shall not limit the amount of property which may be held by a corporation in excess of said amount under the authority of any special law and shall be applicable notwithstanding the specification of a less amount in such a law, heretofore or hereafter enacted."

## FORMATION.

At a meeting of the Ladies of Salem, held at Hamilton Hall on the first day of May, 1833, for the purpose of forming a society to be called the SEAMEN'S WIDOW AND ORPHAN ASSOCIATION, the following preamble and constitution were adopted:

## PREAMBLE.

Among the afflicted of our fellow creatures, none have a greater claim on our sympathies than the destitute Widows and Orphans of Seamen and their worthy descendants. To be the blessed instrument of Divine Providence in making good the promises of God to this afflicted class is a privilege equally desirable and honorable to the benevolent heart. And with the promise of God to encourage us, we, the subscribers, agree to associate for the purpose of devising and adopting such measures as may seem best calculated to ameliorate the condition of the fatherless and widow and their worthy descendants.

## CONSTITUTION.

### ARTICLE I

#### NAME

This Association shall be called the Seamen's Widow and Orphan Association of Salem.

### ARTICLE II

#### BOARD OF MANAGERS

The board of the Association shall be known as the Board of Managers and shall comprise no less than nine (9) and no more than twelve (12) women.

### ARTICLE III

#### OFFICERS

The Board of Managers shall elect from their number a President, Vice President, and Secretary whose terms of office shall not exceed three years. The Board shall also appoint a Treasurer.

### ARTICLE IV

#### BOARD OF ADVISORS

An Advisory Board comprising a minimum of three persons shall be appointed by the Board of Managers.

## BY-LAWS.

### ARTICLE I DUTY OF THE PRESIDENT

The duty of the President shall be to preside at all meetings of the Association, regulate the business of the Association, and communicate financial concerns and requests to the Treasurer.

The President may order special meetings when necessary.

In the absence of the President, these duties shall devolve on the Vice President, and when both of said officers shall be absent, a presiding officer *pro tempore* shall be chosen by the Managers present for said meeting.

### ARTICLE II DUTY OF THE VICE PRESIDENT

The Vice President, in addition to assuming the duties of the President in her absence, shall reconcile the monthly financials as prepared by the Treasurer. When said officer, through illness or other adversity, shall be unable to perform this duty, a *pro tempore* shall be chosen from the Managers by the President.

### ARTICLE III DUTY OF THE SECRETARY

The duty of the Secretary shall be to read at each meeting the doings of the preceding one and provide to each Manager a written copy of these minutes.

The Secretary shall keep a record of the proceedings of the Association. At each meeting she shall read the minutes of the proceeding meeting. At the close of the year she shall make a summary of the year's proceedings to be read at the annual meeting.

#### ARTICLE IV DUTY OF THE TREASURER

The duty of the Treasurer shall include: presenting at each Board meeting a monthly cash and investment report detailing the receipts and expenditures of the Association; rendering at the annual meeting a statement of the accounts and of the funds and property of the Association, made up to January 1<sup>st</sup> of each year; paying all bills and preparing and sending to the managers the monthly gifts for the beneficiaries; meeting twice a year with the Board of Advisors and as otherwise requested.

The Treasurer shall comply with the current, applicable Internal Control Policies.

#### ARTICLE V DUTY OF THE MANAGERS

The Board of Managers shall meet on the second Thursday of each month from October to June inclusive, unless by vote of the Managers, to consult on the interests of the Association.

It shall be the duty of said Managers to keep an account of all moneys given out to and of all moneys expended by them for the Widows and Orphans of Seamen

and their worthy descendants. It shall also be the duty of the Managers to fix the salary of the Treasurer. They may fill any vacancy which shall occur in said Board during the year. If the number specified in Article II of the Constitution shall not be sufficient for the duties devolving on them, they may add to that number.

A simple majority shall constitute a quorum.

#### ARTICLE VI DUTY OF THE ADVISORY BOARD

It shall be the duty of the Advisory Board to examine and report upon the securities of the Association and at the same time to advise with the Treasurer respecting investments and with the Managers when so requested.

#### ARTICLE VII APPROPRIATION OF FUNDS

Donations in money, except when a different appropriation is desired by the donor, shall be devoted to the formation of a permanent fund, the interest of which shall be expended in accomplishing the object for which the Association was formed.

#### ARTICLE VIII RESIDENCE POLICY

It shall be the policy of the Board of Managers of the Seamen's Widow and Orphan Association of Salem to accept and assist beneficiaries who have a Salem connection, said beneficiaries to live within reasonable

visiting distance, unless by the unanimous vote of the Board of Managers, there being a quorum in attendance.

#### ARTICLE IX ANNUAL MEETING

The annual meeting shall be on the second Thursday in January, unless a change of date is voted by the Managers, for the choice of Officers and the transaction of any other business that may come before the Association.

#### ARTICLE X ALTERATION OF THE CONSTITUTION AND BY-LAWS

The Constitution and By-Laws may be altered or amended at any regular meeting of the Association by unanimous vote provided that there be a quorum present. Notice of said amendment shall have been given the month previous.

#### ARTICLE XI NOMINATING COMMITTEE

There shall be chosen by the President, at the meeting held in October, a Nominating Committee of three Managers, whose duty shall be to prepare a slate of officers for the Annual Meeting. The Chairman shall retire each year and the next in line shall become Chairman. At that time a new Manager is added to the Committee.

ARTICLE XII  
AUDITING COMMITTEE

There shall be chosen annually, at the meeting held in October, an Auditing Committee consisting of three Managers whose duty it shall be to audit the accounts of the Managers and compare the same with the accounts charged by the Treasurer as cash or as paid in settlement of bills against the orders of the Managers for the current fiscal year.

The Committee shall report to the Board of Managers before the annual examination of the Treasurer's account.

ARTICLE XIII  
SWOA AUDITS AND  
TAX PREPARATION

A Certified Public Accountant or an Independent Public Accountant, appointed by the Board of Managers, shall examine and audit the accounts of the Association for the previous year as well as prepare and submit tax documents as required.

**SEAMEN'S WIDOW AND ORPHAN ASSOCIATION  
OF SALEM  
FOUNDING BOARD  
1844**

**OFFICERS**

Mrs. P. E. Webster, President  
Mrs. A. True, Vice President  
Mrs. J. Ingersoll, Treasurer  
Miss H. A. Tibbetts, Secretary

**MANAGERS**

Mrs. John Barton  
Mrs. Daniel Bray  
Mrs. T. P. Derby  
Mrs. James Dimon  
Mrs. Joseph Hodges  
Mrs. William Ives  
Mrs. E. K. Lakeman  
Miss S. R. Misklefield  
Mrs. T. P. Pingree  
Mrs. J. G. Sprague  
Mrs. Joseph Webb  
Mrs. J. S. Williams

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**SEAMEN'S WIDOW AND ORPHAN ASSOCIATION  
OF SALEM  
2021**

**OFFICERS**

PRESIDENT  
Jody T. Smith  
VICE PRESIDENT  
Pauline Morency  
SECRETARY  
Hannah Diozzi  
TREASURER  
Carol Hedstrom

**BOARD OF MANAGERS**

Penny Head Bigmore  
Jody T. Smith  
Mary Ballou  
Deborah A. Jackson  
Karen Cady  
Kelly Cahill  
Pauline Morency  
Hannah Diozzi  
Denise M. Regan

**ADVISORY BOARD**

Susan Syverson  
Richard S. Hayes  
John F. Randall