

James Colley, *Chairman*  
Margie Brown, *Vice Chair*  
Ken Heineman, *Secretary*  
Theresa Dunn, *Treasurer*  
Maura Allen  
Charlee Brotherton  
Sam Crissman  
Allen Gasper  
Bruce Jackson  
Jody McCoy  
Gilbert Melendez  
Kathleen Parrish  
Mike Parrish  
Becky Rovey  
Maura Schuster  
John "Jack" Sigler  
Coeta Thrasher  
Linda Waag  
Betty Watt

**DIRECTOR'S CIRCLE**

Kathleen Parrish, *Chair*  
John and Lynne Boyer  
Christine and Paul A. Branstad  
Peggy and Jim Colley  
Comegys Bight Charitable Foundation  
Drs. Thomas and Virginia Collier, *Officers*  
Brenda and Sam Crissman  
Sally and Alexander Cutler  
Dita and John Daub  
The DeVore Foundation,  
Alta and Bill DeVore, *Trustees*  
Art and Wendy Ditto  
Theresa and Robert Dunn  
Dianne and Pete Emond  
Sharon and John Griner  
Mary Ann Igna  
Lori and Rich Jaros  
The Johnson Historical Museum  
of the Southwest  
J. Landis and Sharon Martin Family Foundation  
Jackye and Leon Powell  
Saguaro Theater  
Martin Schlumberger and Linda Waag  
Maura Shackleton-Schuster and Fred Schuster  
Carey and John Sigler  
Douglas S. Spencer and Kathleen Parrish  
Betty and Tom Watt  
Charlee Brotherton and Bob Yeatts

**\* Emeritus members**

Mary Ann Igna *Curator Emerita*  
Connie Johnson  
Rea and Jim Ludke  
Sarah R. Goulard and Hiram F. Moody, Jr.

**Executive Director**  
Daniel M. Finley



**Smithsonian**  
*Affiliate*

April 25, 2025

Troy Smith, Interim Town Manager  
Town of Wickenburg  
155 N. Tegner Street  
Wickenburg, AZ 85390

Re: Sponsorship report due May 1, 2025

Dear Troy,

Since 1960, the Desert Caballeros Western Museum (DCWM) has preserved and celebrated the culture of Arizona and the West through educational exhibitions and programs for students, families, seniors, and many diverse visitors to our great state. We serve about 40,000 visitors annually and host more than 90 programs and exhibitions each year rooted in our mission to *share the diverse stories, cultures, and experiences of the West*.

The ability to have police present, provided by the Town of Wickenburg, at the Dave Stamey concert and *Cowgirl Up!* exhibition and art sale ensured a safe environment for all attendees and encouraged future repeat visitors. Additional services, including portable toilets, handwashing stations, road closures, and trash collection, were essential in accommodating all the visitors during the opening weekend of *Cowgirl Up!*.

**Economic Impact**

The Dave Stamey concert, now in its 8<sup>th</sup> year, had a positive economic impact on the local community by bringing visitors to Wickenburg. There were 2 other major events in town on February 28, and the Dave Stamey concert was sold out with 280 people in attendance. Attendees were from 15 states and 1 other country. The Museum does not offer a dinner option for this event to encourage patrons to support local restaurants and hotels.

*Cowgirl Up!* 20<sup>th</sup> anniversary opening weekend March 28-30, welcomed nearly 1,000 people from 12 states with Arizona residents from Wickenburg and the surrounding communities, the Phoenix area, Prescott, and Tucson. The exhibition will continue to draw visitors through the May 25<sup>th</sup> closing, which will bring additional economic development to Wickenburg.

Studies show that attendees of arts and cultural events spend an average of \$38.46 per person beyond the cost of admission, benefiting nearby merchants (Forbes.com). Additionally, museums and cultural activities are known to support local jobs, generate tax revenue, and contribute to the vibrancy of the community (arts.gov).

## Quality of Life

Events like the Dave Stamey concert and the *Cowgirl Up!* exhibition contribute significantly to the quality of life by fostering cultural enrichment, community engagement, and economic benefits. The Dave Stamey concert, a benefit event, not only provides attendees with an evening of Western music but also supports local businesses, enhancing the social fabric of the community. Similarly, *Cowgirl Up!* celebrates Western women through art, creating space for connection, education, and appreciation of heritage. These events bring people together, stimulate local businesses, and reinforce a shared cultural identity, making them invaluable to public well-being.

We greatly appreciate the support from the Town of Wickenburg and look forward to a continued partnership. If you have any questions, I'm available via email or phone.

Sincerely,



Kathy J. Clark  
Chief Advancement Officer

**Internal Revenue Service**

**Date:** January 10, 2007

MARICOPA COUNTY HISTORICAL SOCIETY  
21 N FRONTIER ST  
WICKENBURG AZ 85390-3431 996

**Department of the Treasury**  
**P. O. Box 2508**  
**Cincinnati, OH 45201**

**Person to Contact:**  
Carol Kraft - #31-08206  
Customer Service Specialist  
**Toll Free Telephone Number:**  
877-829-5500  
**Federal Identification Number:**  
86-0204201

Dear Sir or Madam:

This is in response to your request of January 10, 2007, regarding your organization's tax-exempt status.

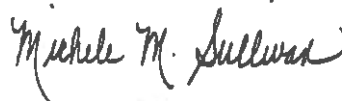
In August 1966 we issued a determination letter that recognized your organization as exempt from federal income tax. Our records indicate that your organization is currently exempt under section 501(c)(3) of the Internal Revenue Code.

Our records indicate that your organization is also classified as a public charity under sections 509(a)(1) and 170(b)(1)(A)(vi) of the Internal Revenue Code.

Our records indicate that contributions to your organization are deductible under section 170 of the Code, and that you are qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Internal Revenue Code.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely,



Michele M. Sullivan, Oper. Mgr.  
Accounts Management Operations 1

# **DESERT CABALLEROS WESTERN MUSEUM BYLAWS**

## **Article 1 OFFICES**

Section 1.1. Registered Office and Agent. Desert Caballeros Western Museum (the "Corporation") will continuously maintain a registered agent and registered office within the State of Arizona.

Section 1.2. Principal Office. The principal office of the Corporation will be located at such place as will be determined by its Board of Trustees.

Section 1.3. Additional Offices. The Corporation may also have offices at such other places as the Board of Trustees may from time to time determine and the business of the Corporation may require.

## **Article 2 MEMBERS**

The Corporation will have no voting members. The members of the Museum shall consist of such persons in such classes or categories of membership as the Board of Trustees shall determine, based on status (e.g., corporate, family, individual) and level of contribution. Members shall not be entitled to vote on any matter. Members shall be entitled to such non-voting privileges as the Board determines with respect to each class.

## **Article 3 TRUSTEES**

Section 3.1. Powers. The property, affairs, and business of the Corporation shall be governed by its Board of Trustees, which will exercise all such powers of the Corporation and do all such lawful acts and things that are not prohibited by statute, the Articles of Incorporation, or these Bylaws.

Section 3.2. Number and Qualifications. The Board of Trustees will consist of not less than three (3) nor more than twenty-five (25) persons, as may be determined from time to time by resolution of the Board of Trustees. Any increased number of Trustees will be elected by the Trustees at any regular meeting or at a special meeting called for that purpose. Any decrease in the number of Trustees will not affect the current term of incumbent Trustees. The Trustees shall be members of the Museum, but need not be residents of Wickenburg or Arizona. The President of Las Senoras shall be a full voting member of the Board of Trustees by virtue of the office. The person serving by virtue of being in the office of President of Las Senoras is not subject to the term limit.

Section 3.3. Classification and Term. Trustees will be elected for a term of three (3) years. Elections will be held at the final Board meeting of each fiscal year and terms begin the first day of the Corporation's fiscal year following the final regular meeting of the year in which the Trustee is elected. A Trustee's term may be extended by the Board until a successor is elected and qualifies in their stead. Trustees will be separated in three classes with staggered terms so that approximately one-third of the Board members are elected each year. Trustees may be elected to two successive three-year terms and will be eligible for re-election after at least one year's absence.

Section 3.4. Resignation or Removal. Any Trustee may at any time deliver a written notice of intent to resign to the chairperson or secretary of the Corporation, which will be effective on the date of the receipt of such a notice or at any time specified therein. Any Trustee may be removed from the Board with or without cause by a majority vote of the Trustees of the Corporation present at any regular or special meeting, with notice of potential removal provided, and at which a quorum is present, and the remaining Trustees may thereupon elect a successor as provided in §2.5 of these Bylaws. The executive committee does not have the right to take committee action for removal.

Section 3.5. Vacancy. If the office of any Trustee(s) becomes vacant, the remaining Trustees, though less than the minimum number required by § 2.2 of these Bylaws or less than the required quorum, are authorized to meet for the sole purpose of electing by majority vote a successor or successors to serve the unexpired terms of the vacated Trusteeship(s).

Section 3.6. Transactions with Interested Parties. A contract or other transaction between the Corporation and one or more of its Trustees, officers, or family members thereof (hereinafter "Interested Party"), or between the Corporation and any other entity, of which entity one or more Trustees, officers, or trustees are also Interested Parties, or in which entity an Interested Party has a financial interest, is to be considered in a manner consistent with the Corporation's Conflict of Interest Policy.

Section 3.7. No Loans to Trustees or Officers. Notwithstanding the above regarding transactions with Interested Parties or considerations under the Corporation's Conflict of Interest Policy, no loan shall be made by the Corporation to any of its Trustees or officers.

Section 3.8. Compensation of Trustees. Whether or not employed by the Corporation for other purposes, Trustees and members of any committee of the Board of Trustees shall for their Trustee duties be regarded as volunteers and serve without compensation for those duties, though they will be entitled to reimbursement for any reasonable expenses incurred on behalf of the Corporation. Any Trustee barred from receiving compensation under these provisions will not be barred from serving the Corporation in any other capacity and receiving reasonable compensation for such other services.

#### **Article 4**

#### **MEETINGS OF THE BOARD OF TRUSTEES**

Section 4.1. Notice. Regular scheduled meetings of the Board may be held without notice at such time and place as will be determined by the Board. Special meetings of the Board may be held upon five (5) days' notice at such time and place as will be determined by the Board. Notice may be provided by first-class mail, electronic mail, or facsimile transmission or delivered personally or by telephone. Notice of meetings will specify the place, day, and hour of meeting. The purpose of the meeting must be specified if it is a special meeting or the meeting purpose is for removal of a Trustee.

Section 4.2. Waiver of Notice. Whenever any notice of a meeting of the Board is required to be given under the provisions of the statutes or of the Articles of Incorporation, or by these Bylaws, a waiver thereof in writing signed by the person or persons entitled to said notice, whether before or after the time stated therein, will be deemed equivalent thereto. Attendance at a meeting by a person entitled to notice will constitute a waiver of proper notice of such meeting, except where attendance is for the express purpose of objecting to the transaction of business because the meeting is not lawfully called or convened.

**Section 4.3. Quorum and Voting.** The presence at the beginning of a meeting of a majority of the Trustees then in office will be necessary and sufficient to constitute a quorum for the transaction of business. The act of a majority vote of the Trustees present and voting at a duly constituted meeting of the Board will be the act of the Board of Trustees, except as may be otherwise specifically provided by statute or by the Articles of Incorporation or by these Bylaws. A Trustee shall be entitled to cast one vote on any question coming before the meeting.

**Section 4.4. Meetings of the Board.** An annual meeting of the Board of Trustees will be held each year at such time and place as will be fixed by the Board, for the presentation of the annual report and for the transaction of such other business as may properly come before the meeting. Regular meetings of the Board will be held at such times as may be fixed by the Board. Special meetings of the Board may be held at any time whenever called by the chairperson or any three Trustees and at such places as designated by the person or persons calling the meeting.

**Section 4.5. Action Without a Meeting.** Any action required or permitted to be taken at a meeting of the Board of Trustees or by a committee thereof may be taken without a meeting, provided a written consent setting forth the action so taken is signed by all the members of the Board or of the committee, as the case may be, and is filed with the minutes of proceedings of the Board or the committee.

**Section 4.6. Participation by Electronic Means.** Members of the Board of Trustees or of any committee thereof may participate in a meeting of such Board or committee by means of a conference telephone, online meeting, live video conferencing, or similar communications equipment whereby all persons participating in the meeting can hear each other. Participation by such means will constitute presence in person at such meeting. When such a meeting is conducted by means of a conference telephone, online meeting or similar communications equipment, a written record will be made of the action taken at such meeting, noting participation of those who were present by means of such communications equipment.

**Section 4.7. Board Committees.** The Board of Trustees of the Corporation, by resolution adopted by a majority of the Trustees in office may create one or more committees. The present standing committees appointed by the board are identified herein below. The chairperson will appoint at least three members of the Board to serve on them and appoint the chair of the committee. All actions by any Board committee will be recorded in minutes and reported to the Board of Trustees at the next meeting of the Board succeeding such action. Each committee will at all times be subject to the control and direction of the Board of Trustees. A committee will have such powers and duties as are from time to time prescribed by the Board, including those outlined in a charter for the committee, and not inconsistent with the statutes, the Articles of Incorporation, or these Bylaws.

**Section 4.8. Executive Committee.** The executive committee will consist of the chairperson, any vice chairperson, treasurer, secretary, and any other single appointee by the chairperson. The executive committee will have, and may exercise, the powers and authority of the Board between Board meetings, except as limited by statute, Board adopted policy, or specified in these Bylaws. Minutes of any meetings of the executive committee will be promptly distributed to the Trustees. The executive committee shall act as the standing compensation and evaluation committee. The Board will have the authority to amend, rescind, or take further action on any action of the executive committee.

**Section 4.9. Finance Committee.** The finance committee will assist the Board of Trustee in fulfilling its responsibilities with respect to budgetary matters, financial management and policy, and capital expenditures of the Corporation.

Section 4.10. Governance Committee. The governance committee will be a standing committee of at least three Board members, to evaluate potential Board members and officers and make recommendations to the Board. The final slate of proposed Trustees and officers shall be presented to the Board for election at the Board meeting identified for election of Trustees and officers in each fiscal year. The governance committee will assist the Board in fulfilling its responsibilities with respect to matters of governance of the Corporation.

Section 4.11. Acquisition Committee. The acquisition committee will assist the Board of Trustees in fulfilling its responsibilities with respect to overseeing the acquisition by gift or purchase and de-accession of all works of art and artifacts with recommendations presented to the Board for final determination as well as the criteria and priorities for this activity.

Section 4.12. Development Committee. The development committee will assist the Board of Trustees in fulfilling its responsibilities with respect to focusing the organization and its board on fundraising. The committee ensures that the Museum's total development program is in concert with the organization's strategic direction and needs.

Section 4.13. Advisory Board, Ad Hoc Committees, and Task Forces. The Board of Trustees may select and appoint individuals to serve on an advisory board or task forces, which advise on certain matters. The chairperson, in consultation with the executive director may appoint ad hoc committees, and for such term with such objectives as seem desirable. Such individuals are not required to be members of the Board of Trustees. Any advisory board or task force shall not have delegated authority but will serve in an advisory capacity to the Board, chairperson, or its committees. The chairperson shall be an ex-officio member of any advisory board or task forces.

## **Article 5 OFFICERS**

Section 5.1. Number and Positions. The officers of the Corporation will be the chairperson, secretary, and treasurer. The Board may also elect a vice chairperson and such other officers and agents as it will deem necessary, who will hold their offices for such terms and will exercise such powers and perform such duties as will be determined from time to time by the Board. The same person may hold more than one office at the same time except the offices of (a) chairperson and vice chairperson, and (b) chairperson and secretary. The officers shall be elected by the Board at the final regular Board meeting of each fiscal year.

Section 5.2. Term of Office. The officers of the Corporation will be elected by the Board of Trustees of the Corporation and will hold office for a term of one year and may be elected for successive terms. If any office becomes vacant for any reason, the vacancy will be filled for the unexpired portion of the term, by nomination of the Board or a nominating committee, if any, and majority vote of the Board of Trustees at a duly convened meeting. In the case of absence or disability of an officer of the Corporation, or in any other case that the Board of Trustees may deem sufficient reason therefor, the Board of Trustees may delegate for the time being any or all of the powers or duties of any officer to any other officer, Trustee, or any other person.

Section 5.3. Resignation or Removal. Any officer may at any time deliver a written notice of resignation to the chairperson or secretary of the Corporation. The acceptance of the resignation will not be necessary to make it effective. Any officer elected or appointed by the Board of Trustees may be removed with or without cause by the Board of Trustees at a meeting duly called, and as provided by law. The removal of an officer will be without prejudice to the rights, if any, of the Corporation under any contract to which the officer is a party and without prejudice to the contract

rights, if any, of the officer. The election or appointment of an officer will not of itself create contract rights.

**Section 5.4. The Chairperson.** The chairperson will, if present, preside at each meeting of the Board of Trustees, lead the Board of Trustees in performing its duties and responsibilities, and serve as liaison between the Board and the executive director. The chairperson will serve as an officer, chair, and member of any executive committee. The chairperson shall be an ex-officio member of all committees.

**Section 5.5. Vice Chairperson.** If a vice chairperson is elected, the vice chairperson will serve as an officer and member of any executive committee. The vice chairperson(s) as ranked will, in the absence or disability of the chairperson, or upon delegation by the chairperson or Board, perform the duties and exercise the powers of the chairperson, or such of them as may be so delegated, and will perform such other duties or exercise such powers as the Board of Trustees will prescribe. The Board may elect one or more vice-chairpersons and assign applicable duties, powers, and responsibilities.

**Section 5.6. The Secretary.** The secretary, or an assistant secretary, will attend or be appointed for all meetings of the Board and will record all votes and the minutes of all proceedings in a book to be kept for that purpose, and will perform like duties for the standing committees when required. The secretary will be the custodian of the corporate records and will be responsible for authenticating corporate records. The secretary will give, or cause to be given, such notice as is required of all meetings of the Board of Trustees and will perform such other duties as the Board of Trustees or chairperson may prescribe.

**Section 5.7. The Treasurer.** The treasurer will be the lead Trustee for oversight of the financial condition and affairs of the Corporation. The treasurer will oversee and keep the Board informed of the financial condition of the Corporation and of audit or financial review results. In conjunction with other Trustees or officers, the treasurer will oversee budget preparation and will ensure that appropriate financial reports, including an account of major transactions and the financial condition of the Corporation, are made available to the Board of Trustees on a timely basis or as may be required by the Board of Trustees. The treasurer will perform all duties properly required by the Board of Trustees or the chairperson. The treasurer may appoint, with approval of the Board, a qualified fiscal agent or member of the staff to assist in performance of all or part of the duties of the treasurer.

## **Article 6 EXECUTIVE DIRECTOR**

**Section 6.1. Appointment and Qualifications.** The executive director is hired by the Board and will serve as the chief executive officer of the Corporation. The Board will evaluate his/her performance and review his/her compensation annually in accordance with the Corporation's Compensation Policy, if any.

**Section 6.2. Duties.** The duties of the executive director include, but are not limited to, the responsibility of the day-to-day program operation of the Corporation and any future programs and activities the Board establishes, including hiring, supervision, training, discipline, and dismissal of all corporate employees within the approved budget plan. The executive director is responsible for regularly advising the executive committee and the board on the operation of the Corporation and all significant matters respecting the Corporation. He or she will perform such duties as are generally incident to the office of chief executive officer, including execution of contracts and such other duties as the Board of Trustees may prescribe. The executive director will have authority to

appoint and remove Volunteers who serve the Museum without pay subject to the laws of the State of Arizona.

## **Article 7 FISCAL MATTERS**

Section 7.1. Deposits. The Board of Trustees will select banks, trust companies, or other financial institutions or depositories in which the funds of the Corporation not otherwise employed will, from time to time, be deposited to the credit of the Corporation.

Section 7.2. Checks. All checks or demands for money and notes of the Corporation will be signed by such officer or officers or such other person or persons as the Board of Trustees may from time to time designate.

Section 7.3. Fiscal Year. The Board of Trustees will have the power to fix, and from time to time to change, the fiscal year of the Corporation. Unless otherwise fixed by the Board, the fiscal year will commence on October 1 and will terminate on the following September 30.

Section 7.4. Loans. No loans will be contracted on behalf of the Corporation and no evidence of indebtedness will be issued in its name unless authorized by resolution of the Board. Such authority may be general or confined to specific instances.

Section 7.5. Loans to Trustees and Officers Prohibited. No loans will be made by the Corporation to any of its Trustees or officers.

Section 7.6. Contracts. The Board of Trustees may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances. Except as provided otherwise, the Board will normally authorize the chairperson or secretary to sign contracts on behalf of the Corporation.

Section 7.7. Significant Assets. The Board of Trustees must approve the purchase, sale, mortgage, or lease of real property or a significant amount of assets by the Corporation, by a majority vote of the Trustees present at a duly convened meeting. The executive committee does not have this authority.

Section 7.8. Gifts and Contributions. The Board of Trustees may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Corporation consistent with the Gift Acceptance Policy. However, no gift or grant will be accepted if it contains material conditions which would restrict or violate any of the exempt purposes of the Corporation or if it would require serving a private as opposed to public interest.

Section 7.9. Endowments. The Board of Trustees may establish on behalf of the Corporation any endowments for the general purposes or for any special purpose of the Corporation.

## **Article 8 INDEMNIFICATION**

To the extent permitted under Arizona law, the Corporation shall indemnify any Trustee and/or officer of the Corporation who was or is a party, or is threatened to be made a party, to any

threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, other than an action by or in the right of the Corporation, by reason of the fact that the person is or was a Trustee and/or officer of the Corporation, against expenses, including attorney's fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by the person in connection with such action, suit, or proceeding, if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, if the person had no reasonable cause to believe the person's conduct was unlawful. The Board will purchase and maintain insurance on behalf of any person who is, was, or shall be a Trustee, officer, or employee of the Corporation against any liability asserted against him/her and incurred in any such capacity, or arising out of his/her status as such.

## **Article 9**

### **LIMITATIONS OF LIABILITY & GENERAL STANDARDS OF CONDUCT OF TRUSTEES AND OFFICERS**

A Trustee or officer is not liable either for an action taken as a Trustee or officer or for failure to take an action if the Trustee's or officer's duties were performed in compliance with A.R.S. §§ 10-3830 and 3842, which provide that a person serving as a Trustee or officer (including as a member of a committee) shall discharge "Duties" as a Trustee or officer: (i) in good faith, (ii) with the care an ordinarily prudent person in a like position would exercise under similar circumstances, and in a manner the person reasonably believed to be in the best interests of the Corporation. Under this "Prudent Businessman Rule," Trustees and officers are presumed in all cases to have acted, failed to act, or otherwise discharged their Duties in accordance with these standards.

Section 9.1. The burden of proof is on the party challenging a Trustee's or officer's action, failure to act, or other discharge of Duties to establish by clear and convincing evidence facts necessary to rebut the presumption.

Section 9.2. In a proceeding commenced under A.R.S. § 10-3830 or § 3842, a Trustee or officer has all of the defenses and presumptions ordinarily available to a Trustee or officer.

Section 9.3. In discharging Duties, a Trustee or officer may rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by:

9.3.1. One or more officers or employees of the Corporation whom the Trustee or officer reasonably believes are reliable and competent in the matters presented;

9.3.2. Legal counsel, public accountants, or other persons as to matters the Trustee or officer reasonably believes are within the person's professional or expert competence; or

9.3.3. A committee of or appointed by the Board of which the Trustee or officer is not a member if the Trustee or officer reasonably believes the committee merits confidence;

9.3.4. Provided, however, that a Trustee or officer is not acting in good faith if the Trustee has knowledge concerning the matter in question that makes reliance otherwise permitted above unwarranted.

Section 9.4. Trustees and officers are not "trustees" as defined under Arizona trust law of (i) the Corporation's assets, (ii) property held or administered by the Corporation, or (iii) property subject to restrictions imposed by the donor or transferor of that property.

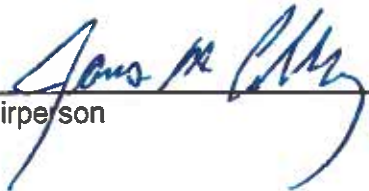
Trustees and officers are not partners for any purpose. An officer, agent, Trustee, or employee is not liable for the acts or failure to act of other officers, Trustees, volunteers, or employees of the Corporation ("Agents"). Nor will an Agent be personally liable for acts or failure to act under these Bylaws, excepting only acts or omissions arising out of willful misfeasance. Any action taken by this Corporation does not bind the Agent's personal assets and the Agent is not personally responsible for such action.

## **Article 10 AMENDMENTS**

Section 10.1 Amendment of the Articles of Incorporation. The Articles of Incorporation of the Corporation may be amended or altered by an affirmative vote of two-thirds of the Trustees in office.

Section 10.2 Amendment of Bylaws. The Bylaws of the Corporation may be amended or altered by an affirmative vote of a majority of the Trustees in office.

These Bylaws were adopted by majority vote at a duly held meeting of the Board of Trustees of the Corporation on \_\_\_\_\_.

  
Chairperson

NOVEMBER 22, 2024  
Date

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
MARICOPA COUNTY HISTORICAL SOCIETY  
AN ARIZONA NONPROFIT CORPORATION**

As certified by signature below, these Amended and Restated Articles of Incorporation, which required board of director approval, and were approved by the requisite vote of the directors, effective on \_\_\_\_\_. Each Article of the Articles of Incorporation is being amended.

Maricopa County Historical Society (the "Corporation") incorporated April 1, 1960, duly existing under Arizona law, and desiring to amend and restate its Articles of Incorporation, submits the following Amended and Restated Articles of Incorporation of the Corporation:

**ARTICLE 1: Entity Name.** The name of the corporation is: Desert Caballeros Western Museum, hereafter referred to as "the Corporation." The Corporation is a nonprofit corporation pursuant to Arizona law, A.R.S. §10-3101, *et. seq.*

**ARTICLE 2: Character of Affairs.** This Corporation is a charitable and educational corporation. The Corporation is a nonprofit corporation and is organized and shall be operated exclusively for charitable and educational purposes. It shall engage in programs and activities to collect and preserve the history, learning, lore and artifacts incident to the development of Wickenburg, Arizona, the State and Territory of Arizona, and the Western United States, and shall exhibit such artifacts and teach and disseminate knowledge of such history. It will further collect, create, or otherwise acquire and display such objects of art, books, documents, displays or any other informative materials that may be deemed incident to or reflective of the historical development of Wickenburg, the State and Territory of Arizona, and the Western United States, and other matters that further its charitable and educational purposes.

Provided no jeopardy is created to its status as a corporation exempt from federal income tax under Section 501(c)(3) of the Code, the Corporation further shall be authorized: to do any and all lawful acts which may be necessary and useful, suitable, or proper for the furtherance of the tax-exempt purposes of the Corporation; and to engage in any lawful business or activities related thereto.

**ARTICLE 3: Members.** The Corporation shall not have any voting members.

**ARTICLE 4: Tax-Exempt Purposes and Activities.** The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the power of the Corporation and its directors:

4.1 The property of this Corporation is irrevocably dedicated to charitable and educational purposes, and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its incorporators, directors, officers, or other persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for service rendered and to make payments and distributions in furtherance of its purposes as set forth in these Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (by the publication or distribution of statements or otherwise) any political campaign on behalf of any candidate for public office. Notwithstanding any other

provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by: (1) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or a successor statute of similar import (hereinafter the "Code") or (2) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

4.2 The Corporation shall seek such sources of support, including the solicitation of grants and loans from private sources and direct or indirect contributions from the general public, as may be necessary to enable it to qualify as a publicly supported organization. In the event this Corporation is in any one year determined to be a "private foundation" as defined by Section 509(a) of the Internal Revenue Code it shall:

4.2.1 Distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code.

4.2.2 Not engage in any act of self-dealing as defined in Section 4941(d) of the Code.

4.2.3 Not retain any excess business holdings as defined in Section 4943(c) of the Code.

4.2.4 Not make any taxable investments as defined in Section 4944 of the Code.

4.2.5 Not make any taxable expenditures as defined in Section 4945(d) of the Code.

4.3 No gift or grant will be accepted if it contains major conditions that would restrict or violate any of the Corporation's charitable or educational purposes or if it would require serving a private as opposed to public interest.

4.4 Upon dissolution or winding up of this Corporation, all assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to one or more other nonprofit funds, foundations, or corporations with shared or similar purposes which are at that time exempt from tax under Section 501(c)(3) of the Code.

**ARTICLE 5: Arizona Known Place of Business Address.** The physical street address of the known place of business of the corporation in the State of Arizona is 21 N Frontier Street, Wickenburg, AZ 85390.

**ARTICLE 6: Directors.** The property, affairs, business, funds, and operations of the Corporation shall be managed, supervised, and controlled by a board of directors. The number and the method of the election of the directors and additional governance provisions will be set forth in the Bylaws. The name and business addresses of the current directors are:

Maura Allen  
21 N Frontier Street  
Wickenburg, AZ 85390

Charlee Brotherton  
21 N Frontier Street  
Wickenburg, AZ 85390

Margie Brown  
21 N Frontier Street  
Wickenburg, AZ 85390

Jim Colley  
21 N Frontier Street  
Wickenburg, AZ 85390

Sam Crissman  
21 N Frontier Street  
Wickenburg, AZ 85390

Theresa Dunn  
21 N Frontier Street  
Wickenburg, AZ 85390

Allen Gasper  
21 N Frontier Street  
Wickenburg, AZ 85390

Ken Heineman  
21 N Frontier Street  
Wickenburg, AZ 85390

Bruce Jackson, Jr.  
21 N Frontier Street  
Wickenburg, AZ 85390

Gilbert Melendez  
21 N Frontier Street  
Wickenburg, AZ 85390

Jody McCoy  
21 N Frontier Street  
Wickenburg, AZ 85390

Kathleen Parrish  
21 N Frontier Street  
Wickenburg, AZ 85390

Michael Parrish  
21 N Frontier Street  
Wickenburg, AZ 85390

Maura Schuster  
21 N Frontier Street  
Wickenburg, AZ 85390

John Sigler  
21 N Frontier Street  
Wickenburg, AZ 85390

Coeta Thrasher  
21 N Frontier Street  
Wickenburg, AZ 85390

Linda Waag  
21 N Frontier Street  
Wickenburg, AZ 85390

Betty Watt  
21 N Frontier Street  
Wickenburg, AZ 85390

**ARTICLE 7: Statutory Agent.** The name, street address, and mailing address in Arizona of the statutory agent is: Daniel M. Finley, 21 N Frontier Street, Wickenburg, AZ 85390.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on \_\_\_\_\_

By: 

Its: Chairperson

|                                    | Approved<br>Budget<br>2024-2025 |
|------------------------------------|---------------------------------|
| <b>DCWM Budget</b>                 |                                 |
| <b>Income</b>                      |                                 |
|                                    |                                 |
| Admissions                         | 184,000                         |
| Bed Tax                            | 66,159                          |
| Boyd Ranch Contributions           | 3,000                           |
|                                    |                                 |
| Cowgirl Up! Income                 | 900,000                         |
| DEV: Director's Circle Trip        | 8,000                           |
|                                    |                                 |
| DEV: Donations                     | 150,000                         |
|                                    |                                 |
| DEV: Facility Rental               | 15,000                          |
|                                    |                                 |
| DEV: Fundraisers                   | 210,000                         |
|                                    |                                 |
| DEV: Grants                        | 40,000                          |
| DEV: Membership                    | 60,000                          |
| DEV: Sponsorship                   | 40,000                          |
| DEV: Sustaining Circles Membership | 135,000                         |
| Dev Estate & Gift Income           | 0                               |
|                                    |                                 |
|                                    |                                 |
| Education                          | 7,885                           |
| Exhibitions Income                 | 600                             |
|                                    |                                 |
| Interest Income                    | 160,000                         |
| Las Senoras                        | 50,000                          |
| Museum Store Sales                 | 165,000                         |
| Volunteer Trip                     | 0                               |
| <b>Total Ordinary Income</b>       | <b>2,194,644</b>                |
|                                    |                                 |
|                                    |                                 |

| <b>DCWM Budget</b>       | <b>Approved Budget</b> |
|--------------------------|------------------------|
| <b><u>Expenses</u></b>   | <b>2024-2025</b>       |
| Accounting Services      | 17,675                 |
| Board Development        | 1,500                  |
| Collection Management    | 7,030                  |
| Community Outreach       | 4,600                  |
| Conservation             | 500                    |
| Cowgirl Up!              | 581,000                |
| Credit Card Fees         | 15,000                 |
| Development              | 86,100                 |
| Dues/Licenses/Permits    | 8,000                  |
| Educational Programs     | 27,365                 |
| Employee Benefit Expense | 73,375                 |

| <b>DCWM Budget</b>      | <b>Approved<br/>Budget<br/>2024-2025</b> |
|-------------------------|------------------------------------------|
| Exhibitions             | 54,480                                   |
| Hospitality             | 1,000                                    |
| Insurance facility      | 55,000                                   |
| Library                 | 100                                      |
| Maintenance             | 72,138                                   |
| Marketing/PR Expense    | 45,000                                   |
| Museum Stores Inventory | 75,000                                   |
| Museum Stores Expense   | 11,800                                   |
| Office Supplies         | 5,500                                    |
| Payroll Expense         | 954,115                                  |
| Postage/Postcard Stamps | 2,200                                    |
| Pre-Employment Expenses | 500                                      |
| Professional Fees       | 5,000                                    |
| Security                | 7,000                                    |
| Staff Development       | 5,050                                    |
| Storage                 | 9,060                                    |
| Taxes                   | 4,500                                    |

| <b><u>DCWM Budget</u></b>             | <b>Approved<br/>Budget<br/>2024-2025</b> |
|---------------------------------------|------------------------------------------|
| Technology Expense: Computer Expense  | 13,750                                   |
| Technology Expense: Support Services  | 55,000                                   |
| Technology Expense: Telephone Expense | 3,500                                    |
| Travel                                | 5,000                                    |
| Utilities                             | 61,500                                   |
| Volunteers                            | 8,000                                    |
| <b>Total Ordinary Expenses</b>        | <b>2,276,338</b>                         |
| <b>Net Surplus (Loss)</b>             | <b>-81,694</b>                           |
| Retained Earnings from Prior Years    | 80,000                                   |
| Kemper Marley Grant (Deposited 22/23) | 3,300                                    |
|                                       | 1,606                                    |

# Town Sponsorship Spreadsheet

Organisation Name : Desert Caballeros Western Museum  
 Person Responsible for Submittal: Hillary Harnasch

| Blue area for recipient to fill out |                           |                   |                           | Yellow area for Town Use Only      |                                                                   |                              |                                           |                                                |            |
|-------------------------------------|---------------------------|-------------------|---------------------------|------------------------------------|-------------------------------------------------------------------|------------------------------|-------------------------------------------|------------------------------------------------|------------|
| Vendor Name                         | Report Page # for Invoice | Invoice Amount \$ | Invoice Date (00/00/0000) | Date Invoice was Paid (00/00/0000) | Brief Description                                                 | Meet Town Requirements (Y/N) | Funding Request that DO meet Requirements | Funding Requests that do NOT meet Requirements | Town Notes |
| Off Duty Management                 |                           | \$ 793.65         | 12/30/2024                | 1/3/2025                           | Off Duty Police Officers for Dave Starnes Concert                 |                              |                                           |                                                |            |
| Town of Wickenburg                  |                           | \$ 50.00          | 3/19/2025                 | 3/19/2025                          | Tent Temporary Use Permit for Cowgirl Upl Opening                 |                              |                                           |                                                |            |
| Off Duty Management                 |                           | \$ 1,809.75       | 2/6/2025                  | 2/12/2025                          | Off Duty Police Officers for Cowgirl Upl Opening                  |                              |                                           |                                                |            |
| Outlaw Septic Pumping               |                           | \$ 819.50         | 9/31/2025                 | 4/7/2025                           | Portable Toilets and Hand Wash Station for Cowgirl Upl Opening    |                              |                                           |                                                |            |
| Town of Wickenburg                  |                           | \$ 905.63         | 4/9/2025                  | 4/15/2025                          | Town Rentals/Road Closure (Barricades, Trash cans, Trash Pick Up) |                              |                                           |                                                |            |
|                                     |                           | \$ 4,382.53       |                           |                                    |                                                                   |                              |                                           |                                                |            |
|                                     |                           | \$                |                           |                                    |                                                                   |                              |                                           |                                                |            |

I attest the information provided in this report to be factual and accurate. I understand that it is our responsibility to provide a annual funding report that illustrates compliance for use of tax dollars.

Signed: Hillary Harnasch  
 Name: Hillary Harnasch  
 Date: 4/25/2025

Explanation of Difference