

# **BY-LAWS**

## **LIVERMORE ART ASSOCIATION**

Amended January, 2006

### **PREAMBLE**

The Livermore Art Association (LAA), founded on May 4, 1957, is a non-profit organization. It is deeply concerned with promoting an interest and understanding of arts and crafts by the general public, as well as encouraging the growth and development of the creative talents of its members. While the general organization of the LAA endeavors to provide a creative atmosphere, it is the involvement of the artists and craftspersons that provides the excitement, stimulation and growth of the arts.

### **ARTICLE I MEMBERSHIP**

Section 1: Any person participating in or having an interest in the visual arts and crafts is eligible for membership. Members may continue membership as long as they remain in good standing.

Section 2: Regular members who have reached the age of 18 and who have paid their dues for the current year have full voting privileges and are eligible to hold any office in the LAA.

Section 3: Student members are those enrolled as students in high school. They shall not have voting privileges nor hold any office.

Section 4: Honorary membership may be conferred on any person who has made an outstanding contribution to the arts or crafts or to the LAA itself. Honorary members shall not pay dues, have the privilege of voting, or be eligible to be an officer in the LAA. Nomination for Honorary membership may be submitted to the Executive Board by any Regular member. Acceptance by two-thirds (2/3) vote of the Executive Board is required.

Section 5: Senior members are those who are sixty-five (65) years of age or older. Senior members have full membership privileges.

Section 6: Veterans who are certified as disabled shall enjoy the privileges of senior members.

Section 7: All members who have not paid their annual dues by January 31 of each calendar year shall be dropped from the membership roster but may be reinstated upon receipt of dues (Article X).

### **ARTICLE II OFFICERS**

Section 1: Officers of the LAA shall be the President, Vice-President, Secretary, Treasurer, and immediate Past-President.

Section 2: The Executive Board (Article IV) shall appoint a Nominating Committee no later than the May Board meeting to submit a list of nominees to the Board at its September meeting. Any Regular member may nominate additional candidates for any office from the floor at the September meeting of the membership. The names of all candidates will be published in the LAA newsletter prior to the election.

Section 3: All officers shall be elected at the November meeting by a majority of the members present. A secret ballot shall be used if requested by any member.

Section 4: Each officer listed in Article II, Section 1, above will assume office on January 1 and will retain office for a term of one (1) year.

Section 5: To fill a vacancy during the year, the President shall appoint, subject to the approval of the Executive Board, an officer for the remainder of the term. In the event of the President's office becoming vacant, the Vice-President shall assume the office and a new Vice-President shall be appointed by the Executive Board. If both the President's and Vice-President's offices become vacant at the same time, the Board shall fill both offices by appointment.

Section 6: Should an officer be absent or fail to fulfill the duties of the office without an acceptable reason for a period of two (2) consecutive months, the Executive Board may declare the office vacant.

Section 7: Duties of the Officers

a. The President shall:

- (1) arrange for a suitable place for the general meetings;
- (2) preside at all general meetings and board meetings;
- (3) serve as ex-officio member of all committees;
- (4) co-sign with either Vice-President, Treasurer, or Secretary checks drawn against the LAA bank account;
- (5) make committee appointments, as necessary;
- (6) act as business administrator;
- (7) carry out other activities usually pertaining to the office.

b. The Vice-President shall:

- (1) in the absence of the President, preside at all meetings and fulfill the duties of the President;
- (2) co-sign with either the President, Treasurer, or Secretary checks drawn against the LAA bank account;
- (3) serve as ex-officio member of all committees;
- (4) carry out other activities usually pertaining to the office.

c. The Secretary shall:

- (1) record the minutes of all Board meetings and retain the minutes in a permanent file;
- (2) mail the minutes to members of the Executive Board prior to their next scheduled meeting;
- (3) handle correspondence for the LAA;
- (4) co-sign with either the President, Vice-President, or Treasurer, checks drawn on the LAA bank account;
- (5) collect and distribute the mail;
- (6) publish By-Laws and make them available to members upon request;
- (7) distribute copies of current bylaws to all incoming officers and committee chairpersons;
- (8) carry out other activities usually pertaining to the office.

d. The Treasurer shall:

- (1) receive all moneys belonging to the LAA;
- (2) assume responsibility for the custody of all LAA funds and deposit them in a bank designated by the Executive Board;
- (3) pay all bills owed by the LAA. Bills exceeding \$50.00 shall require the approval of the Executive Board if not previously budgeted;
- (4) co-sign with either the President, Vice-President, or Secretary checks drawn on the LAA bank account;
- (5) maintain a financial record of all receipts and disbursements and present a financial report at each Board meeting of the LAA;
- (6) prepare State Board of Equalization sales tax forms and file them and prepare and file State and Federal Income Tax forms;
- (7) carry out other activities usually pertaining to the office.

e. The immediate Past-President shall serve as Liaison of Shows.

### ARTICLE III MEETINGS

Section 1: One regular meeting shall be held each month. The time and place of the meetings shall be determined by the President. The Board has the option of canceling meetings in the summer months of June, July, and August.

Section 2: Special meetings may be called by the Executive Board. Any regular member may request that a special meeting be held. Such requests shall be made to the Executive Board for its approval.

Section 3: The Executive Board shall meet at least once each month. The Board shall have the option of canceling meetings during the summer months of June, July, and August.

Section 4: All meetings shall be conducted in accordance with Robert's Rules of Order.

Section 5: A minimum of twenty (20) Regular, Student, and/or Senior members in good standing shall constitute a quorum for a regular meeting. A majority of the Executive Board shall constitute a quorum for that body. No business may be conducted at any meeting unless a quorum is present.

### ARTICLE IV EXECUTIVE BOARD

Section 1: The Executive Board shall be the governing body of the LAA. The Board shall consist of the four (4) elected officers, the Standing Committee Chairpersons, the Liaison for Shows, and the Representative to the Livermore Cultural Arts Council.

Section 2: The President of the LAA shall act as Chairperson of the Executive Board. The Vice-President and the Secretary of the LAA shall act as Vice-Chairperson and Secretary respectively of the Executive Board.

Section 3: Each member of the Board shall have one (1) vote.

### ARTICLE V COMMITTEES

Section 1: The Standing Committees shall be the Hospitality, Membership, Program, Publicity, Properties, Gallery, and History. Each Standing Committee shall be headed by a chairperson who is appointed by the Board and who attends all Board meetings. The responsibilities of each of the Standing Committees are as follows:

- a. The Hospitality Committee shall
  - (1) arrange for refreshments at each general meeting;
  - (2) provide an atmosphere of friendliness and informality at all LAA affairs and meetings, introduce members, and welcome guests;
  - (3) telephone members when required.
- b. The Membership Committee shall:
  - (1) provide membership information and applications at all LAA meetings and other appropriate places;
  - (2) maintain a roster of all members, and update it monthly;
  - (3) publish the amount of dues and the membership forms in the newsletter prior to the end of the year;
  - (4) provide board members and Show Chairperson with updated rosters. Rosters are to be made available to LAA members upon request.
- c. The Program Committee shall:
  - (1) provide a program consisting of lectures, demonstrations and/or discussions on any subject relating to the arts or crafts, for each regular meeting;
  - (2) maintain a file indicating the names, addresses, subjects, costs and other information pertinent to the planning of programs;
  - (3) coordinate programs with other Valley art groups as appropriate.

- d. The Publicity Committee shall:
  - (1) provide information to the news media to publicize the activities of the LAA and present articles of interest to the general public involving local artists and craftspersons;
  - (2) work closely with publicity chairpersons assigned to cover specific LAA sponsored affairs;
  - (3) Collect and submit to the editor of the monthly newsletter information of interest to the membership.
  
- e. The Property Committee shall:
  - (1) maintain an inventory showing location of all LAA properties;
  - (2) provide liaison with other organizations desiring the use of LAA properties;
  - (3) make available properties or equipment required at LAA sponsored affairs;
  - (4) arrange for properties needed by demonstrators at regular LAA meetings;
  - (5) provide property as approved for rental.
  
- f. The Gallery Committee shall:
  - (1) be headed by the Gallery Director who is appointed by the Executive Board.
  - (2) set rules for gallery operation, coordinate gallery members, and set hours open to the public;
  - (3) designate the Director to report on Gallery operation at all meetings of the Executive Board and to exercise the Gallery Committee vote;
  - (4) hold at least one meeting per membership year.
  
- g. The History Committee shall:
  - (1) maintain a scrapbook for permanent historic records;
  - (2) make all scrapbooks available for display at Gallery or art shows as requested.

## Section 2: Special Committees

- a. A Nominating Committee shall be appointed each year in accordance the Article II, Sec. 2.
  
- b. The President shall appoint, subject to the Executive Board's approval, one or more members to serve as a Financial Review Committee. This committee shall annually examine the financial records of the LAA for the prior fiscal year. Members of the Executive Board are ineligible to serve on the Financial Review Committee. The Committee shall report its findings to the Executive Board. The Executive Board may call for a financial review by a Certified Public Accountant as necessary.
  
- c. All other committees shall be appointed by the President with the approval of the Executive Board. Other committees may include but are not limited to art shows, boutiques, and fund raising.
  
- d. The chairperson of each special committee shall submit a brief, written report to the LAA Executive Board when its assignment is completed.
  
- e. Any special committee is disbanded automatically when it has completed its assignment.

Section 3: If a committee or chairperson fails to function, it or he/she may be disbanded or replaced at the discretion of the Executive Board and new appointments may be made. Non-functioning committee members may be similarly replaced.

## ARTICLE VI LIAISON FOR SHOWS

Section 1: The Liaison for Shows shall be the immediate Past-President.

Section 2: The Liaison shall serve as the coordinator between the Chairs of all LAA sponsored shows or similar functions and the Executive Board; he/she shall represent the Chairs of the shows (or similar functions) at Board meetings and shall maintain communication between the Board and the Chairs.

Section 3: The Liaison shall see that LAA members and their guests maintain proper respect toward host organizations and that all problems are resolved as quickly as possible.

Section 4: The Liaison shall carry out other activities assigned by the President.

## ARTICLE VII REPRESENTATIVE TO THE LCAC

Section 1: The representative to the Livermore Cultural Arts Council shall be appointed by the President of the LAA with the approval of the Executive Board.

Section 2: The representative shall attend all meetings of the LCAC and report on them to the Executive Board and to the members.

Section 3: Prior to making any commitment to the LCAC which might involve the LAA, the representative shall obtain concurrence of the Executive Board.

## ARTICLE VIII RESPONSIBILITIES OF MEMBERS

Section 1: Members shall remit payment for dues prior to due date or upon notification. (Article X)

Section 2: Members shall inform the membership chairperson of changes in address, phone number, or interests.

Section 3: Members are encouraged to participate in any or all activities, offices, or other functions of LAA. During such activities, members are reminded that any problems or questions are to be referred to the chairperson responsible for that function.

## ARTICLE IX VOTING

Section 1: Voting will be by voice except in the case of election of LAA officers where a secret ballot may be used.

Section 2: Only members in good standing are eligible to vote.

## ARTICLE X DUES AND FEES

Section 1: The schedule of dues shall be determined by the Executive Board and published in the newsletter at least two months prior to the due date of January 31.

Section 2: Any member whose dues have not been paid by January 31 shall be delinquent and shall be dropped from membership. Any member who has been dropped because of delinquent dues may be reinstated upon receipt of all moneys owed.

Section 3: Members may be required to pay fees and/or commissions for entering and/or selling their work in any exhibit(s) or similar function(s) sponsored by the LAA.

**ARTICLE XI CHANGING BY-LAWS**

To change any portion or make any addition of these By-Laws, the procedure shall be as follows:

1. A By-Laws Review Committee shall be appointed by the President.
2. The committee shall study the additions or changes and, if considered favorably, shall draft the exact form the members propose for inserting the changes in the By-Laws.
3. The changes shall be reviewed by the Executive Board and if considered acceptable, presented to the general membership for approval.
4. A favorable vote by two-thirds (2/3) of the Regular members present shall be required for acceptance.
5. All changes shall be signed and dated by the By-Laws Review Committee.
6. Copies of new/current By-Laws will be available to all LAA members upon request to the Secretary.

***COMMITTEE MEMBERS***

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Mary Lou Hodgson, Chair

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Mary Ann Houck

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Marjorie Haggin