

Bylaws of the Citrus Ridge Decorative Artists

Revision A September 26, 2009

ARTICLE I: NAME

The name of this non-profit organization shall be **Citrus Ridge Decorative Artists**, a chapter of the National Society of Tole and Decorative Painters Inc., also known as the **Society of Decorative Painters**, and referred to herein as the Society.

ARTICLE II: PURPOSE

The purpose of this chapter shall be, in common with that of the Society, to stimulate interest in and appreciation for the art of decorative painting.

ARTICLE III. MEMBERSHIP

1. Membership in this chapter is open only to persons who are members in good standing of the Society, and who, in accepting membership, thereby agree to be bound in all things not contrary to law by these bylaws and those of the Society.
2. Non-resident members of the Society may visit this chapter as specified in the standing rules.
3. Non-member guests may visit as specified in the standing rules.

ARTICLE IV: DUES

1. Membership dues shall be determined only by vote of the membership upon recommendation of the Executive Board.
2. Membership dues shall be as stated in the standing rules.
3. Amount of dues shall be as stated in the standing rules.

ARTICLE V: MEETINGS

1. Regular meetings of this chapter shall be held as stated in the standing rules.
2. The Executive Board shall have authority to change dates of meetings, and to set places and times for meetings, provided sufficient notice is given to members.
3. A quorum shall consist of not less than 1/5 (20%) of the current membership.
4. The privilege of holding office, making motions, debating, and voting shall be limited to members in good standing for the current calendar year.
5. Voting by mail or proxy voting is not permitted, with the exception of Article XII, Section 3.

ARTICLE VI: ELECTED OFFICERS

1. The elected officers of this chapter shall be President, First Vice-President, Second Vice-President, Secretary and Treasurer.
2. The term of office shall be one (1) year. No officer may hold the same office for more than two (2) consecutive full terms except for the Treasurer who may hold five (5) consecutive terms.
3. Duties of officers shall be as follows:
 - a. The President shall preside at meetings of the chapter and meetings of the Executive Board; shall be a member ex-officio of all committees, with the exception of the Nominating and Auditing Committees; shall sign checks in conjunction with the Treasurer; and shall perform such other duties as usually pertain to the office. The President shall be responsible to see that all required reports and correspondence are sent to the Society offices. Following the term, the President shall act as advisor to the Executive Board for a period of one (1) year.

- b. The First Vice President shall preside in the absence of the President; shall assist the President; and serve with responsibilities as stated in the standing rules.
- c. The Second Vice President shall serve with responsibilities as stated in the standing rules.
- d. The Secretary shall record minutes of all meetings of the chapter and of the Executive Board. These minutes shall be kept in books, which are the property of the chapter, and shall be a complete and clear record of activities.
- e. The Treasurer shall receive all monies of the chapter, shall keep an accurate record of receipts and expenditures, pay all bills upon approval of the Executive Board, present a statement of account at every meeting of the chapter and when requested by the Executive Board, and shall prepare a complete report at the end of the calendar year. The Treasurer shall report the chapter's total gross receipts (or an estimate thereof) to the President to be sent to the Society office with the annual report.

ARTICLE VII: APPOINTED OFFICERS AND PARLIAMENTARIAN

- 1. Appointed officers of the chapter may be appointed for special duties as deemed necessary by the President with the approval of the Executive Board.
 - a. The President may appoint, with the approval of the elected officers, the Newsletter Editor and Ways and Means chair, both of whom shall serve on the Executive Board with vote.
 - b. The term of office shall be one (1) year. No appointed officer may hold the same office for more than two (2) consecutive full terms except for the Treasurer who may hold five (5) consecutive terms.
 - c. The number of appointed officers with vote shall not exceed the number of elected officers.
- 2. The president may appoint a parliamentarian who shall attend both board and chapter meetings, but shall not be a voting member of the board.

ARTICLE VIII: EXECUTIVE BOARD

- 1. The Executive Board shall consist of the elected officers, newsletter editor, Ways and Means chair and immediate past President.
- 2. The duties of the Executive Board shall be:
 - a. To transact necessary business in the intervals between chapter meetings and other business referred to it by the chapter.
 - b. To prepare and submit an annual budget to the chapter for approval.
 - c. To review all non-budgeted expenses and make recommendations to the chapter regarding payment.
- 3. Meetings of the Executive Board shall normally be held monthly prior to the general chapter business meetings. Majority shall constitute a quorum. Special meetings of the Executive Board may be called by the President and shall be called by the President upon written request of two (2) members of the board.

ARTICLE IX: FINANCES

- 1. The Executive Board, upon recommendation of the Treasurer, shall designate all financial institutions that shall be the depository of chapter funds. Signature cards shall be executed by the President and Treasurer.
- 2. To insure that accounting procedures are accurate, consistent and current, a year-end audit of the Treasurer's records shall be performed by an audit committee designated by the Executive Board. The Treasurer shall not serve on the audit committee.
- 3. The audit is to be completed in January.

ARTICLE X: COMMITTEES

- 1. Standing committees may be created as needed to promote the objectives and interests of the chapter. The President, with the approval of the Executive Board, shall appoint chairs and

committee members. Each member shall serve for a term of one (1) year and may serve no more than two (2) consecutive full terms in the same position.

2. Special committees may be created at the discretion of the President, with the approval of the Executive Board. The duties of any special committees shall be stated upon their appointment and such committees shall cease to exist when their final report is accepted or adopted.
3. No committee work or monies expended shall be undertaken without approval of the Executive Board.

ARTICLE XI: NOMINATIONS AND ELECTIONS

1. Nominations shall be made in September for the coming year.
 - a. The nominating committee, composed of not less than three (3) nor more than five (5) members, shall be appointed by the President with the approval of the Executive Board. The nominating committee shall be appointed at least two (2) months before the meeting at which elections are held.
 - b. The nominating committee shall prepare a slate for the election of officers and shall submit the slate to the members at least two (2) weeks prior to the meeting at which elections will be held. Notification shall be through chapter newsletter, special mailings (including email) or at a previous meeting.
 - c. There shall be provisions for nominations from the floor for each office, at the meeting at which elections are held, provided that prior consent from the nominee has been obtained.
2. Elections shall take place in November.
 - a. Officers shall take office January 1 and shall hold office until December 31 or a successor is duly named.
 - b. A quorum must be present and a majority vote is required to elect. If there is more than one (1) candidate for office, voting shall be by written ballot.
 - c. Vacancies in office shall be filled by a majority vote of the Executive Board except for that of president. A vacancy of the office of president shall be filled by a vote of the membership after nomination and seconding from the membership floor.

ARTICLE XII: AMENDMENTS

1. Proposed amendments to these bylaws shall be submitted in writing to the President for review by the Executive Board.
2. These bylaws may be altered or changed by a 2/3 vote of the members present at a meeting at which a quorum is present, provided that the proposed changes have been presented in writing to the members at least two (2) weeks prior to the meeting at which voting take place.
3. If at two (2) successive meetings, a quorum has not been present, these bylaws can be changed upon written ballot of the members, provided that a majority of the members return the written ballot.

ARTICLE XIII: PARLIAMENTARY AUTHORITY

Robert's Rules of Order, Newly Revised, shall be the parliamentary authority for all matters not in conflict with these bylaws or the bylaws of the Society.

ARTICLE XIV: DISSOLUTION

In the event of dissolution of the chapter, all liabilities and obligations of the chapter shall be paid, satisfied, and discharged or adequate provision made therefore. Any remaining funds as are in the treasury at the time shall be given to the Society or to the Decorative Arts Collection, Inc., as determined by a majority of the remaining members.