

## **BYLAWS**

### WESTPORT ART GROUP INC.

Approved by the WAG Executive Board September 18, 2018

**Article I. Name:** The Organization shall be known as the Westport Art Group Incorporated

**Article II. Object:** To stimulate and promote the appreciation and enjoyment of the Arts and Crafts.

### **Article III. Members:**

#### **Section 1.**

- a. Any person interested in joining this Organization must fill out a membership form, and at the same time pay the current amount required for dues.
- b. A former member desiring to rejoin must apply to the Membership Secretary as a new member. A new membership form must be filled out and current dues must be paid.

**Section 2.** The Membership Year for this Organization shall be from June first (1st) through May thirty-first (31st).

**Section 3.** The Membership Secretary shall notify members each May **of the full amount of dues payable for the new membership year.**

**Section 4.** If dues have not been paid in full by **July thirty-first (31st)** of that year, the Member shall be automatically dropped from the membership roster.

**Section 5.** For those interested in the Activities and Aims of this Organization, the following classes of membership are open. Membership dues amounts for each classification shall be set by majority vote of the Executive Board.

**a. Individual:** A member who pays within a fiscal year the amount set as Individual dues by the Executive Board.

**b. Contributing:** A member who pays within a fiscal year the amount set as Contributing dues by the Executive Board.

**c. Sustaining:** A member who pays within a fiscal year the amount set as Sustaining dues by the Executive Board.

**d. Patron:** A member who pays within a fiscal year the amount set as Patron dues by the Executive Board.

**e. Life:** 1) A member who pays within a fiscal year the amount set as Life dues by the Executive Board. 2) A member who has been elected by the Executive Board to this class because of outstanding service, or a financial or material contribution to this Organization. 3) Life members are exempt from annual dues thereafter.

**f. Young artist:** A member between the ages of 14 – 21 who joins as an individual.

## **Article IV. Officers**

**Section 1.** The **OFFICERS** shall be a President, Vice President for Educational Programs, Vice President for Exhibits and Events, Vice President for Public Relations, Treasurer, Recording Secretary, Membership Secretary, and Corresponding Secretary.

**Section 2.** The **TERM OF OFFICE** for officers and chairs of standing committees shall be for one (1) year or until their successors are elected or appointed.

**Section 3.** Election of Officers:

a. Three (3) months before the Annual Membership Meeting, the President shall announce the appointment of the Chair of the Nominating Committee who shall choose two (2) additional members.

b. At the August Meeting the Nominating Chair will ask the Executive Board Members if they are willing to serve for another term. Board members can be contacted by phone or email if there is no meeting. The Nominating Chair shall present the openings of the Officers to the Board and those agreeing to take another term. The Nominating Chair will ask for suggestions for nominees, then contact the nominees and invite them to consider and accept the nomination. The Nominating Chair will prepare the slate of officers for the Annual Meeting.

c. At the Annual Membership Meeting, the Chair of the Nominating Committee shall present the slate of Officers nominated for the coming year. The Nominating Committee Chair shall preside during that portion of the meeting unless he/she is on the proposed slate. In such case, the Chair of the Nominating Committee shall recuse his/herself and a member of the Nominating Committee not on the proposed slate shall preside. The presider shall ask for nominations from the floor. If there are no nominations from the floor, the presider shall ask that the Recording Secretary cast one ballot for the slate as presented. If there are nominations from the floor and when properly seconded, the vote shall be by secret ballot. Decisions shall require a majority vote of members present and in good standing.

d. The new Officers shall take office and assume responsibilities immediately following the Annual Membership Meeting.

**Section 4:** Duties of the Officers:

a. The **PRESIDENT** shall be the official representative of the Westport Art Group and shall with the Executive Board be responsible for implementing the mission and goals of the organization. The President shall conduct and preside at all meetings, appoint Committee Chairs, and coordinate all activities of the organization.

- b. The **VICE PRESIDENT FOR EDUCATIONAL PROGRAMS** shall plan, develop, schedule and evaluate classes and workshops; work with the Adult and Youth Education Coordinators and the Treasurer to recruit, appoint and negotiate contracts with instructors.
- c. The **VICE PRESIDENT FOR EXHIBITS AND EVENTS** shall plan, develop, schedule and evaluate exhibits and events; oversee the work of a Gallery Manager who supervises a Show Committee to implement each show; and recruit and orient judges for juried shows.
- d. The **VICE PRESIDENT FOR PUBLIC RELATIONS** shall design, produce, and distribute material to publicize WAG shows, events, classes and workshops; prepare and arrange for publication of press releases about WAG, its mission and its relationships with other organizations; prepare content of web materials; design and post web materials in coordination with the Webmaster.
- e. The **TREASURER** shall maintain the financial records of the organization, deposit and record all receipts, pay and record all bills of the organization, subject to the authorization of the President. The Treasurer shall prepare and present a monthly statement of finances to the Executive Board and an annual statement to the Annual Meeting. The Treasurer shall ensure that the organization receives and maintains all legally-required permits and licenses, and shall oversee submission of legally-required financial reports, returns, and payments. The Treasurer shall prepare an annual budget for the coming fiscal year for presentation to and authorization by the Executive Board.
- f. The **RECORDING SECRETARY** provides minutes of official business at meetings of the Executive Board; revises minutes to provide corrections made by the Executive Board; asks questions during meetings to clarify points being offered by members and the wording of motions; records motions and the outcome of motions; distributes a copy of minutes to all members of the Executive Board; maintains a permanent file of all minutes of meetings of the Executive Board.
- g. The **MEMBERSHIP SECRETARY** maintains the WAG membership database; notifies members for renewal prior to the membership year; records the membership category, contact information, and volunteer interests of each member; conducts all membership correspondence; and reports membership data to the Executive Board.
- h. The **CORRESPONDING SECRETARY** shall be responsible for all communications as directed by the President.

### **Article V. Meetings**

**Section 1.** When 50% of the members of the Executive Board are present, that shall constitute a quorum. When 10% of the voting membership is present at general membership meetings, that shall constitute a quorum.

**Section 2.** Notice of each general membership or special meeting shall be sent at least one (1) week in advance. The date and time of the meetings shall be set by the Executive Board.

**Section 3.** The October general membership meeting shall be the **ANNUAL MEETING** and shall follow the October Executive Board Meeting if such meeting has been deemed necessary by the President.

**Section 4. A SPECIAL MEETING** may be called at any time by the President, or at the request of two-thirds (2/3) of the Executive Board, or upon written request of twenty five (25) members eligible to vote. Ten days prior notice to all members of such meetings shall be required.

**Section 5.** Any member in good standing is eligible to vote. Each member shall be entitled to one vote in each balloting.

## **Article VI. Executive and Advisory Boards**

**Section 1:** There shall be an Executive Board which shall consist of all current Officers and current Chairs of all standing committees. Each standing committee is limited to one (1) vote.

**Section 2.** Executive Board meetings shall be held monthly at the discretion of the President or at the request of four or more members of the Executive Board.

### **Section 3. Vacancies**

Should a vacancy occur on the Executive Board, the President shall appoint a member to fill that position with a two-thirds (2/3) vote of approval by the Executive Board.

### **Section 4. Resignation and Removal**

Any Executive Board Member may resign by delivering a written resignation to the Executive Board or to the President or Recording Secretary. Such resignation shall be effective upon receipt unless it is specified to be effective at some later time. Any member of the Executive Board may be removed from office with or without cause by the affirmative vote of a two-thirds majority of the members on record and eligible to vote. The Executive Board may fill by appointment any vacancy on the Board.

**Section 5.** An **ADVISORY BOARD** of immediate past officers and immediate past chairpersons of standing committees shall serve in an advisory capacity for one year, but shall not be entitled to vote at Executive Board meetings. They shall be notified of each Executive Board meeting during that year.

## **Article VII. Committees**

### **Section 1: Committees:**

The Chairs of Standing Committees and Chairs of Temporary Committees shall be appointed by the President and approved by a majority of the Executive Board. Each of these Chairs may appoint his/her own committee and/or the President may ask for volunteers.

**Section 2.** There shall be a **Budget Committee** comprised of the President, Treasurer, and at least one other member. The additional member shall be appointed by the President.

**Section 3.** In September, the Budget Committee shall present the Budget for the coming year to the Executive Board. This Budget and/or any necessary revisions to it during the fiscal year, shall be approved by the Executive Board before taking effect.

**Section 4.** No Officer/Committee, nor any member shall expend funds of this Organization, except as have been approved by the **Budget Committee and the Executive Board**. Any expenses over and above routine costs must be approved by the Executive Board prior to expenditures.

**Section 5.** The Fiscal Year for this Organization will be from October first (1st) through September thirtieth (30th).

#### **Article VIII. Parliamentary Authority**

**Section 1.** Parliamentary Authority for the governing of meetings shall be **ROBERT'S RULES OF ORDER**.

#### **Article IX. Amendment of Bylaws**

**Section 1.** Any proposed changes in the **Bylaws** shall be submitted to the Executive Board at least three weeks prior to an Executive Board Meeting at which time it shall be discussed and voted upon. Two thirds of the Executive Board must approve the changes.

**Section 2.** With two thirds (2/3) approval by the Executive Board, revised copies of the Bylaws shall be communicated to each member.