

## **ARTICLE I: NAME**

The name of this society shall be Oklahoma Pastel Society.

## **ARTICLE II: PURPOSE**

The purpose of this non-profit society shall be to promote the study and practice of pastel art, to encourage individual excellence, and to foster a wider appreciation and deeper understanding of pastel, its history and applications, by the free interchange of ideas and techniques.

## **ARTICLE III: MEMBERSHIP**

Section 1. The membership shall be open to anyone interested in pastel and who supports the society by paying the annual dues.

Section 2. A charter member is a member who joined the society before June 1st 2004. He/she shall be eligible for appropriate special considerations but shall have no special voting rights.

Section 3. Members shall be entitled to attend all program meetings of the Oklahoma Pastel Society and participate in all general art exhibitions sponsored by the Society. They shall be granted all rights and privileges determined by the elected Board of Directors.

Section 4. Members may attend all Board of Directors meetings. Any member wishing to bring a matter before the Board may make such request in writing to the President at least one week prior to the regularly scheduled program meetings. Members not elected to the Board may not discuss or vote on matters before the Board.

Section 5. Persons who have not paid their dues by June 31st shall no longer be entitled to the rights and privileges of the Oklahoma Pastel Society. However, all rights and privileges shall be restored upon receipt of said dues.

## **ARTICLE IV: DUES**

Dues shall be \$30.00 payable annually on June 1 for the following year. Dues paid in months other than June will be prorated based on the number of months remaining until the next June. Changes in dues and dues procedures may be proposed and approved by the board of directors with a thirty day advance notice given to the general membership.

## **ARTICLE V: BOARD OF DIRECTORS**

Section 1. The Board of Directors shall consist of the current slate of officers, President from the preceding year, nine current standing committee chairs. Chairs and elected officer positions may be held by the same individual so the number of Board Members may vary but may not be less than ten. All members of the Board of Directors are required to pay membership dues prior to assuming office in June.

Section 2. The business management and affairs of the Society shall be under the direction and control of the Board of Directors. The officers and Board of Directors shall have authority to authorize agreements, incur liabilities, expend funds and attend to such other matters connected with the conduct of the Society.

Section 3. The board of Directors will meet prior to the regularly scheduled program meeting in order to conduct the society's business.

Section 4. Any Director who for any reason fails to perform his/her function as a Director or for just cause may be removed from office by a majority vote of those members present at any duly convened Program meeting.

Section 5. Any Director who fails to carry out the duties of the office, or fails to attend Board meetings without just cause may, at the discretion of the Directors be removed from office by a majority vote of all Directors.

Section 6. Any vacancies of the Board of Directors shall be filled by a majority vote of the remaining Directors. Any interim elections shall be only for the unexpired term.

Section 7. Five Directors shall constitute a quorum capable of transacting any business that may come before a meeting of the Board of Directors.

Section 8. Each March the Board of Directors shall appoint a nominating committee consisting of the immediate past President, two members of the current Board of Directors and two members from the membership at large who shall present a slate of officers, directors and committee chairs to the program meeting in May. Nominations for the above stated positions shall also be accepted from the floor.

#### **ARTICLE VI: MEETINGS**

The board of Directors will meet prior to the regularly scheduled program meeting in order to conduct the society's business.

The society as a whole (program meeting) will normally meet the second Monday of the month.

The purpose of the meeting will be the free interchange of ideas and techniques through demonstrations, lectures and participation.

#### **ARTICLE VII: OFFICERS**

Section 1. Officers of the Society shall be President, Vice- President, Secretary and Treasurer

Section 2. The President, Vice-President, Secretary and Treasurer nominations shall be presented to the Society by the nominating committee at the June meeting to be voted on by the members. Nominations from the floor shall also be considered.

Section 3. Any officer may be removed from office by a majority vote of those members present at any duly convened program meeting.

Section 4. The Vice-President shall fill a vacancy in the office of the President for the unexpired term. A new Vice-President shall be elected by the Board of Directors.

Section 5. Annual election of officers shall be held at the May meeting. New officers will assume responsibilities on upon election. An oral notice by the President shall be given at the April meeting of the coming election.

#### **ARTICLE VIII: DUTIES OF OFFICERS**

Section 1. President: The President shall preside at all board and program meetings, keeping members informed concerning major decisions or actions taken by the Board at the last previous

board meeting. The President shall be actively involved and knowledgeable in the total workings of all offices and committees.

Section 2. Vice-President: The Vice-President shall carry on the duties of the President if for any reason the President is unable to perform the duties, having the same authority as the President

a. If the office of President is permanently vacated for any reason, the Vice-President shall become the President for the unexpired term of election, and a new Vice-President shall be appointed by the Board of Directors.

b. The Vice-President is responsible for knowing the location and condition of all physical assets.

Section 3. Secretary: The secretary shall keep minutes of all meetings and publish those minutes on the Society's Web site.

a. Shall keep records of resolutions adopted or elections, make entries and corrections to the By-laws.

b. Send out notices and communication necessary for Society's business.

Section 4. Treasurer: The Treasurer shall receive all money and deposit it in the bank.

a. Pay out money when given authority by Board of Directors, President or Vice-President. There shall be two authorized signatures: President and Treasurer, only one shall be required on each check.

b. Keep books and give financial report biannually. If the Board shall feel that a special financial report should be given at any time, the Treasurer shall also give that report.

c. An audit of the books should be conducted by the incoming and outgoing Treasurer or every two years whichever is sooner.

d. Maintain the Society's post office box and distribute incoming mail as appropriate.

## **ARTICLE IX: COMMITTEE CHAIRS**

Section 1. The Board of Directors shall create committees as necessary, which shall be approved by the general membership.

Section 2. The Standing Committee Chairs shall be presented to the Society by a nominating committee at the May meeting, and are to be voted on by members. Nominations from the floor shall also be considered.

Section 3. Any Standing Committee Chair may be removed from office by a majority vote of those members present at any duly convened program meeting.

Section 4. Standing Committees: Standing Committees shall be chaired by persons elected to said position by general membership for a term of one year with no limit on number of terms served. Standing Committee Chairs shall consist of:

1. Annual Show Chair

2. Refreshments Chair
3. Program Chair
4. Membership Chair
5. Publicity Chair
6. Communications Chair
7. Newsletter Chair
8. Exhibition Chair
9. Workshop Chair

#### **ARTICLE X: DUTIES OF COMMITTEE CHAIRS**

Section 1. Annual Show. Organize a committee to conduct, coordinate, and publicize the annual Society art show to include the reception.

Section 2. Refreshments: Organize committee to furnish refreshments at all program meetings. Assist the Annual Show Chair in arranging foods and appetizers for said show.

Section 3. Program Chair: Organize committee to arrange and book quality lectures, and demonstrations by professional artists, photographers, museum directors or gallery owners for the program meetings.

Section 4. Membership Chair: Organize committee to record all membership dues and transactions including meeting sign-in sheets. The committee also produces a membership directory and reports any new members or guests to the Board of Directors.

Section 5. Publicity Chair: Organize committee to oversee all publicity involving the Society including but not limited to program meetings and the Annual Art Show.

Section 6. Communication Chair: Organize committee to monitor, create where required, and coordinate the Society's Internet activities to include its Web site.

Section 7. Newsletter Chair: Organize committee to produce a monthly newsletter and send out the bulk mailing (excluding the month of December).

Section 8. Exhibition Chair: Organize committee to oversee and locate potential places to display members' art such as hospitals, banks, art galleries etc.

Section 9. Workshop Chair: Organize committee to arrange and book workshops taught by professional artists for the continuing education of members.

#### **ARTICLE XI: ELECTIONS**

Election of officers and committee chairs shall take place annually at the May meetings. Nominees will be offered by the appointed nominating committee. In addition, any member in good standing (paid-up dues) may nominate or be nominated from the floor. All nominations

require seconding – so in essence it takes two members to make a nomination; however, members may nominate or second themselves. Individual members may nominate or second more than one person for the same position. Nominating or seconding a member does not oblige the maker to vote for their nomination. Voting may be by a show of hands or (if so deemed necessary by the board of directors) by written ballot. Only members in good standing may vote.

## **ARTICLE XII: FISCAL YEAR**

The fiscal year shall be from June 1 to May 31.

## **ARTICLE XIII AMENDMENTS TO BYLAWS**

Changes to this document must be approved by a majority of the society board members.

## **ARTICLE XIV STANDING POLICIES**

### **Workshops**

A partial payment of a workshop fee as a deposit is required to reserve a person's place in a workshop. Checks for workshop fees should be collected and/or mailed to the Workshop Chairperson, who promptly forwards them to the Treasurer. Refunds for workshop fees or deposits will only be given:

- Ø if a person indicates at least one month before the workshop he/she will not be able to attend
- Ø if another person can be found to take his/her place at the workshop
- Ø if a person has an emergency that prevents attendance
- Ø partial refunds will not be made for people able to attend only a portion of a workshop unless partial options are advertised in advance
- Ø if questions occur, workshop refunds will be approved by a majority vote of the Board Workshop Discounts/Reimbursement

Workshop Chairperson: The Workshop Chairperson is entitled to a 50% discount on the workshop or if not attending the workshop, reimbursement for long distance phone calls, workshop flier production, supply list mailing and other workshop expenses.

Mileage expenses will not be paid for providing the artist transportation to and from the airport.

Housing the artist: The person housing the guest workshop artist will be entitled to reimbursement of expenses, such as cost of the artist's meal at a restaurant or airport parking.

In selecting the person to house a guest artist, the Workshop Chairperson should:

- Ø allow members the opportunity to volunteer to house the artist
- Ø give priority to a member who is attending the workshop
- Ø ensure a rotation of members hosting artists so different people have an opportunity to benefit from the experience

### **Internet World Wide Web Site**

The society will maintain an Internet web site. The web site will allow members to access the society's calendar of events, current newsletter, latest meeting minutes and other such material as the board of directors deem appropriate. The site will offer each member the opportunity to display one of their artworks at no charge to the artist. A purchase gallery will be established on the site for a member artist for an annual fee of twenty-five dollars.