

By-Laws of The Olympia Art League

FINAL DRAFT October 2008

1. **Name.** This organization is the *Olympia Art League* (the League).

1. **Purposes and activities.**

1.1. The purpose of the League is to:

1.1.1. Promote the visual arts in the South Puget Sound community;

1.1.2. Provide educational programs for the members of the League and for the general South Puget Sound community (such as demonstrations at monthly meetings and sponsoring the Fine Arts Exhibit at the Thurston County Fair);

1.1.3. Encourage visual artists to practice and improve their skills;

1.1.4. Aid, support, and assist by gifts, contributions or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, or educational purposes as long as:

1.1.4.1.No part of the net earnings of the organization inures to the benefit of any private shareholder or individual; and

1.1.4.2.No substantial part of the activities of such organization can be to carry on propaganda or to otherwise attempt to influence legislation, except as otherwise allowed to an organization described in Section 501(c)(3) of the Code; and/or

1.1.5. Do any and all lawful activities that may be necessary or desirable to further, accomplish, foster, or attain the purposes listed above, either directly or indirectly.

1.2. The League can carry out activities either alone or in conjunction or cooperation with others. These others can be persons or organizations of any kind or nature, such as corporations, firms, institutions, foundations, or governmental departments or agencies.

1.3. Activities sponsored by the League to meet the purposes in Section 1.1 may include, but are not limited to, the following: organize juried and non-juried art shows; sponsor out-door paint outs; hold regular business meetings; provide educational programs of interest to artists and to persons interested in the visual arts at meetings or at other events; and to sponsor the Fine Arts Exhibit at the Thurston County Fair.

2. **Membership.**

2.1 Membership is open to all persons interested in the visual arts. To become a member, an individual must complete an application form and pay annual dues.

- 2.2 Membership is required for the following: to be a board member, to be a committee chair, and to participate in Olympia Art League shows.
- 2.3 The League may sponsor shows that are open to all artists.
- 2.4 No member of the League shall receive compensation for work done for the League as an officer, committee, chair or committee member. The League may contract with League members to provide certain services (e.g., create a web site, create art for advertising, etc.).
3. **Meetings.** The dates for meetings of the League will be set by the Board and approved by the membership each year at the January League meeting.
4. **Officers.** The elected officers shall consist of a President, Vice-President, Treasurer, and Recording/corresponding Secretary. The duties of the officers are:
- 4.1. **President:** The President shall preside at all meetings of the League and the Board. The President shall have the power to appoint committees, as she/he may deem appropriate to assist in the affairs of the League. The President shall act without Board direction only in emergency
- 4.2 **Vice-President:** The Vice-President shall take the place of the President and perform his/her duties whenever the President shall be absent or unable to act.
- 4.3 **Secretary:** The Secretary shall keep the minutes of all actions at League and Board meetings. The Secretary shall publish Board minutes at least 24 hours prior to Board meetings.
- 4.4 **Treasurer:** The Treasurer shall have the responsibility for all funds of the League and shall be responsible for keeping full and accurate records of account showing all receipts and disbursements. He/she shall be responsible for the preparation of all required financial statements and the Annual Budget.
5. **Board.** The League shall have a Board made up of the officers, members at large, and the following appointed positions: Program Chairman, Newsletter Editor, Public Relations Officer, and Membership Officer.
- 5.1. The Executive Board shall consist of the officers, two (2) elected directors-at-large, and the immediate past president. The members of the Executive Board are voting members of the Board.
- 5.2. The Board shall conduct business and present its findings to the general membership. Such actions must be reported at the next regular League meeting and/or in the next League newsletter.
- 5.3. The Board is empowered to take final action on matters without consulting the membership, except for the following, which must be voted on by the members at a regular or special meeting of the League:

- 5.3.1. Certain financial matters: Members of the League must vote on expenditures that exceed \$750.00
 - 5.3.2. New or significantly expanded events sponsored by the League
 - 5.3.3. Election of officers
 - 5.3.4. Schedule of Membership meetings
6. Standing committees shall be approved by the Board and committee chairs appointed by the President.
7. Election. A nominating committee of three (3) members shall be named by the President at the September meeting. This committee shall present their report at the October meeting. The officers and directors shall be elected at the November meeting.
8. **Fiscal Requirements.**
 - 8.1. **Dues.** Annual dues are set by the Executive Board and approved by League membership before implementation.
 - 8.2. **Fiscal Year.** The fiscal year will be Jan. 1 - Dec. 31.
 - 8.2.1. **Budget.** The Treasurer will prepare an annual budget for review and approval by the Board.
 - 8.2.1.1. For expenditures that are consistent with the annual budget, the Treasurer can reimburse members without consulting the Board.
 - 8.2.1.2. For expenditures that are not consistent with the annual budget, the member must request approval of the board prior to reimbursement and preferably, before making the expenditure.
 - 8.2.1.3. The Board may amend the budget by majority vote of the Board members present, as long as there is a quorum.
9. **Meetings.**
 - 9.1. **Roberts Rules** of order shall govern at all meetings.
 - 9.2. **Quorum** for voting.
 - 9.2.1. **Board Meetings.** A minimum of fifty percent (50%) of the Board members must be present to conduct the business of the League [i.e., to make decisions that commit the League to a course of action or to approve expenditures that are outside of the approved annual budget (or amendments to the budget)].
 - 9.2.2. **Member Meetings.** A minimum of ten percent (10%) of the total members, or 20 members, whichever is smaller, must be present to conduct the business of the League (that is, to vote on matters that require a vote of the membership, such as

voting for officers). There is no quorum for League activities and events such as demonstrations or paint-outs.

10. **Amendments to Bylaws.** Proposed amendments to these by-laws must be presented in writing, discussed at a regular League meeting, and voted upon at the next regular League meeting.
11. **Review Bylaws.** Bylaws shall be reviewed at least every five years.