**White Mountain Decorative Painters’ Guild**

**By-Laws**

**September 1, 2023**

**Article I. Name**

The name of this organization shall be the White Mountain Decorative Painters’ Guild. White Mountain Decorative Painters’ Guild is a non-profit organization, recognized by the State of New Hampshire.

**Article II. Purpose**

The Purpose of this Guild shall be to stimulate interest in, and appreciation for, the art and history of Tole/Decorative Painting and Decorative Art in all forms and to provide its members information and activities related to Tole/Decorative Painting and Decorative Art.

**Article III. Membership**

1. Membership shall be by annual application and payment of membership fees/dues. These fees/dues are set forth in the Standing Rules Section 1.
2. A member in good standing shall be defined as a member who is current with dues with White Mountain Decorative Painters’ Guild.

**Article IV. Dues**

1. Membership dues shall be determined by vote of the membership upon recommendation of the executive board.
2. Membership dues shall be paid annually.
3. Amount of dues shall be as stated in the Standing Rules.

**Article V. Meetings**

 1. Regular meetings of this Guild shall be held as stated in the Standing Rules.

2. The Executive Board shall have the authority to change dates of meetings, and

 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 present.

4. The privilege of holding office, making motions, debating and voting shall be limited to

 current members in good standing.

**Article VI. Elected Officers**

1. The elected officers of this Guild shall be President, Vice President/President Elect,

Newsletter Editor, Secretary, Membership Secretary and Treasurer.

1. Duties of the officers shall be as follows:
* The **President** shall preside over meetings of the chapter and meetings of the Executive Board; shall be a member of ex-officio of all committees, except the Nominating Committee; shall sign checks in the absence of the Treasurer; shall appoint the necessary committee chairpersons needed for the proper functioning of the Guild; shall otherwise follow the official job description of the President as drawn by the Executive Board; and shall perform such other duties as usually pertain to the office. Following the term, the President shall act as advisor to the Executive Board for a period of one year.
* The **Vice President** shall preside in the absence of the president; shall assist the President; shall serve as the coordinator of programs; shall otherwise follow the official job description of the Vice President as drawn by the Executive Board, and shall perform such other duties that may be assigned by the Executive Board or which usually pertain to this office.
* The **Treasurer** shall receive monies of the Guild, shall keep an accurate record of receipts and expenditures, pay all bills on approval of the President, present a statement of account at every Guild meeting and when requested by the Executive Board, and shall make an annual report of the preceding year at the first business meeting of the new year. The Treasurer shall otherwise follow the official job description of the treasurer as drawn by the Executive Board, and shall perform such duties as usually pertain to the office.
* The **Secretary** shall record minutes of all meetings of the Guild and the Executive Board, these minutes shall be kept in books which are the property of the Guild, and shall be a complete and clear record of activities. The Secretary shall provide a copy of all minutes to each Executive Board member within TEN (10) days of each meeting; shall otherwise follow the official job description for the secretary as drawn by the Executive Board; and shall perform such other duties as usually pertain to the office.
* The **Membership Secretary** shall collect membership dues and keep a list of membership, handle the membership roster at meetings, and general meeting receipts, shall otherwise follow the official job description of the Membership

Secretary as drawn by the Executive Board, and shall perform such duties as usually pertain to the office.

* The **Newsletter Editor** shall follow the official job description of the Newsletter Editor as drawn by the Executive Board; and shall perform such other duties as usually pertain to the office.
* The **Parliamentarian** is appointed by the President after the annual election and prior to the first subsequent meeting. The Parliamentarian shall serve for one year at the will of the President. The Parliamentarian attends all Executive Board and Guild meetings and serves on the Executive Board without a vote.
* Three **Directors** shall be elected by the membership at the annual election. Their term of office shall be one year. No Director may hold the office of Director for more than two consecutive full terms.

**Article VII. Executive Board**

1. The Executive Board shall consist of the elected officers, the three directors, the

Parliamentarian and the immediate Past President.

1. The duties of the Executive Board shall be:
2. To transact necessary business in the intervals between Guild meetings, and such other business as may be referred to it by the Guild.
3. To prepare and submit to the Guild for approval an annual budget.
4. To review all unbudgeted expenses and make recommendations to the Guild

regarding payment. A majority of the board, not including any vacancy, shall constitute a quorum.

1. If a board member is absent from two consecutive board meetings without notification to the President, the President shall ask said member to resign. Three consecutive absences shall constitute automatic removal.

**Article VIII. Committees**

1. Standing committees will be created as may be needed to promote the objectives and interests of the Guild. Chairmen shall be appointed by the President. The President and Chairman will determine the size of the committee and will seek volunteers. In the event that there are insufficient volunteers, the President will appoint members using the Chairman’s recommendations as a guide.
2. Special committees may be created at the discretion of the President. The duties of any special committee and chairman thereof shall be stated upon their appointment, and such committees shall cease to exist when their final report is accepted or adopted.

**Article IX. Nominations and Elections**

1. Nominations shall be in September for the coming year.
2. The Nominating Committee shall be appointed by the President. The Nominating Committee shall be appointed at least two months before the meeting at which elections will be held.
3. The Nominating Committee shall prepare a slate for the election of officers and directors and shall submit it to the members prior to the meeting which elections will be held, either through means of the chapter newsletter, a special mailing, or at a previous meeting. Before a member’s name can be submitted as a nominee for any office, either by the committee or by a member from the floor, the nominee must give consent. The listing of names on the ballot will be in order of nomination.
4. Nominations from the floor will be accepted
5. Elections shall take place in November.
6. A majority vote of those present is required to elect. A quorum must be present.
7. Elected officers shall take the position at the end of the January meeting after their installation and shall hold office until the January meeting of the following year.
8. A vacancy in the office of President shall be filled by the Vice-President for the unexpired term and the normal succeeding full term. A vacancy in any other office shall be filled by selection of the Board of Directors for the unexpired term. A Vice-President so selected shall not succeed to the office of the Presidency except by election at the next regular election.

**Article X. Amendments**

1. These by-laws may be altered or changed by a two-thirds 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 weeks prior to the meeting at which voting takes place.

**Article XI. Parliamentary Authority**

Robert's rules of order, newly revised, shall be the parliamentary authority for all matters not in conflict with these by-laws.

**Article XII. Dissolution**

In the event of dissolution of the Guild, all liabilities and obligations of the Guild shall be paid, satisfied, and discharged, or adequate provision made therefore. Any remaining assets as are in the treasury at the time shall be given to another non-profit group as determined by a majority of the remaining membership.