

By-Laws of the White Mountain Decorative Painters' Guild

Revision K (1/2015)

Article I. Name

The name of this non-profit organization shall be the **White Mountain Decorative Painters' Guild**, a chapter of the National Society of Tole and Decorative Painters, Inc. also known as the Society of Decorative Painters; and herein referred to 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 Tole and 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 by-laws and those of the Society.
2. Non-resident members of the Society may visit this chapter. Non-member guests are welcome to visit not more than one meeting annually.

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 and shall be payable to correspond with payment of dues to the Society.
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 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.
4. The privilege of holding office, making motions, debating and voting shall be limited to current members in good standing.
5. Members may request, in writing only, an absentee ballot for the general election of officers and Board of Directors.

Article VI. Elected Officers

1. The elected officers of this chapter shall be President, Vice President/President Elect, Newsletter Editor, Secretary, Membership Secretary and Treasurer.
2. The term of the office shall be one year. Any member considering accepting the nomination of the office of Vice President/President Elect must have at least 2 years experience as an officer or Board of Directors member. No officer may hold the same office for more than two consecutive full terms; except for the treasurer who may hold office for five consecutive terms.
3. 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 chapter; 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. The President shall be responsible to see that all required reports and correspondence are sent to the Society. Following the term, the President shall act as advisor to the Executive Board for a period of one year.
 - The **Vice President/President Elect** 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/President Elect 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 **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 **Secretary** shall record minutes of all meetings of the chapter and 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. 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 **Treasurer** shall receive monies of the Chapter, shall keep an accurate record of receipts and expenditures, pay all bills on approval of the President, present a statement of account at every chapter 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 provide an annual financial report to the Society, 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 **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 Chapter meetings and serves on the Executive Board without 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.
2. The duties of the Executive Board shall be:
 - To transact necessary business in the intervals between chapter meetings, and such other business as may be referred to it by the Chapter.
 - To prepare and submit to the Chapter for approval an annual budget.
 - To review all unbudgeted expenses and make recommendations to the Chapter regarding payment. A majority of the board, not including any vacancy, shall constitute a quorum.
 - 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 Chapter. 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.
 - The Nominating Committee comprised of not less than three nor more than five members, 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.
 - 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.
- There shall be provision for write-ins on the ballot for each office.

2. Elections shall take place in November.

- Officers shall take office January 1 and shall hold office until December 31.
- A majority vote of those present is required to elect. A quorum must be present.
- A vacancy in the office of President shall be filled by the Vice-President/President Elect 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/President Elect so selected shall not succeed to the office of the Presidency except by election at the next regular election. Nominees who receive the next highest vote at the preceding election should be given consideration when filling a vacancy on the board.

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.
2. If at two successive meetings, a quorum has not been present, these by-laws can be changed by a written ballot of the members, provided that a majority of the members return their written ballot.

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, or the by-laws of the Society.

Article XII. 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 of Decorative Painters, Inc., OR to another non-profit group as determined by a majority of the remaining membership. Any remaining assets shall also be given to the Society, or to a non-profit group, as determined by the majority of the remaining membership.