

North Coast Artists' Guild – Bylaws

Based on Bylaws Approved by the Membership October 30, 2015 with revisions by the Board on March 22, 2018 subject to Membership approval at the Annual Membership Meeting on October 19, 2018

ARTICLE I

The name of this organization shall be “North Coast Artists’ Guild.” North Coast Artists’ Guild is an affiliate of Gualala Arts, a not-for-profit California corporation.

ARTICLE II

The principle purpose of the North Coast Artists’ Guild shall be to promote member artists and the art produced by member artists.

Supplemental purposes include:

1. Assist in marketing the art produced by members
2. Enhance art education opportunities for members and the community
3. Make our area more beautiful
4. Develop a creative environment for the arts
5. Assist artists in general.

ARTICLE III -- Membership

Section 1. Definition of Membership

The membership shall consist of...

- (1) producing artists,
- (2) having full or partial residence in Mendocino and Sonoma Counties,
- (3) who have paid their current yearly dues.

Section 2. Annual Dues

The annual dues for the following year shall be determined by the NCAG Board of Directors at its October meeting and any changes for the following year shall be announced to the membership before December 31. Annual dues will be renewed on January 1 of each year. Dues paid on or after October 1 of the year shall cover the balance of the current year and all of the following year. Dues paid on or after January 1 but before October 1 of each year shall pay for the current year only.

Dues are to be paid to the Treasurer either in person or by mail.

Current annual dues are \$25 for regular members.

Section 3. Members' Duties

Artist members are expected to hold office or serve on committees and help in the general affairs of North Coast Artists' Guild. Failing to comply may result in loss of membership at the discretion of the NCAG Board of Directors.

ARTICLE IV – Officer Election

Section 1. Officers Named

Officer titles include:

President

Vice President

Treasurer

Secretary

Membership Director

Publicity Director.

One person may hold multiple officer positions at any one time. Board members of NCAG can be members of Gualala Arts Board of Directors, no exclusions.

Section 2. Terms

Officers shall be elected at the October meeting and shall serve for one year: January 1 through December 31. Both newly elected officers and outgoing officers are expected to attend the November meeting together, enabling a good transition.

Section 3. Nominating Committee

A nominating Committee of two members shall be appointed by the NCAG Board of Directors at its July meeting, and present its selections to the membership prior to the October meeting.

Section 4. Vacancies

Any vacancy occurring in an office between October and July shall be filled via appointment by the NCAG Board of Directors.

ARTICLE V – Meetings

Section 1. NCAG Board of Directors Meetings

The NCAG Board of Directors shall hold monthly meetings at dates and times they select. The Secretary shall produce and keep official minutes of each of these meetings, and distribute the minutes to the NCAG Board of Directors before the next meeting, to be approved at the next meeting.

A proposed agenda for each meeting will be prepared by the President and distributed to the members at least one week prior to the meeting. Decisions on important issues will be marked by motions, seconds and votes, and will be published to the membership immediately after the meeting.

Section 2. General Membership Meetings

The NCAG Board of Directors shall schedule and organize one general membership meeting each year, in October, plus others if an occasion arises.

The October meeting shall include the election of officers based on the list from the Nominating Committee plus nominations from the floor, and ratification or rejection of any changes in Bylaws.

The NCAG Board of Directors must give the general membership at least 30 days notice of the date and place of the October Meeting. Absentee voting will be allowed if votes are submitted in writing, signed and dated or submitted by e-mail

ARTICLE VI – NCAG Board of Directors

Section 1. Content

The NCAG Board of Directors shall consist of the Officers and the immediate past president of the North Coast Artists' Guild. All members of the NCAG Board of Directors shall be voting members.

Section 2. Budget

The NCAG Board of Directors shall select two of its members plus the Treasurer to form a Budget Committee each year. The Budget Committee will prepare a proposed budget and submit it to the NCAG Board of Directors before December 31 of each year, for ratification or revision in its January meeting.

ARTICLE VII – Duties of Officers

The President shall prepare meeting agendas and preside at all meetings.

In the absence of the President, the Vice President will fulfill the duties of the President.

The Treasurer shall work with the Budget Committee to prepare a budget for each year and present it NCAG Board of Directors before December 31 of each year and will present financial results at each monthly meeting.

The Secretary shall write and maintain a file of minutes of each meeting and distribute the Minutes to the membership by e-mail following each meeting. The secretary will also conduct the correspondence of the North Coast Artists' Guild.

The Membership Director shall assist new members in enrolling, send a current copy of these Bylaws to new members, keep track of the membership, both paid and unpaid, and follow up with unpaid members by email, mail and phone.

The Publicity Director shall solicit additional venues, maintain lists of the active venues and their requirements, get artists to coordinate and schedule these shows directly with venue representatives, assist the Studio Tour Director with publicity and work to enhance NCAG publicity and marketing efforts.

ARTICLE VIII – Quorum

A Quorum necessary for the transaction of business shall be 4 officers at NCAG Board of Directors meetings. A Quorum shall be 12 members at the annual membership meeting.

ARTICLE IX – Amendments

Proposed changes to the Bylaws and Rules must be submitted to the President in written form. These proposed changes must then be read to the NCAG Board of Directors by the Secretary at the next meeting, after which they will be discussed and voted on. A two thirds (2/3) majority of the votes cast is required for the passage of changes. Changes to Bylaws must be presented to the general membership at its next October meeting for ratification or rejection.

Procedure for NCAG Membership to Vote on Important Matters Requiring a Vote by the Membership as a Whole

Purpose: To establish the procedures to be followed when a vote of the NCAG membership as a whole is determined to be the desired method of resolving an issue.

Background: From time to time there may be issues that arise that the Board feels are best decided by a vote of the membership as a whole.

Procedures:

- 1. The NCAG Board of Directors will determine when a vote of the membership as a whole is required. Changes to the NCAG Bylaws will require ratification by the membership as a whole.**
- 2. When a vote of the membership as a whole has been determined by the Board of Directors to be required; the Board of Directors will determine, based on its assessment of the immediacy of the issue, the procedure to be followed in resolving the issue.**
- 3. Whenever possible, the issue will be voted on at the next annual meeting. If the issue is determined to be more immediate, the Board of Directors will solicit a vote on the issue by the membership as a whole by e-mail. In this circumstance, the voting period will be one month to allow all members adequate time to be informed and vote on the issue. Where the immediate nature of the issue requires a decision in less than 30 days, the Board of Directors will conduct a vote by the membership as a whole by e-mail allowing as much time as is practical. It is preferable to conduct a vote by the membership as a whole, even if the time is short. If the immediacy of the issue does not allow a vote of the membership as a whole, the Board of Directors will resolve the issue and report its decision to the membership.**
- 4. Votes conducted by mail will be tallied by the Secretary and reported to the Board of Directors at the conclusion of the voting period.**