

## **BY-LAWS**

### **Boyne Arts Collective (BAC)**

**A non-profit Organization**

#### **ARTICLE I ORGANIZATION**

1. The name of the organization shall be the Boyne Arts Collective (BAC).
2. The organization shall have a logo in the form of a designed grouping of the organization's initials: BAC.
3. The organization may change its name through a voting procedure.

#### **ARTICLE II PURPOSES**

The mission of the Boyne Arts Collective is to encourage and support artists, expand their opportunities, and promote art education and appreciation in the community.

#### **ARTICLE III MEMBERSHIP**

1. Dues for the organization shall be set by the Board of Directors.
2. All membership dues will be per annum and shall be paid on or before the annual meeting.

#### **ARTICLE IV MEETINGS**

1. The Board of Directors will determine the date and location of the annual meeting.
2. The Secretary shall notify all members of the date and location of the annual meeting.
3. Membership meetings shall be held on a regular date each month as determined by the Board of Directors.
4. The presence of over fifty percent of the members at a designated membership meeting shall constitute a quorum, for the purpose of conducting business. If necessary, a lesser percentage may adjourn the meeting for a period of not more than two weeks. The Secretary shall notify members regarding meeting date changes.
5. The President may call for special meetings when deemed necessary. Members shall be notified of the meeting date(s) and the purpose of the meeting(s). The President may call a special meeting upon request from a majority of the Board of Directors, or ten percent of the Membership. The special meeting request must be made in writing at least ten days before the scheduled meeting date.
6. Business conducted at special meetings must be specific to the purpose for scheduling the meeting.

## **ARTICLE V VOTING**

1. Except for the election of the Board of Directors and officers, all voting conducted at meetings shall be done orally. All non-oral voting shall be done by ballot and voting shall be anonymous.
2. Any question may be voted upon by ballot at regular or special meetings upon request from a Member.
3. Prior to voting by ballot, the Chairperson shall appoint one or more election inspectors, who at the conclusion of voting, will certify the results and attach them to the minutes of the meeting.
4. No election inspector shall be a candidate for office nor shall have a conflict of interest in the question being voted upon.

## **ARTICLE VI BOARD OF DIRECTORS**

1. The Board of Directors shall conduct the business of the organization. The Board may consist of not less than seven or more than eleven members.
2. The first Board of Directors will serve the following terms of office:  
Two Members – one year each  
Two Members – two years each  
Three Members – three years each
3. To maintain continuity in conducting business, Director terms of office shall be based on a three-year rotation.
4. The Board of Directors shall manage the affairs and business of the organization.
5. The Board of Directors shall conduct monthly business meetings at prearranged times that are agreed upon by the Directors. The presence of a majority of Directors shall represent a quorum at Board of Director meetings.
6. Each Director shall have one vote. Proxies are not permitted.
7. The Directors shall outline rules and regulations pertaining to running their meetings.
8. Vacancies on the Board of Directors shall be filled for the balance of the departing Director's term by a majority vote of the remaining Directors.
9. The Board of Directors shall choose a President, Vice-President, Secretary and Treasurer from its Members
10. The President of BAC shall be the Chairperson of the Board of Directors.
11. A Director may be removed when sufficient cause exists. The Board of Directors may address charges against any Director. A Director may be represented by counsel in conjunction with any removal hearing. For this hearing, the Board of Directors shall adopt rules that are in the best interest of the organization

## **ARTICLE VII OFFICERS**

1. The officers of the organization shall be members of the Board of Directors and shall include a President, Vice-President, Secretary and Treasurer.
2. The President shall carry out the following duties:
  - a. Act as Chairperson of the Board of Directors
  - b. Give a yearly report at the Annual meeting, citing the work done by the organization.
  - c. Appoint temporary and/or permanent committees

- d. Assure that all records, reports and certificates required by law are appropriately filed and maintained
  - e. Sign checks or drafts for the organization.
  - f. Exercise powers that are consistent with those of chief executive of any organization.
3. Vice-President: If the President is unable to perform normal duties, the Vice-President shall act in his/her place with all the rights, privileges and powers of that office.
4. The Secretary shall carry out the following duties:
- a. Prepare, maintain and/or archive the minutes, records and correspondence of the organization and assume all duties inherent with these responsibilities.
  - b. File and keep records of any certificate required by a federal or state statute.
  - c. Send meeting notices and other communications to the Members of the organization.
  - d. Act as official custodian of organizational records and the seal.
  - e. Sign checks or drafts.
  - f. Present any pertinent communications addressed to the Secretary at Board of Directors' meetings or Membership meetings.
5. The Treasurer shall perform the following duties:
- a. Exercise custodial care of all monies and/or securities of the organization.
  - b. Make deposits in a bank or credit union, the sum of which shall not exceed a dollar amount set by the Board of Directors.
  - c. Assure that the balance of funds are deposited in a savings account or investment fund, as directed by the Board of Directors, in accordance with the rules and legalities for a non-profit organization.
  - d. Sign checks and drafts for the organization. All checks shall require two signatures: the treasurer's, plus one of two other signatures on file at the bank.
  - e. Submit a written financial account to the Board of Directors and Members at the Annual meeting of the organization.
  - f. Exercise all duties that pertain to the office of the Treasurer

## **ARTICLE VIII COMMITTEES**

- 1. All committees of the organization shall be established by the Board of Directors for a period of one year or less, or as determined by the Board.
- 2. The permanent committees shall be:
  - a. Membership
  - b. Exhibitions
  - c. Education
  - d. Finance
  - e. Promotions
  - f. Nominating

## **ARTICLE IX BY-LAW AMENDMENTS**

These by-laws may be altered, amended or repealed by an affirmative vote of not less than two-thirds of the Members at the meeting held for this purpose.