

# Elgin Arts Association Mission Statement

The Elgin Arts Association  
is an organization dedicated  
to furthering artistic understanding  
and encouraging artistic growth  
of its members and the community at large  
by promoting interest,  
education, knowledge and skills in the arts.

## BY-LAWS OF THE ELGIN ARTS ASSOCIATION

### ARTICLE I

#### *Name*

The name of the organization shall be the Elgin Arts Association, hereafter referred to as the Association.

### ARTICLE II

#### *Objective*

The objective of the Association is to stimulate interest in visual, performing and literary arts, to offer art education and activities within the community and promote the continuing study of the arts.

### ARTICLE III

#### *Members*

Section 1. Any person at least 18 years of age or any entity interested in promoting the objectives of the Association shall be eligible for membership by application and payment of dues.

Section 2. The classifications of membership are 1.Individual, 2.Family, 3.Patron (Supporting Businesses), 4.Honorary

### ARTICLE IV

#### *Dues*

Section 1. Dues are required and vary according to membership status.

Section 2. Memberships are due by January 1.

Section 3. A directory of current members shall be kept.

### ARTICLE V

#### *Officers*

Section 1. The elected officers of the Association shall be:

President, Vice President, Secretary, and Treasurer

Section 2. At the Association's first election, the membership will elect a President and Secretary to each serve a term to end December 31, 2008; and elect a Vice President and a Treasurer to each serve a two-year term to end December 31, 2009. Thereafter, the President and Secretary will each serve a two-year term ending in an even-numbered year; the Vice President and Treasurer will each serve a two-year term ending in an odd-numbered year.

Section 3. The elected officers shall be elected at the November meeting for a term of two years or until their successors are elected and/or shall be eligible for reelection. With the exception of the positions of Secretary and Treasurer, no officer shall serve for more than two consecutive terms in the same office.

Section 4. Nominees to fill vacancies, which occur during an officer's term, shall be ratified by the Board of Directors.

Section 5. An officer may resign at any time by giving written or electronic notification to the Board of Directors.

Section 6. An officer may be removed if any member files a complaint in writing with the Secretary, together with a petition signed by at least ten percent of the members, requesting removal of the officer in question. The officer against whom a complaint has been filed shall be informed in writing prior to the meeting and shall have an opportunity at the meeting to be heard in person, and persons filing against the officer shall have the same opportunity. At the next regular or special meeting of members, the membership, by majority vote, may remove said officer and may fill any vacancy created by such removal.

## ARTICLE VI

### *Duties of Officers*

Section 1. The President shall perform all duties incident to the office of president. The President shall have general and active management of the business of the Association and Board of Directors. The President shall serve as Chairperson of the Board of Directors and ensure that orders and resolutions of the Board are carried out.

Section 2. The Vice President shall perform such duties as assigned by the President and in the absence of the President can preside and plan meetings.

Section 3. The Secretary shall record the minutes of all meetings of the Association and be sure a copy is placed in the permanent file. The Secretary shall provide the minutes of the previous meeting to each Board Member. He/she shall conduct the general correspondence, including meeting notices to the members, and shall keep records from past years. The Secretary shall maintain a membership database. He/she shall be responsible for keeping a copy of the By-laws in his/her file.

Section 4. The Treasurer shall receive all moneys due to the Association. The treasurer shall make disbursements by check signed by the Treasurer. The Treasurer shall deposit all funds and render a written statement of accounts to the Association each month. The Treasurer shall maintain a current record of paid memberships.

## ARTICLE VII

### *Meetings*

Section 1. The general meetings will be held monthly, unless otherwise designated by a vote of the board members.

Section 2. An annual November meeting will be held for the purpose of election of officers, receiving reports and any other business stipulated in the agenda.

Section 3. Special meetings may be called by the President or by written or electronic request of five members of the Association to the Secretary who shall notify the membership at least seven days prior to the meeting.

Section 4. A quorum will consist of two-thirds of the membership present.

## ARTICLE VIII

### *Board of Directors*

Section 1. The Board of Directors shall consist of the elected officers and chairpersons of the standing committees.

Section 2. The Board of Directors shall manage and direct the affairs of the Association.

Section 3. The Board of Directors shall meet as needed at the discretion of the President determined by a motion of the members.

Section 4. Two-thirds of Board Members present will constitute a quorum.

## ARTICLE IX

### *Nominations and Election*

Section 1. The nominating committee shall consist of no fewer than three members and no more than five members, and shall not consist of any current elected officers.

Section 2. Nominations may be made from the floor, provided the proposed nominee's permission has been obtained.

Section 3. An oral vote may be accepted if there is one candidate for each office. Election shall be by secret ballot if there is more than one nominee for an office.

Section 4. The general election will be held in November and officers elected will begin their term on January 1.

Section 5. Presidential nominee should be prepared to make a statement of goals of his/her term at the November election meeting.

## ARTICLE X

### *Committees*

Section 1. Chairpersons of Committees will be elected by members of their respective committees.

Section 2. The President shall be a member ex-officio of all committees except the Nominating Committee.

Section 3. Standing Committees are:

1. Events - 2. Public Relations - 3. Newsletter - 4. Workshops/Tours/Classes - 5. Education - 6. Grant - 7. Membership

## ARTICLE XI

### *Amendments*

These by-laws may be amended at any regular meeting of the Association provided the Board of Directors has approved the proposed amendment and notice of the proposed amendment has been mailed or sent electronically to members of the Association at least ten days prior to the meeting.

## ARTICLE XII

### *Fiscal Year*

The fiscal year shall follow the calendar year.

## ARTICLE XIII

### *Parliamentary Authority*

The current edition of the Robert's Rules of Order Newly Revised shall govern the proceedings of the Association in all cases to which they are applicable and in which they are consistent with these by-laws.

## ARTICLE XIV

### *Distribution of Earnings*

No part of the net earnings of the Association shall inure to the benefit of, or be distributed to its members, trustees, officers or other private persons, except the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in

Article II. No substantial part of the activities of the Association shall be the carrying on of propaganda or otherwise attempt to influence legislation and shall not participate or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Association shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law) or (b) by any organization, contributions which are deductible under section 170 (c) (2) of the Internal Revenue Code (or corresponding provisions of United States Internal Revenue Law).

#### ARTICLE XV

##### *Disposition of Assets Upon Dissolution*

Upon the dissolution of the Association, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Association, dispose of all the assets of the Association exclusively for the purpose of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable and/or cultural purpose as shall at the time qualify as an exempt organization(s) under section 501 (c) (3) of the Internal Revenue code (or the corresponding provision of any future United States Internal Revenue Law) as the officers shall determine after notifying the membership.  
(End of By-Laws)