

**CONSTITUTION AND BY-LAWS OF
THE VISUAL ARTS CLUB OF SUN CITY TEXAS**

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CONSTITUTION

ARTICLE I Name of Organization

Section 1. The name of this organization shall be the Visual Arts Club of Sun City Texas hereafter referred to as The Club.

ARTICLE II The Objectives of the Organization shall be to:

Section 1. Provide programs that offer members a wide range of art subjects, media and styles designed to provide opportunities for creative involvement and active participation in a variety of art arenas, including the sponsoring of art exhibits and other artists' programs.

Section 2. Operate the Art studio for club members.

Section 3. Encourage fellowship and friendship among Club members and others interested in the visual arts.

Section 4. Provide facilities and essential equipment for members to use the art studio as necessary for art work and other Special Interest Group activities.

Section 5. Sponsor lessons and workshops.

ARTICLE III Membership

Section 1. The membership of this Club shall be open to all members in good standing of the Community Association of Sun City Texas.

Section 2. Membership shall be conditional upon the timely payment of dues as provided in the By-Laws.

ARTICLE IV Government

Section 1. The Officers of the Club shall be the President, Vice-President, Assistant Vice-President, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, the Immediate Past President and the President, or a representative, from each Special Interest Group.

Section 2. The Officers of the Club shall be elected as specified in the Club's By-Law #8, and shall not be paid for holding office.

Section 3. The specific duties of each Officer shall be as defined in the Club's By-Law #8.

Section 4. The Executive Board (also called the "Board") shall consist of the Officers listed in Section 1.

Section 5. All Executive Board members, are allowed one vote on general club issues and decisions regarding Constitutional and By-Law modifications.

Section 6. The primary responsibility for management of the Club's activities shall be vested in the Executive Board.

Section 7. The Executive Board shall be responsible for setting the long term goals and objectives of the Club.

ARTICLE V Finances

Section 1. The Club may collect dues from its members in accordance with By-Law #2.

Section 2. A checking account shall be established by the Treasurer as a joint account under the names of the Treasurer, President and Vice-President.

Section 3. Monies may be withdrawn from the checking account on the signature of the Treasurer, or President or Vice-President.

Section 4. No single expenditure over \$200.00 (two hundred dollars) shall be made without prior approval by the Executive Board.

Section 5 Expenses submitted on or before 15 days prior to the end of the fiscal year must be paid by the Treasurer before the end of the fiscal year and will be considered a part of that fiscal year's expenses.

Section 6. The financial records of the Club shall be submitted quarterly to the Community Association of Sun City Texas for review and shall be audited annually, as close as possible to the time such records will be transferred to the incoming Treasurer.

Section 7. The Audit Committee shall consist of a financially knowledgeable non-member of the club, the outgoing President, the outgoing Treasurer and their incoming counterparts

ARTICLE VI Amendment

Section 1. Amendments to the Constitution or the By-Laws may be initiated by any member by submitting the proposed Amendment to the Executive Board.

Section 2. After approval by the Board, the Amendment will be submitted to the members at a regularly scheduled General Membership Meeting of the Club. The amendment will then be voted on at the next regularly scheduled General Membership Meeting.

Section 3. Approval of an amendment requires a majority vote of the members voting at the second meeting.

Section 4. All amendments become effective after approval by the Community Association of Sun City Texas.

ARTICLE VII SPONSORSHIP

Section 1. The Club shall operate under the auspices and guidelines of the Sun City Community Association (the "Association." Or "CA")

Section 2. The Club shall be financially independent of the Association and its budget.

Section 3. The Club shall operate under its own Constitution and By-Laws established in accordance with the guidelines set forth by the Community Association.

Section 4. The Constitution and By-Laws of the Community Association shall take precedence over the Constitution and By-Laws of the Club in the event of a conflict.

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# **BY-LAWS OF THE VISUAL ARTS CLUB OF SUN CITY TEXAS**

## **BY-LAW 1 – MEMBERSHIP**

Paragraph 1. Membership in the Club is open to all residents of Sun City Texas who are in good standing in the Community Association.

Paragraph 2. All members shall be expected to understand and accept the Club Constitution and By-Laws, and accept the policies established by the Community Association.

Paragraph 3. Special Interest Groups (SIGs) may be organized under the auspices of the Club. SIGs shall be autonomous, may establish their own by-laws as long as they do not conflict with the constitution and by-laws of the club, may decide upon their own officers, elect them according to their by-laws, and collect additional fees. Special Interest Group activities may be held as frequently as desired by the SIG membership.

## **BY-LAW 2 – FISCAL YEAR AND DUES**

Paragraph 1. The Club's Fiscal Year shall be as designated by the Community Association.

Paragraph 2. Annual membership dues shall be recommended by the Executive Board for approval by the membership. Monies derived from the dues shall be used to operate the Club and fund its activities.

Paragraph 3. Annual dues are due the first day of the fiscal year. Payment must be made with check or cash, no credit cards accepted. New member dues received the last 6 months of the year will be half of the annual membership.

Paragraph 4. Dues of new members received during the last 2 months of the current fiscal year may be applied to the member's dues of the next fiscal year if the full annual fee for the next fiscal year is paid at this time.

Paragraph 5. A member shall be dropped from membership in the Club if the dues have not been paid by the end of the first month of the fiscal year.

Paragraph 6. Dues may be temporarily waived for a specified individual by approval of the Executive Board.

Paragraph 7. If a member has been dropped for lack of dues payment, that member may be reinstated in the Club after payment in full of the current year's dues.

Paragraph 8. Current members (members whose dues are paid) are eligible to vote, hold office and use the club studio and equipment.

### **BY-LAW 3 – MEETINGS,**

Paragraph 1. ANNUAL MEETING – The Club shall hold at least one General Membership Meeting Annually which shall be open to the entire membership for the purpose of electing officers.

Paragraph 2. Additional Business meetings shall be held as deemed necessary by the Executive Board. All Business Meetings must be held during regularly scheduled General Membership Meetings.

Paragraph 3. The time and place of regularly scheduled General Membership Meetings shall be determined by the Executive Board.

Paragraph 4. Committee meetings, which are for the purpose of conducting Club business, may be held when the Committee Chair deems it necessary and at the convenience of committee members.

Paragraph 5. Details of Executive Board meetings are in BY-LAW 6. EXECUTIVE BOARD MEETINGS

Paragraph 6. All meetings shall be conducted in an informal, but business-like manner. Robert's Rules of Order shall govern the conduct of meetings except when they conflict with the Constitution or By-Laws of the Club.

### **BY-LAW 4 –VOTING**

Paragraph 1. Each member shall have one vote at General Membership Meetings.

Paragraph 2. When voting for officers or amendments to the Constitution or By-Laws, absentee ballots will be provided and may be used if a member is unable to attend the meeting. .

Paragraph 3. A majority of votes at any regularly scheduled General Membership Meeting shall decide any issue, motion, election, amendment, or other action of the Club.

### **BY-LAW 5 –ELECTIONS**

Paragraph 1 A Nominating Committee consisting of three or more Club members appointed by the President shall nominate a candidate for each office.

Paragraph 2. The Nominees shall be presented to the entire Club membership at a regularly scheduled General Membership Meeting, and by special email or newsletter at least 21 days prior to the annual meeting.

Paragraph 3. Additional nominations may be made from the floor at the time the Nominating Committee presents its slate to the Membership.

Paragraph 4. If other candidates for office emerge, they must notify the Chair of the Nominating Committee of their desire for candidacy no less than 16 days before the Annual Meeting.

Paragraph 5. The Chair of the Nominating Committee must then notify the entire membership of the new candidate(s) through special email or newsletter no less than 14 days prior to the Annual Meeting.

Paragraph 6. Election of officers shall be held at the annual meeting during the fourth quarter of the Club's fiscal year at the regularly scheduled General Membership Meeting following the meeting at which the nominations were presented or made.

Paragraph 7. Officers will assume their offices at the beginning of the new Fiscal Year.

Paragraph 8. If an officer cannot complete the term of office for any reason, the Executive Board shall appoint a member to fill the vacancy for the remainder of the term.

## **BY-LAW 6 – EXECUTIVE BOARD MEETINGS**

Paragraph 1. Members of the Executive Board are specified in Constitutional Article IV, Section 2 which states: "The Executive Board shall consist of the Officers listed in Constitutional Article IV, Section 1.

Paragraph 2. Executive Board meetings shall be held regularly, at least once each quarter.

Paragraph 3. Two thirds of the Officers must be present to make a quorum. In order to conduct business, a quorum must be present at any Board meeting.

Paragraph 4. At any Board meeting each Board Member shall have one vote. A majority of those voting will decide any issue at an Executive Board Meeting.

Paragraph 5. A board member may have one absentee vote on specific issues of which they have been previously notified, if they are unable to attend the board meeting.

Paragraph 6. The time and place of regularly scheduled General Membership Meetings shall be determined by the Executive Board.

Paragraph 7. It is the responsibility of the Executive Board to assign club duties to individuals in such a manner that work of the club is accomplished, but no individual is overburdened.

Paragraph 8. The outgoing board will prepare for the incoming board a suggested budget, based on past and expected future expenditures. This proposed budget must be completed by the last board meeting of the current fiscal year and handed over to the incoming officers before the beginning of the new fiscal year.

## **BY-LAW 7 – FINANCIAL RECORDS**

Paragraph 1. The financial records of the Club shall be maintained by the Treasurer, and reported to the board at each board meeting.

Paragraph 2. Expenses submitted on or before the 15<sup>th</sup> day of the last month of the fiscal year (currently Dec.15) must be paid by the Treasurer before Dec. 31 and will be considered a part of that fiscal year's expenses.

Paragraph 3. The financial records of the Club shall be submitted quarterly to the Community Association of Sun City Texas for review.

Paragraph 4. The Financial records of the Club shall be audited annually, as close as possible to the time such records are be transferred to the incoming Treasurer.

Paragraph 5. The Audit Committee shall consist of, financially knowledgeable non-member of the club, the outgoing President, the outgoing Treasurer and their incoming counterparts

Paragraph 6. The outgoing board will prepare for the incoming board, a suggested budget, based on past and expected future expenditures. This proposed budget must be completed by the last board meeting of the current fiscal year.

## **BY-LAW 8 – OFFICERS' TENURE AND DUTIES**

Paragraph 1. Officers assume their offices at the beginning of the new Fiscal Year. A term is one fiscal year. Officers shall serve for one full term, but not more than two consecutive terms in the same office.

Paragraph 2. If an officer cannot complete the term of office for any reason, the Executive Board shall appoint a member to fill the vacancy for the remainder of the term.

Paragraph 3. **The PRESIDENT** shall:

- A.** Act as the general spokesperson and representative of the Club.
- B.** Officiate at all meetings of the Club.
- C.** Call meetings of the Executive Board as necessary to conduct the Club's business.
- D.** Work with the board to appoint committees and chairpersons as necessary to conduct the Club's activities.
- E.** Coordinate with other officers and chairpersons of the Club to assure timely execution of their duties.
- F.** Coordinate with the Community Association personnel to reserve rooms.

Paragraph 4. **The VICE PRESIDENT** shall:

- A.** Assist the President when necessary and
- B.** Act as a substitute if the President is absent.
- C.** Plan and manage a curriculum of workshops and classes.
- D.** Engage speakers and presenters for special programs, demonstrations, workshops and classes.
- E.** And perform work assignments as assigned by the Board.

Paragraph 5. **The ASSISTANT VICE PRESIDENT** shall:

- A.** Assist the Vice President in the performance of her/his duties,
- B.** Officiate at meetings of the Club in the absence of the President and Vice President.
- C.** And perform work assignments as assigned by the Board.

Paragraph 6. **The SECRETARY** shall:

- A.** Be responsible for the administrative activities of the Club,
- B.** Perform all official Club correspondence.
- C.** Record and publish minutes of all Club and Board meetings.
- D.** Maintain records of club dues paid by members.
- E.** Maintain an up-to-date roster of all Club members,
- F.** Substitute for the President the Vice President and the Assistant Vice President in their absence
- G.** And perform work assignments as assigned by the Board.

Paragraph 7. **The ASSISTANT SECRETARY** shall:

- A.** Assist the Secretary and be responsible for communications with the members.
- B.** Officiate at meetings of the Club in the absence of the President, Vice President, Assistant Vice President and Secretary.
- C.** And perform work assignments as assigned by the Board.

Paragraph 8. **The TREASURER** shall:

- A.** Be responsible for the general financial functions of the Club
- B.** Collect all income
- C.** Disburse all expenditures
- D.** Maintain financial records and reports.
- E.** Officiate at meetings of the Club in the absence of the President, Vice President, Assistant Vice President, Secretary and Assistant Secretary,
- F.** And perform work assignments as assigned by the Board.

**Paragraph 9. The ASSISTANT TREASURER** shall:

- A.** Assist the Treasurer,
- B.** Serve in the absence of the Treasurer,
- C.** Officiate at meetings of the Club in the absence of the President, Vice President, Assistant Vice President, Secretary, Assistant Secretary and Treasurer,
- D.** And perform work assignments as assigned by the Board.

## **BY-LAW 9 – COMMITTEE CHAIRS**

**Paragraph 1.** Committee Chairs will have ownership of their particular area of responsibility.

**Paragraph 2.** Committee Chairs will appear at an early board meeting to present their plans for the year.

**Paragraph 3.** Committee Chairs shall be responsible for taking to the board any issues requiring a vote by the board.

## **BY-LAW 10 – DISSOLUTION**

Paragraph 1. If the Executive Board decides through a majority vote, the club is no longer a viable entity; it must present that decision to the general membership for a vote, at a regularly scheduled business meeting with absentee ballots as an option. A majority of those voting shall make the decision whether to terminate the existence of the club.

Paragraph 2. Prior to dissolution, and after all debts are satisfied, all property and assets shall be turned over to the Community Association.