

***Pearl Fincher* Museum of Fine Arts
Volunteer Guild**



BYLAWS

OCTOBER 2009

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**PEARL FINCHER MUSEUM OF FINE ARTS
VOLUNTEER GUILD**

BYLAWS

Adopted Fall 2006

(As Amended October 2009)

**ARTICLE I
NAME**

The name of this organization shall be the Pearl Fincher Museum of Fine Arts Volunteer Guild, hereinafter referred to as the "Guild."

**ARTICLE II
PURPOSE**

The purpose of the Guild shall be to provide support to the Pearl Fincher Museum of Fine Arts ("Museum") and to foster interest in and awareness of the Museum through its activities. The volunteer support provided by the Guild and its activities shall be carried out in cooperation with the Museum and its staff.

**ARTICLE III
MEMBERSHIP**

Membership shall be open to anyone subscribing to the purpose of the Guild who has paid the annual dues.

**ARTICLE IV
DUES**

Annual dues shall be determined by the Guild Board of Directors ("Board"). Guild dues are not applicable towards the Museum membership. Dues shall be payable on or before September 1 of each year; the membership year shall be from September 1 through August 31.

**ARTICLE V
GUILD BOARD**

Section 1. The Board shall be responsible for the administration of the Guild. The Board shall consist of the four elected officers for the current year, the Immediate Past President, the Chairmen and Co-Chairmen of the Standing Committees and the Members-at-Large.

Section 2. The Board shall meet monthly or at some other regular periodic interval set by the President. Special meetings may be called by the President or upon written request by 25% of the Board.

Section 3. One-fourth of the membership of the Board shall constitute a quorum. The vote of the majority of those Board members present at a meeting at which a quorum is present shall be the act of the Board.

Section 4. The Board members shall have the authority to act on behalf of the Guild in the performance of their respective assigned duties.

ARTICLE VI OFFICERS AND MEMBERS-AT-LARGE

Section 1. Officers

The officers of the Guild shall be President, Vice President, Secretary and Treasurer. These officers shall constitute the Executive Committee.

Section 2. Members-at-Large

Members-at-Large shall be proposed by the Nominating Committee to serve on the Board. The number of Members-at-Large shall be left to the discretion of the Nominating Committee and shall not exceed six or be less than two.

Section 3. Nomination

The Nominating Committee shall present a slate of candidates for the election of officers and Members-at-Large to the Board for its approval at the Board meeting held one month prior to the Annual Meeting. After Board approval has been obtained, the Nominating Chairman shall present the approved slate of candidates at the Annual Meeting.

Additional nominations may be made from the floor at the Annual Meeting, provided that the written consent of the nominee has been obtained.

Section 4. Election

A majority vote of those members present at the Annual Meeting shall be to elect any officer or Member-at-Large.

Section 5. Term of Office

a. Officers and Members-at-Large shall serve a term of one year beginning June 1 after their election at the Annual Meeting. Officers and Members-at-Large shall be eligible for re-election to the same office for no more than two consecutive terms.

b. A vacancy in the office of President shall be filled by an appointment of the Board. A vacancy in an office other than President shall be filled by an appointment of the President with the approval of the Board. Such appointments to vacancies shall serve for the unexpired term of office and may stand for election to that office for the following year.

Section 6. Duties

a. The President shall be the chief executive officer of the Guild and shall preside at all the meetings of the Guild and the Board. The President shall be a member of all committees and serve as an ex-officio member of the Museum Board of Directors.

b. The Vice President shall assume the duties of President in the event of his/her absence, shall be a member of all committees, shall assist the President in implementing the programs and meetings for the current year, and shall render such assistance as the President requires.

c. The Secretary shall take minutes of all meetings of the Board. The Secretary shall also prepare general correspondence.

d. The Treasurer shall:

- 1) maintain a record of all dues, keep a complete and accurate record of all receipts and disbursements and serve as Chairman of the Finance Committee;
- 2) maintain a checking account in the name of the Guild. Checks may be signed by either the President or the Treasurer. All checks over \$500 must carry both signatures; and
- 3) present a report at each meeting of the Board and present an annual report at the Annual Meeting.

ARTICLE VII STANDING COMMITTEES

Section 1. The Standing Committees of the Guild shall consist of those listed below and any additional standing committees designated by the President and approved by the Board. Such additional committees shall be listed in the Standing Rules. Committee chairmen will be appointed by the Nominating Committee in consultation with the President Nominee. All projects undertaken by these committees must have the approval of the Board.

Section 2. The Standing Committees are as follows:

a. The Executive Committee shall be composed of the officers of the Guild and shall meet at the direction of the President to discuss such business as may come before the Guild.

b. The Finance Committee shall consist of the Treasurer, who shall be the Chairman, the President, the Vice President, the Immediate Past Treasurer and one member appointed by the President. It shall be the duty of the Finance Committee to present the budget and advise the President on financial matters.

c. The Nominating Committee shall be responsible for preparing a slate of candidates for election as officers of the Guild and Members-at-Large. The Committee shall consist of the Immediate Past President, who shall be Chairman, three members selected from the Board, and one from the general membership. The current President shall serve as ex-officio.

d. The Communications Committee shall be responsible for sending monthly Guild General Meeting notifications via Constant Contact (e-mail) and distributing meeting notices to area subdivision newsletter editors.

e. The Hospitality Committee is responsible for providing refreshments and decorations for Guild functions, i.e., monthly meetings and three yearly social events.

f. The Membership Committee shall recruit new members, maintain membership records and communicate with the members via telephone and/or e-mail.

g. The Historian and Photographer shall keep organized records of Guild history.

h. The Day Trip Committee plans and hosts frequent day trips to area galleries, museums and other art-related venues.

i. The Student Art Contest Committee plans and executes the annual spring contest for area school districts, as well as private and home-schooled students. An occasional printed product will be produced and marketed through book fairs and Museum Gift Shop sales.

Section 3. The Museum Liaison facilitates volunteerism at the Museum for Guild members.

Section 4. The President may appoint Ad Hoc Committees and their chairmen as needed.

ARTICLE VIII STANDING RULES

These Bylaws will be implemented and clarified according to the document called Standing Rules and shall be binding on all members. Standing Rules may be adopted, amended, waived or rescinded at any meeting of the Board at which a quorum is present. A copy of the Standing Rules will be available at all Guild meetings.

ARTICLE IX MEETINGS OF THE GUILD

Section 1. There shall be an Annual Meeting of the Guild conducted at the Volunteer Appreciation Luncheon in the spring of each year for the purpose of electing officers and Members-at-Large and for the transaction of other business as may come before the meeting to inform the membership of museum activities.

Section 2. General Guild meetings will be regularly scheduled to conduct business matters and provide educational programs.

Section 3. Ten percent of the members of the Guild shall constitute a quorum at each meeting. The vote of the majority of those present at each meeting at which a quorum is present shall constitute the act of the Guild. If a quorum is not present, a majority of members present may adjourn the meeting without further notice.

ARTICLE X FUNDS

Section 1. All funds held in the name of the organization are the legal property of the Guild. In the event of dissolution, any funds on balance would become the property of the Museum.

Section 2. From time to time, the Board may choose to make a donation to a project of the Museum, selected by the Board with the advice of the Executive Director of the Museum.

ARTICLE XI FISCAL YEAR

The fiscal year shall begin on the first day of June and end on the last day of May of each calendar year.

ARTICLE XII AMENDMENTS

The Bylaws may be amended at any General Meeting of the Guild by a two-thirds vote of the members present provided a quorum is present. The amendment must have previously been approved by the Board and copies of the amendment delivered to the membership at least ten days prior to such meeting. Notice shall be deemed delivered when deposited in the United States Mail (or posted as "Delivered" by Constant Contact).