

The Art League of Baytown
Constitution and By-Laws
Final April 2024

Mission Statement: The mission of the Art League of Baytown is to foster creativity, conservation, connection and scholarship through innovation and equity within the arts to cultivate an inclusive and vibrant community.

Organized and incorporated in 1954 as a Texas non-profit corporation under charter #198677; received Federal non-profit status on December 6, 1963. The Art League of Baytown is recognized as a 501.c.3.

Permanent location is The Art Center of Baytown, 110 W. Texas Avenue, Baytown, Texas 77520.

As stated in our Articles of Incorporation: ““The purpose for which this corporation is organized is the promotion among its membership of the study and practice of the fine arts of painting, sculpting, ceramics, etc. and to create fellowship among practicing artists.”

Constitution
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NAME: The name of this organization shall be the **ART LEAGUE OF BAYTOWN**

MEMBERSHIP: General membership shall be for persons 18 years of age or older who are current in their annual dues; or Lifetime Members; or student members under 18. Family memberships shall include all members currently living in the household including student members. Student members shall not have voting privileges.

OFFICERS: Officers shall be: President, First Vice-President, Second Vice President in charge of Building Maintenance, Treasurer, Recording Secretary, Corresponding Secretary, Parliamentarian, Gallery Director and Past President.

STANDING COMMITTEES: Membership, Marketing, Librarian, Building Maintenance, Gallery and Grants. The President shall have the authority to appoint the chairperson for each committee.

AMENDMENTS (Constitution): The constitution as a whole or part may be amended by two-thirds vote of all members *in attendance at the next regular business meeting*, provided written notice has been given of the proposed changes, and the proposed changes have been presented and discussed at the preceding regular meeting. Voting can be made, if necessary, by proxy signed by the member and mailed or delivered to the Art League of Baytown, 110 W. Texas Avenue, Baytown, Texas, 77520 by another member to the Executive Board. As a final resort, the President may appoint a committee to poll the membership (by telephone or e-mail) to obtain the vote of the absent member(s).

AMENDMENTS (By-laws): By-laws may be amended by a majority of the members present at a regular meeting, provided written notice of the proposed changes have been made and proposed changes have been presented and discussed at the preceding regular meeting.

DISSOLUTION OF THE ORGANIZATION: Should the Art League of Baytown dissolve with no plans to resume, and after all financial obligations are met, any remaining funds will go to the Sterling Municipal Library in Baytown, Texas, for the purchase of art books and art materials to continue the education of art for the citizens of Baytown and others who may use the library.

BY-LAWS

EXECUTIVE BOARD: The Executive Board shall be the Officers of the Art League. The Executive Board will transact all the business of the Art League of Baytown, and the President shall present to the general membership the actions that the Executive Board has taken.

VOTING/QUORUM: A majority of the members present at a regular member business meeting shall constitute a quorum for the transaction of business and for the election of officers. One-third of the Executive Board shall constitute a quorum for the

transaction of business at a Board Meeting. Proxy voting shall be allowed with written or electronic consent provided in advance of the vote taken. Only *Members in Good Standing* (defined in Standing Rules) shall be recognized as voting members.

ELECTIONS: Before any member is nominated to an office with check signing authority, they shall have served on the Executive Board for a minimum of one year within the last two years. Officers are elected via the following policy: A Nominating Committee shall be two members from the Executive Board and approved by them; and two members approved from the membership at large. Two months prior to the election of officers, the Nominating Committee shall be approved. This committee will present names of members in good standing, as defined in the Standing Rules, as eligible candidates for officers to the Art League of Baytown. Names of the candidates who have been nominated by the committee and from the floor will be presented to the membership in April via email and May at the Member meeting and then voted on and approved at the June Membership meeting.

- a. Special Appointments: The President with board approval shall have the authority to appoint chairmen to special committees as needed.
- b. Dismissal: The Board shall have the authority to discipline and/or dismiss an officer for good cause.
- c. Replacing an officer who resigns – with Board approval the President shall assign a member in good standing to fill the vacated position until the next election.

SCHOLARSHIPS: The Art League of Baytown will award a scholarship to one graduating senior from each public high school in the Goose Creek Consolidated Independent School District, Baytown, Texas. Scholarships will be awarded after the student has made application for the scholarship as the rules of the high school dictate. Scholarships may be used for tuition, fees, books and materials pertaining to the student's class work. It will be understood, upon making application for the scholarship, that the student is expected to pursue further education in an art related field.

PAID COMPENSATION: Though we are an organization mostly manages through volunteer hours of our members, the Art League shall have the operation of hiring qualified workers – members or non-members – to perform the necessary jobs associated with the operation of any business, such as custodial, art instruction, bookkeeping, etc. Choice of paid staff and compensation shall be determined by the Executive Board.

DUTIES OF EXECUTIVE BOARD OFFICERS:

President: The President shall preside at all meetings of the Art League and shall have the responsibility, along with the Treasurer, to sign checks. The President can also approve expenditures for which he/she has not signed the check. The President shall be able to authorize up to \$400 of unexpected expenditures when necessary. The President shall also sign along with the Recording Secretary the minutes of the previous meeting after said minutes have been read and approved. The President shall appoint special or standing committees and shall be an ex-officio member of such committees. Only the President shall have the authority to approve and sign any contract the Art League enters into. Exception: Only if the Executive Board has approved another officer or representative of the Art League to enter into a contract at a called meeting with recorded minutes to substantiate it.

Vice Presidents: The First Vice-President shall serve as for Coordinator for General Meeting Demonstrations and, in the absence of the President, shall perform the duties of the President except signing checks. Additionally, the First Vice-President shall coordinate volunteer staffing of the Gallery. The Second Vice-President (Maintenance) shall perform or supervise repairs to the Art Center.

Past President: The Past President shall counsel the President and serve as venue and workshop Registrar. As Registrar, the Past President shall keep records of what workshops will be offered as they are scheduled, determine whether a workshop has

enough students for the workshop to make, will work with the teacher to approve curriculum and also to appropriately describe the class so that an adequate amount is charged to cover the cost of materials, building use, teacher's fee and publicity.

Treasurer: The Treasurer oversees the Art League's Financial Administration, reviews and enforces Financial Policies and Procedures, generates financial reports, facilitates the preparation of an annual budget, and advises the Executive Board on Financial Strategy and Fundraising. The Treasurer shall be the custodian of the funds and shall pay them out only on bills and expenditures approved by the Executive Board. The Treasurer is authorized to sign the Art League's checks. The Treasurer shall manage the Point of Sale (POS) System including Inventory Control, E-Commerce, and addition and training of new users. The Treasurer will keep an accurate account of all receipts and disbursements and make a monthly report to the Executive Board at its meeting. This report will be in writing and shall be attached to the minutes of the Recording Secretary for the Permanent file. The President and Treasurer shall sign the Treasurer's Report after it has been approved by the Executive Board. A summary of the Treasurer's report will be read by the Treasurer at the next general membership meeting.

Recording Secretary: The Recording Secretary shall keep the minutes of the general meeting and minutes of the Executive Board Meetings. After the reading and approval of the minutes, the Recording Secretary shall sign, along with the President, the Treasurer's report and include it as part of the minutes that have been approved and retain them as part of the permanent record for that meeting in the Art Center office.

Corresponding Secretary: The Corresponding Secretary shall send out all correspondence of the Art League on behalf of the President. She/he shall also compose the monthly newsletter and send it to the membership through electronic mail. The Corresponding Secretary shall also send out Get Well, Thank You and Sympathy cards.

Parliamentarian: The Parliamentarian shall instruct and advise the Art League in Parliamentary Procedures, based on Robert's Rules of Order. These Rules regard only methods of keeping order during a meeting or referencing the conduct of business within an organization. They have no bearing on the specific bylaws of the organization which supersede all other business policies of procedures.

Gallery Director: The Gallery Director shall, with approval of the President, chair and choose a committee of Art League of Baytown members to assist with: the overall curating the art exhibited for sale in the Gallery, arrangement of work inside the Gallery, tracking and collecting display, equipment, and storage rent. Responsible for the overall appearance of the gallery, working with the Treasurer to add new gallery associates to inventory and on training gallery associates on use of the Point of Sale (POS) system. The Gallery Director shall be aware of what artwork is unacceptable for exhibit inside the Art Center.

COMMITTEES:

Marketing: The Marketing Chair shall have charge of all publicity. This shall include paid advertising, free press releases, and Social Media. No advertising or publicity shall be submitted for print without the President's knowledge. The Marketing Chair will keep a file of printed materials in the Art Center Office.

Librarian: The Librarian shall keep in order the Art League's Library.

Membership: The Membership Chair will maintain a roster of members who are current with their dues, and a roster of past members. The Membership Chair will maintain the official physical address and email address list of members and will send a welcome letter to new members. The Membership Chair shall supply the physical address and email list to the Corresponding Secretary as needed. The Membership Chair is responsible for a renewal drive as the end of each calendar year.

Gallery: Committee members shall arrange the artwork inside the Gallery; one committee member shall keep records of space rented and space available to rent. The Gallery Director and committee members shall be aware of what artwork is unacceptable for exhibit inside the Art Center. There shall be no artwork accepted whose subject matter is political, controversial or pornographic. No nudes are allowed.

Grant Committee: The Grant Committee works with the Treasurer and President to gather information and to apply for any eligible grants and will provide post-event reports.

STANDING RULES

Final April 2024

1. Standing rules may be made, deleted or changed by a majority of the members present at a regular meeting.
2. One month following the installation of officers, the past Executive Board and Committee Chairs must meet with the newly elected officers and committee chairman to turn over ALL records, exchange information, and instruct new officers and chairmen. At this time a budget will be prepared for the coming year and presented to the incoming and outgoing Boards and will inspect the league's programs for sufficient earnings. A program should financially sustain itself or, at the executive board, be dropped from the calendar. The Art League's IRS return and all accounts bearing the League's name and federal ID# shall be audited by a qualified bookkeeper.
3. Meetings of the Art League of Baytown will be held at the Art Center of Baytown at 2 PM on the third Sunday of each month except July and August. The Executive Board will continue to meet those months. There will be at least one Executive Board Meeting prior to each general membership meeting. The President shall schedule the Executive Board Meetings. The President shall also have the authority to call special meetings as needed.
4. Only Members in Good Standing shall be eligible to serve in an elected office or as a committee chair. Members in Good Standing shall be those who are: current in their dues for at least six months and an active member for three months;

members who have exhibited honesty, loyalty and compliance with the art league's protocol and its policies; members who are proven team players and are cooperative in their work with art league's programs and its members. If applicable, the current Executive Board shall present to the membership any grievance regarding eligibility for nomination to an elected office or to serve as a committee chair.

5. The amount of the Scholarship to be awarded to the recipient from each high school will be decided each year. A student membership will be awarded with each scholarship.
6. The Art League of Baytown agrees to sponsor at least one judged art show each year.
7. All monthly Treasurer's reports and the current Budget will be available to members upon request.
8. Lifetime Membership may be granted, upon the request of the member, upon having reached the age of 70 years, provided said member has been a continuous member in good standing for the previous 10 years.