

YOSEMITE WESTERN ARTISTS, INCORPORATED

A Non-Profit Public Benefit California Corporation

Organized June 6, 1971

Incorporated 3/24/1986

California Corporate Number C1527199

BY LAWS Revised and Adopted September 16, 2017

ARTICLE 1

TITLE

This Corporation shall be known as the Yosemite Western Artists, Incorporated.

ARTICLE II

OBJECTIVES

The primary objectives of this Corporation shall be:

- (a) To promote an interest in the creative arts, especially in Fresno, Madera and Mariposa Counties of California.
- (b) To educate and encourage individuals within the art community to develop their artistic abilities through workshops, studio and plein-air sessions. This may include but is not limited to art related excursions in Yosemite, the Sierra Nevada and the West.
- (c) To assist the members to develop their artistic capabilities in an atmosphere of mutual freedom, respect and support. This may include but is not limited to providing a venue for the members to present their artwork to their fellow artists and to receive constructive feedback for improving their artwork in a congenial atmosphere that builds the artistic community.
- (d) To instruct the public about the arts through open exhibits such as the annual Tri-County Art Exhibit and other events that benefit the development of the arts in the community.
- (e) To promote outreach to youth to develop their artistic abilities for both personal and career growth.

ARTICLE III

MEMBERSHIP

Section 1. There shall be four (4) types of membership:

- (a) Individual
- (b) Student
- (c) Business
- (d) Honorary
- (e) Patron

Section 2. Individual membership shall be open to all persons interested in actively contributing to the objectives of the Corporation.

Section 3. Student membership shall be open to any participating member 18 years or younger having an interest in furthering the objectives of the Corporation.

Section 4. Business membership shall be open to all business establishments interested in contributing to the objectives of the Corporation.

Section 5. Honorary membership may be granted at the discretion of the Corporation and for a period so designated.

ARTICLE IV

VOTING

Voting on all matters pertaining to Corporate business shall be allowed one vote for one paid membership.

ARTICLE V

DUES

Section 1. Dues shall be charged for all categories of membership except honorary.

Section 2. Dues shall be established by the Executive Committee.

Section 3. All dues may be adjusted annually at the fourth quarterly meeting of the Executive Committee.

Section 4. All dues are payable January 1, are delinquent on February 1, and membership will be terminated March 1 of the same year for non- payment.

Section 5

(a) Proration of dues to one- half after June 30 shall be given as an incentive for new members to join.

(b) Pro-ration does not apply to delinquent renewals.

ARTICLE VI

OFFICERS

Section 1. The elected officers of this Corporation shall be President, 1st Vice President, 2nd Vice President, Recording Secretary, Treasurer, and Immediate Past President.

Section 2. The term of office for all officers shall be one (1) year, beginning on June 1 and ending on May 30 of each year.

Section 3. The elected officers of this Corporation shall compose the Board of Directors.

Section 4. The business of the Corporation shall be administered by the

Board of Directors to the extent of the authority provided in these BY LAWS.

Section 5. There shall be an Executive Committee consisting of the Elected Officers, Appointed Officers, and the Committee Chairpersons to assist the Board of Directors.

Section 6. Committees may be established by the President as needed.

ARTICLE VII **DUTIES OF OFFICERS**

Section 1.

The President shall:

(a) Preside over all meetings of the Corporation and of the Executive Committee.

(b) Announce the business in its proper order, state all questions, put them to a vote, and announce the result of every vote.

Appoint the appointive officers.

Establish committees as needed.

Call special meetings when deemed advisable.

Be an ex-officio member of all committees.

(c) May authorize the payment of normal business expenses of \$100 or less without the approval of the Board of Directors.

Section 2

The 1st Vice President shall:

Perform the duties of the President during that officer's absence or inability to do so. Automatically become President if that office becomes vacant. Be the program chairperson and establish programs for the forthcoming year.

Section 3

The 2nd Vice President shall:

Be the communications chairperson and be responsible for communications to the membership.

Section 4

The Recording Secretary shall:

Record and maintain the minutes of all meetings of the Corporation and Executive Committee.

Keep a permanent file of all minutes and communications.

Obtain signatures of officers and members present at the Annual Meeting in May with the Minutes of the Annual Meeting.

Section 5.

The Treasurer shall:

(a) Be the custodian of all funds of the Corporation.

- (b) Make disbursements only upon proper authority of either the President or Board of Directors.
- (c) See that all checks are signed by the Treasurer for amounts under \$500 and for amounts over \$500 by the President, or any other designated authorized officer. (Two signatures are necessary on all checks over \$500.)
- (d) Pay mandatory obligations promptly.
- (e) Submit a written Treasurer's report for each business meeting with copies to the President and Recording Secretary.
- (f) Prepare an annual Treasurer's report for the June meeting with copies to the President and Recording Secretary.

ARTICLE VIII

APPOINTED COMMITTEE CHAIRS

Section 1. The following committees led by their chairperson shall be:

- (a) Digital Art Group
- (b) Membership – to continually solicit for new membership and maintain an up-to-date roster of members that includes pertinent information about each member, such as address, e-mail addresses, etc. This information shall be shared with the President, Treasurer and Secretary.
- (c) Photography Group
- (d) Plein-Air Group
- (e) Portrait Group

ARTICLE IX

MEETINGS

Section 1

- (a) There shall be one (1) Board of Directors and Executive Committee meeting held no less than quarterly. These meetings may be in conjunction with a monthly membership meeting.
- (b) Each Committee shall hold meetings as determined by the Committee.
- (c) There shall be an annual meeting of the membership in May.
- (d) Meetings may be held in person, by tele-conference, video conference or other technologies.

ARTICLE X

NOMINATIONS AND ELECTIONS

Section 1. The President shall appoint a nominating committee consisting of four (4) members. This committee which shall be appointed in March of each year shall present a slate of officers at the April Executive Committee

meeting for election at the May meeting of the Membership.

Section 2. Any member may be nominated from the floor.

Section 3. Voting may be by secret ballot or voice vote by the majority of members in attendance.

Section 4. The nominating committee shall select one of its members to serve as Chairperson.

Section 5. The nominating committee chairperson shall conduct the election and appoint three tellers if the election is by secret ballot.

Section 6. Installation of officers shall be at the June meeting.

ARTICLE XI **AMENDMENTS**

The BY LAWS may be amended by two-thirds vote of all participating members present at any business meeting.

ARTICLE XII **QUORUM**

All business of this Corporation shall be conducted by a quorum. At all meetings of the Board of Directors, a majority of the directors in office shall constitute a quorum for the transaction of business. In the absence of a quorum at regularly scheduled monthly meetings, the President shall have the power to appoint each member present the responsibility for one or more votes as needed to constitute a quorum vote. Voting may be done in person or electronically.

ARTICLE XIII **ORGANIZATION**

The President of the corporation shall preside at all meetings of the Board of Directors, or in the absence of the President, the 1st Vice-President shall preside, or in the absence of the 1st Vice-President, the 2nd Vice-President shall preside. The secretary or assistant secretary of the corporation shall act as secretary at all meetings of the Board of Directors. In the absence of the secretary or assistant secretary, the presiding officer may appoint any person to act as secretary of the meeting.

ARTICLE XIV **PARLIAMENTARY AUTHORITY**

“Roberts Rules of Order” shall govern this Corporation in all cases where applicable and where they are not inconsistent with the BY LAWS or special rules of order.