

Dataw Island Visual Arts Club Bylaws

Article 1 Name and Purpose

- 1.1 The Club shall have the name of the Visual Arts Club, an unincorporated entity whose place of activity is Dataw Island, South Carolina.
- 1.2 The purpose of the Club is to promote the visual arts on Dataw Island by organizing the display of its members' arts and crafts and sponsoring educational workshops for members.

Article 2 Members

- 2.1 Membership in the club is open to any member in good standing of the Dataw Island Club.
- 2.2 Members shall be responsible for paying dues as set by the Board.
- 2.3 Members in good standing are eligible to attend and to vote on all matters presented at the Annual Meeting or any special meetings called by the Board, receive all Club communications and notices and attend all Club functions.

Article 3 Meetings

- 3.1 The annual meeting shall be held in January of each year on a date to be announced by the Board.
- 3.2 Any special meeting of the membership may be called by the President or by a majority of the Board.
- 3.3 Fourteen days notice shall be given for any membership meeting.
- 3.4 Meetings may be conducted by electronic means when deemed necessary or preferential.

- 3.5 A quorum at any meeting of the membership shall be 25% of the total number of members.

Article 4 Board of Directors

- 4.1 A Board of Directors shall direct the business and affairs of the Club, including the annual establishment of dues for members.
- 4.2 The Board shall consist of not less than (6) members, nor more than (12). The members of the Board shall include the officers of the Club: the President, Vice President, Secretary and Treasurer, the immediate Past President and up to (6) members-at-large, who will also serve as chairs of the Club's standing committees.
- 4.3 Officers and members of the Board shall serve for a one year term, commencing at the annual meeting at which they are first elected. Current members of the Board are eligible for re-election to the Board in either the same or a different position or office, except that only one individual may serve in the position of Past President in any given year.
- 4.4 Upon the resignation of a Board member, the Board may appoint a replacement to fill out that unexpired term.
- 4.5 The Board shall meet once a month, date and time to be determined by the President. In the absence of a quorum or with the consensus of Board members, the President may cancel a regularly scheduled meeting.
- 4.6 A quorum of the Board shall be defined as 50% of its membership.

Article 5 Officers of the Board

- 5.1 The President: shall supervise the activities of the Club and preside at all meetings. The President may appoint special “ad hoc” committees at his or her discretion. Standing committees shall be established with the consensus of the Board.
- 5.2 The Vice-President: shall assume the duties of President, when the President is unavailable to do so.
- 5.3 The Secretary: shall take and maintain the minutes at Board meetings and the Annual Meeting.
- 5.4 The Treasurer: shall be responsible for the collection and disbursement of Club funds and for the maintenance of the financial records of the Club. The Treasurer shall report on the financial status of the Club at any regular meeting of the Board and at the Annual Meeting.

Article 6 Club Committees

- 6.1 Standing committees will be responsible for the organization of Club activities. Responsibilities may be redefined or consolidated by the Board from time to time. Board members-at-large will chair standing committees. These committees will be responsible for: publicity, exhibits and receptions, featured art, education and workshops, gallery operations and budget development.
- 6.2 The President at his or her discretion may appoint special “ad hoc” committees. Chairs of special committees will report to the Board, but will not serve on the Board, unless otherwise filling an officer or member-at-large seat.

6.3 A Nominating Committee shall be selected by the President and approved by the Board on or before November 15th of each year.

6.3.a. The Nominating Committee shall present a slate of candidates for each Board position to the membership at least 15 days prior to annual meeting. Each candidate must be a member of the Club in good standing and have agreed to serve.

6.3.b. Voting for Board members shall be held at the Club's annual meeting in January of each year. In addition to the slate of candidates nominated by the Nominating Committee, candidates can be nominated from the floor. Each member in attendance shall have one vote for each opening on the Board. A clear majority will be deemed as prevailing. The new Board will commence duties at the adjournment of the Annual Meeting.

Article 7 Miscellaneous Provisions

7.1 A conflict of interest may exist when the interests, activities or potential benefit to a Board member may be seen as competing with the interests of the Club. In that situation, the Board member should disclose the situation and refrain from taking part in any pertinent Club vote.

7.2 These bylaws may be amended by a majority vote of the membership at a meeting called for that purpose.

7.2 A copy of these bylaws will be made available to any member upon request.