

Bylaws of the San Antonio Glass Art Guild (Code of Regulations)

ARTICLE 1 – PURPOSE AND OBJECTIVE

This not-for-profit association of glass artists and enthusiasts is organized to promote community awareness, understanding and appreciation of the glass arts and to maintain a support network for artists, which provides educational, mentoring and marketing opportunities.

The Guild is recognized and valued for its ability to bring fine art and fine craft directly to the individual. It is committed to help preserve and enhance arts and culture in our community.

ARTICLE II - MEMBERSHIP

Section 2.1 - Members

Membership in SAGAG shall be open on a non-discriminatory basis to all individuals who are interested in the glass arts or supporting the glass arts, who pay dues at a rate established by the Board and who abide by the regulations and standing rules of SAGAG. Membership is not limited by race, color, creed, gender, national origin, religious affiliations, or sexual orientation.

Any individual, eighteen years or older, is eligible to become an ACTIVE member and will be expected to take an active role in their Guild through monthly meetings, educational opportunities and/or demonstrate that they remain active in promoting the arts in our community. This membership constitutes the voting body, with full membership privileges.

Section 2.2 - Levels of Membership

Levels of membership shall be established by the Board and reviewed periodically. The Board shall determine and set the qualifications, dues, terms, and other conditions of each level of membership. Levels of membership, benefits and dues structure are detailed in the Standing Rules. Levels of membership shall include but not be limited to:

Section 2.2.1 - Individual Membership

All those interested in glass including but not limited to: artists, enthusiasts, collectors, educators, and gallery owners.

Section 2.2.3 - Studio Membership

Suggested for professional artists, art educators, or those that sell their art at least occasionally.

Section 2.2.3 - Corporate Sponsor Membership

Suggested for businesses and sponsors.

Section 2.2.4 – Student Membership

Suggested for anyone 18 or older, the member must be a current full-time student and provide either a schedule or transcript showing full-time status from accredited institution.

Section 2.2.5 – Junior Membership

Suggested for those twelve through seventeen years old.

Section 2.3 – Honorary and Complimentary Membership

From time to time at its discretion, SAGAG may grant honorary or complimentary memberships to individuals or groups for whatever timeframe the Board chooses.

Section 2.4 – Voting

Each member in good standing shall be entitled to one vote in all general and special elections submitted for a vote of the membership.

Section 2.5 – Benefits

All members in good standing shall be entitled to their benefits as outlined for their level in the Standing Rules.

Section 2.6– Eligibility for Board or Committee position

All members in good standing, 18 years and older, shall be eligible to hold positions as long as there are no legal impediments to their fulfilling the duties of their office.

Section 2.7 – Termination of Membership

Memberships will be terminated if:

Section 2.7.1 - Non Payment

Dues are not paid by the date set by SAGAG.

Section 2.7.2 - Financial obligation not met

Other financial obligations to SAGAG are not paid within the time constraints set by the Board.

Section 2.7.3 - Violations

Violations of the ByLaws, standing rules, or other behaviors that threaten the well-being of individuals or SAGAG. Termination will be by majority vote of SAGAG members present for a regular or special meeting where such matter shall be brought for a vote.

ARTICLE III - DUES

Section 3.1 – Dues

All members, except honorary or complimentary members, shall be required to pay annual dues. The amount, method of payment, and all other details regarding dues will be determined by the Board and will be announced to the membership prior to going into effect.

Section 3.2 – Variances

From time to time, the Board may create variances from the established dues structure.

Section 3.3 – New Member Dues

New members who join and pay dues in the last quarter of the membership period will be granted paid membership status for the following year.

ARTICLE IV - OFFICERS

Section 4.1 – Officers

The Officers of SAGAG shall be the President, President-Elect, Vice-President, Communications Secretary, Recording Secretary, and Treasurer. These officers plus the immediate Past President will be the voting SAGAG Executive Board of Directors. The appointed Parliamentarian will be a non-voting member of the SAGAG Executive Board of Directors.

Section 4.2 – Election of Officers

The President, President-Elect, Vice-President, Communications Secretary, Recording Secretary, and Treasurer will be elected by a vote of the membership.

Section 4.3 – Term of Office

All Officers shall hold their positions for a term of one year, until their successors have been duly elected and installed, or until removed as provided elsewhere in this article. Officers nearing the end of their term may run for re-election. There will be no term limits on these positions.

Section 4.4 – Vacancies

In case any SAGAG Office becomes vacant by death, resignation, retirement, disqualification, or any other cause, the Office may be filled by appointment of the President, subject to affirmative vote of the majority of the SAGAG membership present at any regular or special meeting called for that purpose, although such majority may not constitute a quorum. Each person so selected to fill a vacancy shall remain an Officer until the next scheduled election and installation of his or her successor.

Section 4.5 – Responsibilities of Officers

Section 4.5.1 – President

The President ensures that the Board fulfills its responsibilities for the governance of the Guild. The President shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the executive committee to preside at each meeting in the following order: Vice-President, Recording Secretary, and Treasurer. The President shall also appoint chairpersons of committees as deemed necessary by the President to carry out Guild functions.

Section 4.5.2 – President-Elect

The President-Elect collaborates with the President to learn the role of the President, to become familiar with the programs of the Guild and its governance, and to develop and facilitate officer transition. The President-Elect assists and supports the President as needed and plans for the Presidential year. In the absence or resignation of the President, the President-Elect will serve and perform the duties of the President.

Section 4.5.3 – Vice-President

The Vice-President will chair committees on special subjects as designated by the Board. The Vice-President, in the absence or resignation of the President and President-Elect, serves and performs the duties of the President.

Section 4.5.4 --Communications Secretary

The Communications Secretary shall be responsible for sending out meeting announcements and agendas to the membership and board. In addition, the Communications Secretary will manage the Guild's mailing lists and membership list (unless there is a Membership Chairperson) assuring that Guild records are well maintained.

Section 4.5.5 – Recording Secretary

The Recording Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings and membership meetings, distributing copies of minutes and the agenda to each Board member, and assuring that Guild records are maintained.

Section 4.5.6 – Treasurer

Treasurer shall assist in the preparation of the budget as submitted by the Board Officers, and make financial information available to Board members and the public. Oversee the preparation and delivery of the Annual Report and Financial Statement for the membership. The Treasurer shall make a report at each Board meeting.

The funds, books and vouchers on hand shall at all times be subject to verification and inspection of the elective officers of the Guild. At the expiration of the term of office, the Treasurer shall deliver to the successor all books, money and other property of the Guild.

Section 4.5.7 – Past President

The Immediate Past President provides advice and leadership to the Board regarding past practices and other matters to assist the Board in governing the Guild. The Immediate Past President supports the President and the President-Elect on an as-needed basis.

Section 4.5.8 – Parliamentarian

A Parliamentarian is an expert in rules of order and the proper procedures for the conduct of meetings of deliberative assemblies. The Parliamentarian shall assist the Guild in the drafting and interpretation of bylaws and rules of order, and the planning and conduct of meetings.

Section 4.6 – Resignation and Removal of Officers:

Section 4.6.1 – Resignation

Any Officer may resign from office at any time by written notice to the SAGAG Board. Such resignation shall be effective upon receipt of the notification, unless another effective date shall be specified.

Section 4.6.2 – Removal

Any Officer may be removed, either with or without cause, at any time, by a vote of the majority of remaining Officers then serving. Any Officer proposed to be removed shall be entitled to at least ten (10) days notice, in writing, by mail, of the meeting of the Board at which such removal is to be voted upon, and shall be entitled to appear before and be heard by the Board at such a meeting. The decision of the Board is final.

Furthermore, should any Officer be absent from three (3) consecutive meetings of SAGAG, Board or any committee without sending communication to the President or his or her designee stating the reasons for such absence, or if these reasons should not be accepted by the Officers, the Board may, by

resolution, declare his or her seat vacant and may proceed to fill the vacancy thus created in accordance with Section 4.4 of this Article.

ARTICLE V - MEETINGS

Section 5.1 – Regular Meetings

Regular meetings of SAGAG shall be held at least six (6) times per year at such times and at such places as shall be determined by the Board.

Section 5.2 – Special Meetings

Special meetings may be called by the President or President-Elect, while acting in the capacity of the President.

Section 5.3 – Notice of Meetings

Notice of meetings will be posted and sent via e-mail no later than 1 week prior to the meeting.

Section 5.4 – Consents

Whenever the vote of the membership is required to be taken at a meeting in connection with any group action, a member may submit his vote in writing if s/he is unable to attend the meeting.

Article VI - COMMITTEES

Section 6.1 – Committees

The Executive Board may, by general resolution, delegate to committees or to Officers of SAGAG such powers as they may see fit. A member in good standing must chair each committee with guidance from an appropriate Executive Board liaison. Any committee charged with review of matters relating to finance, personnel, or legal issues must be comprised at least one member of the Executive Board.

Section 6.2 – Appointment

The Officers shall have the power to create administrative committees of its members to exercise such powers as are specifically delegated by the resolution of the Board. All such committees shall have the power to establish written rules and regulations for the conduct of their business, consistent with the laws of the State of Texas and these Regulations, and shall keep written records of their proceedings, which shall be maintained by SAGAG.

Section 6.3 – Other Committees

Other committees for special events or projects may be appointed by the Executive Board for such tasks as circumstances warrant. Such committees shall limit their activities to the accomplishment of the particular tasks for which they are created. Upon completion of its assigned task, each such committee shall stand discharged.

Article VII – CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 7.1 – Contracts

The Executive Board, except as these Regulations otherwise provide, may authorize any member of SAGAG to enter into contract or execute and deliver any instrument in the name of SAGAG, and such activity may

be general or confined to a specific instance. Unless so authorized by the Executive Committee, no Officer, SAGAG Member, or agent shall have any power or authority to bind SAGAG by any contract or engagement or to pledge its credit or render it monetarily liable for any purpose or any amount.

Section 7.2 – Bills, Notes, etc.

All bills payable, notes, checks, or other negotiable instruments of the SAGAG shall be made in the name of SAGAG and shall be signed in accordance with resolutions duly adopted by the group. No Officer, either alone or jointly with others, shall have the power to make any bills payable, notes, checks, drafts, warrants, or other negotiable instruments or endorse the same in the name of SAGAG, except as herein expressly prescribed and provided.

Section 7.3 – Annual Audit

An Audit Committee will be appointed by the President and an annual audit will be performed within 60 days of the election of officers. This audit will ensure the integrity of the documentation and records for the Guild and be of benefit for both the outgoing and incoming Treasurer.

Verification of Documents and Records

This procedure involves an in-depth examination of physical and electronic records of an organization by the Audit Committee. They include financial statements, receipts and invoices. The Audit Committee checks for accuracy and correctness of such documents.

Examination of Tangible Assets

This procedure involves the physical inspection of all the tangible assets of an organization. The Audit Committee compares the company's asset inventory register with the physical assets to ensure that the assets actually exist.

Article VIII – FISCAL YEAR

The fiscal year of SAGAG shall begin on June 1 and end on May 31 of each year.

Article IX – BOOKS AND RECORDS

There shall be kept correct and complete books and records of accounts and minutes of the proceedings of SAGAG. These records are available for Board and membership review with 30 days notice.

Article X - AMENDMENTS

This ByLaws may be altered, amended, repealed, or added to by affirmative vote of a majority of the members of SAGAG casting votes, provided that 30 days written notice shall have been sent to all members in good standing. Such notices shall state the alterations, amendments or changes proposed to be made in this ByLaws. Only such changes as have been specified in the notice shall be made.



Louise Craig
SAGAG, President
MAY 12, 2015