

# Woodlands Art League By-Laws

As amended on October 4, 1984; October 20, 1988; August 7, 1990; June 20, 1991;  
June 1993; May 15, 1997; September 10, 1998; March 16, 2000; 2001; April 2003;  
November 2008

## ARTICLE I

### Name and Purpose

Section 1: This society shall be known as the Woodlands Art League. Its principal office shall be in The Woodlands, Texas, and surrounding Montgomery County.

Section 2: The League's purpose is to further the cause and interest in the visual arts through teaching, programs, demonstrations, exhibitions, and community involvement. The organization is organized exclusively for educational purposes and is a non-profit 501(c)(3) organization.

## ARTICLE II

### Membership

Section 1: Membership shall be open to all persons regardless of race, religion, sex or national origin who subscribe to the purposes of the Art League and who pay the annual dues as established by the Board.

### Section 2: Classification and Description

#### Active

Individual -	All members who are not senior citizens or students.
Student -	All members who are full-time students, through college.
Senior Citizen -	All members who are sixty-five(65) years of age or older.
Corporate -	Will entitle two designated members for the fiscal year.

#### Honorary

Honorary membership may be granted by the Board of Directors to any person who has made a significant contribution to the League. Membership in this case is for life, with no dues.

### Section 3 - Dues:

1. The fiscal year shall begin June 1.
2. Annual dues shall be set by the Board of Directors.

3. Active membership dues are payable on June 1 and, to be listed in the Directory, must be received no later than August 31.
4. The husband or wife of the member in any category shall be one-half (1/2) the rate of that category.
5. Senior Citizens and Students shall pay a reduced rate of Individual membership to be determined by the Board of Directors.
6. Applications for new membership after January 1 shall pay one-half (1/2) of the dues required for their appropriate category.

### ARTICLE III

#### Patrons

All persons of the community who are interested in the promotion of art in the community and support the Art League toward their goals shall be designated as Patrons. Said persons shall be determined by the Board and published annually in the roster. Such persons, if not members, shall not be eligible for office and shall not have voting rights.

### ARTICLE IV

#### Management

Section 1 - Government: The Board of Directors shall manage the affairs of the League. The President of the League shall be Chairman.

Section 2 - Board of Directors Membership: Members shall be the Officers and all Directors and Committee Chairmen, as well as the immediate Past President.

Section 3 - Executive Board: The President, Vice-Presidents, Secretary, and Treasurer shall be the officers who administer the day-to-day business under the management of the Board of Directors.

Section 4 - Voting at Board of Directors Meetings: A quorum shall consist of a Majority of the total number of Officers, Directors, and Committee Chairmen and shall be sufficient to conduct business. A majority of those present shall determine any action.

Section 5 - Board Meetings: The Board shall meet when called by the Chairman.

Section 6 - Board Vacancy:

1. In the event of the vacancy, resignation, death, or disability of the President, his or her duties shall be assumed and performed by the President-Elect for the remainder of the term, or until, in the event of a disability, the President is able to resume such duties.

2. Any other vacancy that may occur on the Board of Directors shall be filled by appointment by the Executive Board and affirmed by the Board of Directors.

Section 7 - Board Tenure: Tenure shall be one (1) year to commence on June 1. All members of the Board may succeed themselves. The President may succeed himself/herself once.

## ARTICLE V

### **Nomination, Election, and Appointment of Board of Directors**

Section 1 - Nominating Committee: There shall be a Nominating Committee of five (5) members, plus two alternates, selected in November. The Chairman and one other are to be appointed by the President and chosen from the Board of Directors, and three (3) members are to be elected by the League at the November meeting. The Nominating Committee shall serve until the officers are elected by the membership.

Section 2 - The Slate: The Nominating Committee shall present a slate of officers to be voted on at the February meeting. Nominations may be made from the floor and election shall then be made by ballot. If no other nominations are made, election may be made by acclamation. A majority vote of those present constitutes election.

Section 3 - Election: Newly elected officers shall take office at the close of the May meeting.

Section 4 - Appointments: The President, as Chairman of the Board, shall appoint Directors and other Chairmanships the President may deem necessary.

## ARTICLE VI

### **Duties of the Board of Directors**

Section 1 - The President:

1. As Chairman of the Board, shall be responsible for the administration of the day-to-day business of the League.
2. Shall preside at all meetings of the League, the Board of Directors, and Executive Board.
3. Shall appoint the Directors of the Board and all standing and special committee Chairmen other than those elected.
4. Shall coordinate all activities of the organization and shall be ex-officio member of each committee except the nominating committee.
5. Shall perform all duties pertaining to the office.

Section 2 - The Vice-Presidents:

1. Vice-President in Charge of Programs: Shall be responsible for organizing monthly programs for general meetings.
2. Vice-President in Charge of Workshops: Shall be responsible for organizing workshops as meets the needs of League members.
3. Vice-President in Charge of Judged Shows: Shall be responsible for the procurement of judges for the judged shows, registration, and hanging of paintings. All aides answer to the Vice-President.

Section 3 - Secretary:

1. Shall prepare and preserve records of Board meetings and membership meetings, and be prepared to present them if called on by the President.
2. Shall assist the President with any necessary correspondence and shall be responsible for any properties of the League.

Section 4 - Treasurer:

1. Shall have charge of the funds, financial records, and Annual Budget of the League. The Annual Budget shall be presented to the Board of Directors for approval no later than the October Board of Directors meeting.
2. Shall make disbursements for the business of the League. Any expenditure not included in the Annual Budget shall be made only by order of the Executive Board.
3. Shall maintain records and have them available for the Board and make reports of the financial status of the League at Board and membership meetings if called on by the President.
4. Shall, on request of the President, make recommendations on purchase proposals.
5. Shall prepare and present a written annual financial report at the annual May membership meeting.
6. Shall prepare and present such financial information as is necessary to comply with governmental regulations concerning tax-free status.

Section 5 - Past President:

1. Shall generally be responsible for advising the President and the Board as required to insure the continuous effectiveness of the organization's management.

Section 6 - Chairman Pro-Temp ore:

1. In the absence of the President, the President shall appoint an officer to act as president during his or her absence.
2. Shall present to the President a written report on procedure and evaluation of said activities as they occur.

Section 7 - Other Directors:

1. Other Directors shall be (a) Membership Director, (b) Public Display Director, (c) Publicity Director, (d) Newsletter Director, and such other Directors as may be determined by the President or other Board Members to be necessary to achieve the aims of the League.

**ARTICLE VII**

**Meetings**

Section 1 - General Meetings: There may be such General Meetings throughout the year as the Board deems necessary to conduct the business of the League. These meetings shall present material that is of interest to the League.

Section 2 - Meetings of the Board: Meetings of the Board shall be called or scheduled upon the request of the president or any three Directors. Notice of all Meetings of the Board shall be mailed or delivered to each Director and Member at his or her last known address at least seven (7) days prior to the Meeting. In the case of a Special Meeting, the notice shall state the purpose or purposes of the Meeting, and the business of the Meeting shall be limited to the purpose or purposes stated in the notice.

Section 3 - Special Meetings: There may be Special Meetings of the Members, such meetings to be called by the President of the League with the approval of two other members of the Board, or any three Board Members, or one-tenth (1/10th) of the members entitled to vote.

**ARTICLE VIII**

**Exhibits**

Section 1 - Professional Standards for Exhibits:

1. Artwork submitted for exhibition must be original in concept, design, and effort by the submitting artist. Artwork created in or as a result of a workshop or class is not considered original unless the submitting artist has used his/her own concepts, setups, and models. Work copied from any photograph that is not the submitting artist's original or any commercially available kit will not be considered original. Artwork will not be considered original if anyone other than the submitting artist has worked on or physically aided in the creation of the piece.
2. Members are urged to consider quality, performance and durability of materials.

3. Exhibitions will be juried by qualified professionals in the art community, and jury decisions will be accepted as final. The juror should not be an active member of the League.
4. Exhibition committees have full authority to set rules and regulations necessary for individual exhibitions, and members are encouraged to cooperate with the committee. Flagrant abuses by any member could lead to restriction of exhibition privileges.
5. The Woodlands Art League Board of Directors reserves the right to refuse displaying any work not suitable for public viewing by a majority vote of the Board members present at receiving for the exhibition.

Section 2 - Membership Exhibit: It is intended to have an annual exhibit limited to active members of this League. The board shall approve the selection of the jurors, entry fees, exhibit time, and place in accordance with the professional standards of the League.

Section 3 - Open Exhibit:

1. It is intended to have an annual open show in which participants who may not be members of the League may enter. League members may also enter. The Board shall approve the selection of the juror(s), entry fees, exhibit time, and place in accordance with the professional standards of the League.
2. In the event of out-of-town participation by this League membership in exhibits held jointly with other societies, the Board shall approve all details of the exhibit.

Section 4 - Membership Exhibits at Community Affairs: It is intended for the membership of the League to take part in furthering the community's appreciation of fine arts; therefore, the membership is encouraged to participate in exhibits that would further our goals. If these exhibits bear the League name, the Board should approve the standards set for the exhibit.

## **ARTICLE IX**

### **Discipline**

Section 1 - Suspension for Non-Payment: Non-Payment of dues or assessment by any member for a thirty-day (30) period shall be grounds for suspension. Reinstatement shall be automatic upon payment of arrears.

## **ARTICLE X**

### **Amendments**

Section 1 - Amending the By-Laws: These By-Laws may be amended at any regular meeting by a two-thirds (2/3) vote of those present, provided that the proposed

amendment has been presented in writing to all members, or by a majority vote at the preceding meeting of the Club.

Section 2 - These By-Laws may be changed at any regular meeting, providing the vote is unanimous in favor of the change.

## ARTICLE XI

### **Dissolution**

Dissolution can be achieved only by a favorable written vote by two-thirds (2/3) of members present, or by proxy, at a regular or special called meeting for the purpose, and only after giving all members a written notice thirty (30) days in advance. In the event of dissolution of the League, dispersal of the funds and property exclusive of debts and obligations shall be awarded for use in the visual arts at \$500.00 scholarships to students majoring and/or minoring in the visual arts attending Montgomery County Community College.

## ARTICLE XII

### **Effective Date**

These By-Laws shall take effect immediately upon their adoption. The alteration, amendment, or repeal of any provision of these By-Laws and the adoption of any new By-Laws shall take effect upon the adoption of the resolution.

## ARTICLE XIII

### **Benefits**

No benefit shall be paid to any principal member of the Woodlands Art League. No principal or member shall use League funds to participate in any activity other than those necessary to carry out the purposes of the the League. This does not preclude a member from being paid for giving demonstrations at the request of WAL or from receiving cash awards in judged shows.

## ARTICLE XIV

### **Building Fund**

Section 1 - Creating a Building Fund: A portion of our gross income shall be dedicated towards an account solely for the purpose of purchasing and/or building a meeting and exhibit space.