



OPERATING BY-LAWS OF THE UNIONTOWN ART CLUB, UNIONTOWN, PA. 15401

Revision approved by a majority vote dated August 6, 2013

ARTICLE I: ORGANIZATION NAME

The name of the organization is The Uniontown Art Club, incorporated with the State of Pennsylvania as a non-profit corporation as of 3-28-1994. The original club and by-laws date back to 1927.

ARTICLE II: ORGANIZATION PURPOSE

The object and purpose of this organization shall be:

To create, promote, and generate the appreciation of art in the Uniontown Art Club and in the community (i.e. holding classes of instruction, sponsor art exhibitions, raise and receive funds to sponsor art events, etc).

ARTICLE III: MEMBERS

Section 1. Members shall be those persons who express themselves in fine art and fine craft, and/or are committed to the appreciation and education of the visual arts.

Section 2. Any person 18 years of age or older may be a member. The UAC does not discriminate against race, gender, religion or national origin.

Section 3. Membership is effective upon mailed receipt of welcome packet within ten days of payment of dues.

ARTICLE IV: OFFICERS AND BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of five (5) elected Officers, four (4) elected Directors. Four members of the BOD and the President shall constitute a quorum at Directors meetings.

Section 2. The Board of Directors shall have charge of the particulars of the club, subject to the provisions of these by-laws, and have the exact rights and privileges of membership.

Section 3. The Board of Directors serves in a fiduciary capacity for the Uniontown Art Club and will exercise prudence, loyalty and support of each other with all due diligence. The BOD are not compensated for their service nor will they bear any personal liability.

ARTICLE V: ELECTIONS AND TERMS OF OFFICE

Section 1. The Board of Directors shall be elected by the members of the UAC.

Section 2. All Officers and elected Board of Directors may serve two consecutive two year terms.

A. The immediate Past President shall be automatically eligible for placement on the director election slate for a two year term.

Section 3. All Directors and Officers shall serve until their successors are duly elected as herein set forth.

Section 4. All terms of office provided for herein shall commence on September 1st of the election year and last two years up through August 31 of the second year.

Section 5. Should any officer or director fail, or be unable for any extended period of time, to attend to the duties of his or her office, the remaining members of the Board of Directors may, at their discretion, declare such office vacant. Any vacancy in any office, however caused, shall be filled for the unexpired term by an appointment of the Board of Directors.

ARTICLE VI: OFFICERS RESPONSIBILITIES

Section 1. The President shall call and/or preside at all membership and board meetings and appoint all committees.

Section 2. The Vice President shall assist and give confidence to the President. The Vice President shall serve as the chairperson for the Program Committee.

Section 3. The Recording Secretary shall record the membership and board meeting minutes, present them to the President within one week of the meeting, and present them to the membership for their review and approval at the following meeting.

Section 4. The Corresponding Secretary shall oversee all publicity and website matters, as well as UAC correspondence.

Section 5. The Treasurer shall receive, safely keep, and account for all monies received, pay all bills as approved by the Board of Directors, and shall present a hard copy account of all monies expended at each board meeting.

ARTICLE VII: COMMITTEES

Section 1. The President shall appoint all chairpersons for committees deemed necessary and proper from time to time.

Section 2. A committee shall consist of two or more members.

Section 3. Committee responsibilities shall be those goals and objectives set forth in these by-laws, as well as ongoing creative and social projects.

Section 4. The Committee Chairperson will:

- A. Call for meetings as often as necessary to fulfill the committee purpose.
- B. Meet either electronically or in person.
- C. Report at the monthly BOD meeting when their committee is active.
- D. Keep the President informed of progress between BOD meetings.

ARTICLE VIII: MEETINGS

Section 1. The date, time and place of most meetings and events shall be announced in the monthly newsletter or announced more often when necessary.

Section 2. ELECTION OF OFFICERS AND BOARD OF DIRECTORS will take place every two years at the August all membership meeting. Ten days written notice of the hour and place of this meeting shall be given to all voting members. The slate of officers and directors will be presented by the nominating committee chairperson. The President will then accept additional nominations from the floor. The new Board of Directors and Officers will then be elected from this slate by those present at this meeting.

- A. Voting shall be by paper ballot and tallied by two members appointed by the President and who are not on the ballot.
- B. Members must be present to vote.
- C. There will be a social after this meeting to recognize outgoing officers and BOD, and welcome the new.

Section 3. GENERAL MEMBERSHIP AND PUBLIC MEETINGS AND EVENTS shall be AS FOLLOWS: (most times, dates and places TBA)

- A. September - 3rd Tuesday 6:30pm open business, plan year, establish committee chairpersons and make suggestions to the new BOD (no program)
- B. October - Fall Program or workshop (no business meeting)
- C. November/December - Art and Craft Holiday Sale
- D. January - Winter Foodfest Social (no business meeting)
- E. March - 3rd Tuesday 6:30pm open business meeting (no program)
- F. April - Spring Program or workshop (no business meeting)
- G. June - Regional Juried Exhibition and Sale
- H. July - Summer Field Trip
- I. August- Election Meeting every two years, otherwise no August meeting

Section 4. THE BOARD OF DIRECTORS and all pertinent Committee Chairpersons will meet on the 3rd Tuesday of each month at 5:30 unless otherwise determined by the President.

Section 5. ANNUAL CLOSED PRESIDENT'S MEETING will take place within 10 days of the September regular membership meeting but no later than September 30. This meeting is open to the Board of Directors, Committee Chairpersons, and Persons who bring fresh ideas to the BOD. The purpose of this meeting is to get acquainted, to turn in summary reports of the previous months by the Past President, as well as goals and plans set for the future months as suggested by all members at the previous September membership meeting. The general membership does not attend.

Section 6: SPECIAL MEETINGS of the UAC may be called by five (5) members of the Board of Directors, or five (5) members of the club upon written request to the Corresponding Secretary. The Corresponding Secretary shall then give notice of any special meeting to all members with at least 10 days advance notice of the date of this meeting. This notice will include the time and place, and information as to the subject to be considered.

A. The President may call a Special meeting of the Board of Directors at anytime.

ARTICLE IX: ORDER OF BUSINESS- (ALL MEETINGS ARE CONDUCTED IN ACCORDANCE WITH ROBERT RULES OF ORDER, EDITION 10 – ALL BOARD MEMBERS MUST BE FAMILIAR WITH THESE GUIDELINES).

Section 1. The order of business for regular or special meetings shall be as follows:

- A. Meeting called to order
- B. Reading and approval of the minutes from last meeting.
- C. Treasurer's report.
- D. Committee reports.
- E. President's report.
- F. Unfinished business (matters previously introduced which have come over from past meetings)
- G. New Business (matters initiated at the present meeting)
- H. Meeting adjourned

ARTICLE X: DUES AND COMMISSIONS

Section 1. Annual dues shall be fixed and paid for each meeting year effective September 1, 2013: Dues are payable September 1 through December 31 each year to guarantee member privileges for the entire meeting year. A meeting year effectively runs September through August of the next calendar year.

Section 2. A 30% commission on all artwork sales will be collected where The Uniontown Art Club is used as the only vehicle for the sale.

ARTICLE XI: BY-LAWS AMENDMENTS

Section 1: Amendment of these By-laws shall be enacted by the following procedure:

- A. The Chairperson is appointed by the President, with three or more on the committee including the President.
- B. A hard copy of the committee's recommended changes are then given to the Board of Directors for review and approval. The BOD may approve electronically if they adopt them as written by the committee or meet to discuss any changes that need to be made within 5 days of receiving the hard copy. These changes will require a majority vote of the BOD.
- C. These amendments shall then be mailed to all members for review, 10 days before a Special Membership Meeting called for the purpose of adopting these changes.
- D. Members unable to attend this meeting may vote 'yes' or 'no' by returning a provided numbered mail-in ballot postmarked 5 days prior to this meeting.
- E. These amendments go into effect by a majority yes vote of proper ballots, or if there is a majority no, are sent back to committee. Recommended changes must be stated with a no vote.