

# CANTON ARTISTS LEAGUE CODE OF REGULATIONS

(BY-LAWS)

*Revised May16, 2012*

## ARTICLE I

*The name of this organization shall be the Canton Artists League.*

## ARTICLE II

### Mission

Section 1: *The mission of the Canton Artists League (CAL) shall be to provide enriched opportunities and encouragement for visual artists, accomplished through a combination of exhibits/shows, educational workshops, field trips and community support programs.*

## ARTICLE III

### Members

Section 1: Membership shall be open to professional, semi-professional and amateur visual artists, and individuals with a sincere interest in supporting art.

Section 2: Members shall be individuals who (a) are members of the Canton Museum of Art (CMA), (b) have completed and submitted an application for membership with the Canton Artists League (CAL) and (c) have paid in full to date their dues to CMA and CAL. Each Member shall be entitled to one vote.

Section 3, Membership List: CAL shall maintain a current membership list, which shall contain the name, street address, e-mail address and phone number of each Member. Only individuals whose names are reflected on the membership list on a date fixed for a meeting shall be entitled to vote on any matter properly submitted to the Membership.

Section 4, Dues: CAL dues shall be determined by the Membership as recommended by the Board of Trustees (Board) at the annual meeting and shall be payable by the end of January. CAL dues shall be non-refundable and non-transferable. Members whose dues are in arrears for more than thirty (30) days shall be notified by the membership chair and shall be suspended from all privileges from that date on. New Members who join CAL September through December will have membership continuing through the following year. CMA Board of Directors shall establish CMA dues. (If a

Member already has a family membership in CMA he or she should not be required to also have a single membership to qualify for CAL membership.)

5.1 Refer to Appendix A for dues amounts.

5.1.1 Individual membership

5.1.2 Family Membership - includes members of an immediate family, over 16 years old, living under the same roof.

Section 5, Admission of Members: All applications for membership must be in writing on such forms as approved by the Board.

Section 6, Suspension: The Board may suspend the privileges of any member for any improper conduct by such member that may be at variance with the CAL By-Laws.

Section 7, Independent Exhibits/Shows: While Members are permitted to exhibit/show on a basis independent from CAL; Members are strictly prohibited from representing in any way that his or her independent exhibit/show is an event of the Canton Artists League.

## ARTICLE IV

### Meetings

Section 1, Membership Meetings: Meetings will be held six times a year on January, March, May, July, September, and November. The third Wednesday of these months is the normal meeting date.

Meeting dates can be changed when necessary by the president.

Section 2, Annual Meeting: The annual meeting shall be held for the purpose of electing officers. The annual meeting shall be held on the third Wednesday of November at 6:30 P.M. where designated. This meeting is held in November so the newly elected officers will start their term of office in January of the following year. Elections are held every other year.

Section 3, Special Meetings: Special meetings, as may be required from time to time, may be called by (a) the President or (b) by vote of one-fourth of the total membership. It shall be the duty of the Secretary to give notice of such meeting to the Members two weeks in advance by newsletter or special mailing, specifying the time, place and purpose thereof. Those Members notified shall be Members in good standing and qualified to vote.

Section 4, Notice of Meeting: Written notice of annual and regular meetings shall be sent to all Members in good standing, stating the time and place, and shall be delivered by mail or e-mail at least one

week before the date fixed for such meetings. Notice of such meeting shall be sent by the Secretary or other designated person.

Section 5, Quorum: Twenty percent of the total membership must be present at any meeting to constitute a quorum.

Section 6, Voting: At any meeting of Members, each person who is a Member in good standing is entitled to one vote. At any meeting of Members, all questions coming before the membership for decision shall be decided by a vote of a majority of the Members at the meeting.

## ARTICLE V

### Board of Trustees

Section 1: The Board of Trustees (Board) shall consist of the Officers, the immediate Past President and three other Members in good standing selected by the Nominating Committee for approval by the Membership.

Section 2: The Board shall meet during the off month of the regular CAL meeting, or at such other time as may be required.

Section 3: The Board shall meet to discuss predetermined matters that are to be brought before the membership for vote. (There may be impromptu items brought up at a regular meeting that may not require Board action before vote is made).

## ARTICLE VI

### Officers

Section 1, General Provisions: The CAL officers shall consist of a President, Vice President, Secretary and Treasurer. The CAL Members in good standing at the Annual meeting shall elect the officers. The Annual meeting shall be in November, the last meeting of the year. No officer shall fill more than one office at a time (concurrently). The officers elected by the membership shall serve without compensation.

Section 2, Term of Office: Each officer shall be elected for a term of two years.

Section 3, President: The President shall preside at all meetings of the Members and shall have general supervision, management and control of business subject to this Code of Regulations. The President shall be ex-officio member of all committees. The President shall have the power to appoint the chairpersons of all committees.

Section 4, Vice President: In the President's absence or inability to act, the Vice President shall discharge the duties of the President. The Vice President shall be responsible for securing and making arrangements for educational programs at the regular meetings, and perform other duties as may be designated by the President.

Section 5, Secretary: The Secretary shall (a) keep minutes of all meetings of Members as well as actions by written consent and waivers of notice, (b) keep such books as may be required, including the Registry of Members, unless other provisions are made, (c) give notice of all meetings unless otherwise designated and (d) perform other such duties as may be designated by the President. All books and papers pertaining to office of Secretary shall be subject at any time for inspection by any Member. Upon expiration of the Secretary's term of office, such Secretary shall deliver all books, papers and other property of CAL in his or her possession or under his or her control to the President or to the Secretary's successor in office.

Section 6, Treasurer: The Treasurer shall have general supervision of all finances. He or she shall receive and safely keep all monies belonging to CAL and shall perform such other duties as may be assigned to him or her by the President. The Treasurer shall keep proper books of account of the finances of CAL and shall present a statement of profit and loss or surplus at all regular meetings or at such date requested by the President. The Treasurer shall sign the financial statement. The President shall appoint an audit committee to audit the treasury accounts annually. Upon expiration of the Treasurer's term of office, such Treasurer shall deliver all money, books, papers and other CAL property in his or her possession or under his or her control to the President or the Treasurer's successor in office. The officers shall be responsible for the budget.

## ARTICLE VII

### Indemnification of Officers

Section 1: Each trustee, officer, director, agent, employee or volunteer of this organization, and any trustee, officer, director, agent or volunteer of any other corporation serving as such at the request of CAL shall be indemnified by CAL under the standards set by and to the fullest extent allowable under Section 1702.12(E), Ohio Revised Code, and as the same shall be amended from time to time. The foregoing right of indemnification shall be in addition to any other rights to which any person seeking indemnification may be or become entitled by law, vote of Members or disinterested Trustees of CAL or otherwise.

## ARTICLE VIII

### Committees

Section 1: The President is responsible for appointing all Committee Chairpersons.

1.1 Standing Committees are, but not limited to:

1.1.1 Membership

1.1.2 Venue

1.1.3 Workshop

1.1.4 Newsletter

1.1.5 Historian

1.2: See Appendix B for organizational chart

1.3: See Appendix C for job descriptions

Section 2: Each Committee is responsible for the proper administration of its income and expenditures.

The Committee Chairperson shall submit a written request for payment of any expense incurred by the Committee in the administration of its activities within the limits of the approved budget. The Treasurer shall not honor any request for payment submitted by any Committee or other persons that does not contain the date of contract, description of purpose, name of payee and amount to be paid.

Section 3, Nominating Committee: The Nominating Committee shall consist of three CAL Members in good standing whose responsibility shall be to propose a slate of candidates to the membership at the end of the term of office at the Annual meeting for the purpose of voting. The positions shall be President, Vice President, Secretary and Treasurer, and three board members. The Nominating Committee will also propose replacements when a vacancy occurs during a term of office. The Nominating Committee shall be appointed by the President.

Section 4: Committees shall be appointed by the President and convened as necessary.

## ARTICLE IX

### CAL Shows

Section 1: Any member in good standing may exhibit in any CAL sponsored show, providing membership dues have been paid up to date.

## ARTICLE X

## Miscellaneous

Section 1: The fiscal year of CAL shall be the calendar year.

Section 2: Any Member, agent or attorney of a Member may examine the CAL books and records for any reasonable and proper purpose.

## ARTICLE XI

### Amendments

Section 1: This document shall be reviewed every two years by the board after the election of officers.

Section 2: If the Board decides changes should be made, the members will be notified prior to a membership meeting what these proposed changes are. These bylaws may be amended by a two-thirds vote of the active members present at a membership meeting, providing a quorum is present at the time the vote is taken.

## ARTICLE XII

### Dissolution

Section 1: The Canton Artists League may not be dissolved without the majority of seventy five percent (75%) of the Membership by mail vote. The Secretary with the explanation of such action shall carry out the mailing of these ballots to all Members in good standing. These ballots shall be submitted to and counted in the presence of the Members and the Board at a special meeting specifically called for this purpose.

## Approvals

Adopted by the membership Date May 16, 2012

PRINT NAME

Signature

Ted Lawson  
President

*Ted Lawson*

Lynn Weinstein  
Secretary

*Lynn Weinstein*

Signed copies:

       President  
       Secretary  
       Historian



# Canton Artists League

## Appendix to By Laws

### Appendix A

#### Dues

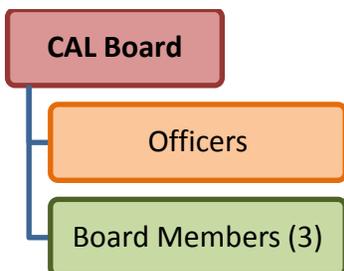
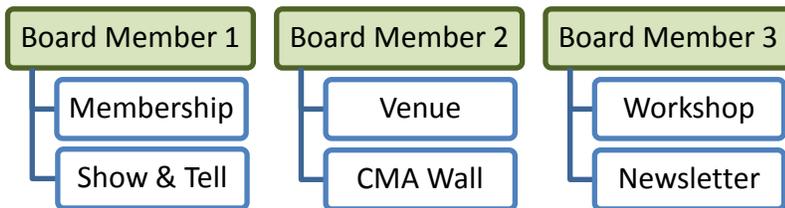
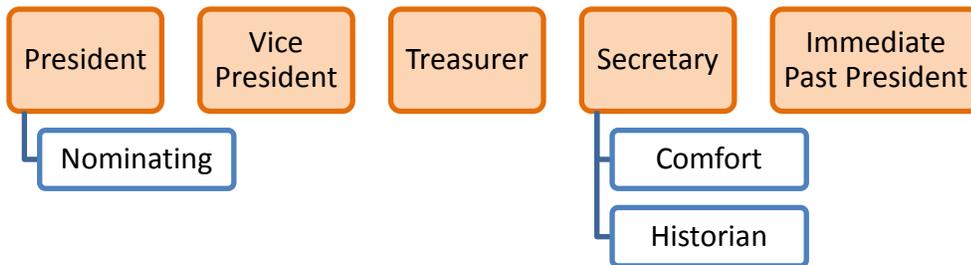
Individual membership - \$25

Family membership - \$40

Includes members of an immediate family, over 16 years old, living in the same household.

### Appendix B

#### Organizational Chart



## **Appendix C**

### Committee Job Descriptions

- 1.2 Membership - Process new membership applications; maintain register of members; notify members of dues coming due and past due; distribute membership roster yearly to members and when applicable to the president and board members; keep and update name tags for distribution during meetings and other CAL events
- 1.3 Venue - Develop venues and be responsible for exhibits and shows including the biannual show at CMA.
- 1.4 Workshop - Secure presenters and oversee workshops
- 1.5 Newsletter - Collect information regarding CAL events and member achievements; publish and distribute to members before membership meetings
- 1.6 Historian - Serves as custodian of CAL records
- 1.7 Show & Tell – Pass sign up sheets, send out reminders, and oversee members sharing work at CAL meetings (limit 2 per meeting sharing 2 or 3 works each)
- 1.8 CMA Wall Art – pass out sign up sheets and secure two members per month to display art on CAL wall; send reminders and oversee project
- 1.9 Comfort – send cards to members who are ill, have a death in the family, or other difficulty that warrants support of the member