

BYLAWS

CHESAPEAKE BAY DECORATIVE PAINTERS

A CHAPTER OF THE NATIONAL SOCIETY OF TOLE AND DECORATIVE PAINTERS

Article I NAME

The name of this non-profit organization shall be the Chesapeake Bay Decorative Painters, Chapter of the National Society of Tole and Decorative Painters, Inc.

Article II PURPOSE

The purpose of this chapter shall be in common with that of the National Society, to stimulate interest in and appreciation for the art of tole and decorative painting.

Article III MEMBERSHIP

1. Membership in this chapter is open only to members in good standing of the National Society, and who in accepting membership, thereby agree to be bound in all things not contrary to law, by these by-laws and those of the National Society.
2. Non-member guests are welcome to attend not more than two meetings annually.

Article IV DUES

1. Membership dues shall be determined by vote of the membership.
2. Membership dues shall be paid annually on a calendar year basis. Dues for the ensuing calendar year are payable October 1 and delinquent November 1. New membership privileges are effective October 1, with the exception of voting or running for office, which shall begin January 1.
3. The amount of dues shall be stated in the Standing Rules.

Article V MEETINGS

1. Regular meetings of this chapter shall be held as stated in the Standing Rules.
2. The Board of Directors shall have the authority to change the meeting dates and set places and time for meetings, provided sufficient notice is given to membership.
3. A quorum shall consist of not less than 1/5 of the membership.
4. The privilege of holding office, making motions, debating, and voting shall be limited to members in good standing for the current calendar year.
5. Neither voting by mail or proxy voting is permitted.

Article VI ELECTED OFFICERS

1. The elected officers of this chapter shall be President, First Vice President, Second Vice President, Secretary and Treasurer.
2. The term of office shall be one year.
3. Duties of officers shall be as follows:
 - a. The President shall:
 - i. Preside at meetings of the chapter and those of the Board of Directors
 - ii. Shall be a member ex-officio of all committees, with the exception of the nominating committee
 - iii. Shall sign checks in the absence of the treasurer

- iv. Perform such other duties as pertain to the office
 - v. Ensure that all required reports and correspondence are forwarded to the National Society
- b. The First Vice President shall:
 - i. Preside in the absence of the president
 - ii. Assist the president
 - iii. Serve as coordinator of programs
 - c. The Second Vice President shall:
 - i. Serve as coordinator of membership
 - d. The Secretary shall:
 - i. Record minutes of all meetings of the chapter and board of directors
 - ii. These minutes shall be kept in books which are chapter property
 - iii. The minutes shall be a clear and complete record of activities
 - e. The Treasurer shall:
 - i. Receive all monies of the chapter
 - ii. Keep an accurate record of receipts and expenditures
 - iii. Pay all bills upon the approval of the board of directors
 - iv. Present a statement of account at every meeting of the chapter and when requested by the board of directors
 - v. Complete a year end report at the end of the calendar year
 - vi. Send a copy of the year end report to the president to be sent to the National Society with the annual report
- 4. A vacancy in the office of the President shall automatically be filled by the First Vice President for the unexpired term.
 - 5. A vacancy in an office, except that of the President, shall be filled by a Chapter Member in good standing appointed by the Board of Directors for the unexpired term. That appointment shall continue in office until the next scheduled election of Chapter officers.

Article VII APPOINTED OFFICERS and PARLIAMENTARIAN

- 1. Appointed officers of the chapter may be appointed for special duties as deemed necessary by the president, with the approval of the board of directors.
- 2. The president shall appoint the Newsletter editor and the Ways and Means chairman with the approval of the elected officers. Both the Newsletter editor and the Way and Means chairman shall serve on the board of directors with voting privileges.
- 3. The term of office will be one year.
- 4. The number of appointed officers with vote shall not exceed the number of elected officers.
- 5. The president may appoint a parliamentarian who shall attend both board and chapter meetings, but shall not be a voting member of the board.

Article VIII BOARD OF DIRECTORS

1. The board of directors shall consist of the elected officers, Newsletter editor and Ways and Means chairman.
2. The duties of the board of directors shall be:
 - a. To transact necessary business in the intervals between chapter meetings and such other business as may be referred to it by the chapter.
 - b. To submit to the chapter an annual budget for approval.
 - c. To review all unbudgeted expenses and make recommendations to the chapter regarding payment.
3. Meetings of the Board of Directors shall normally be held prior to the regular Chapter meetings. Majority shall constitute a quorum. Special meetings of the Board of Directors may be called by the President upon written request of two members of the Board.

Article IX FINANCES

1. The Board of Directors, upon recommendation of the Treasurer, shall designate all financial institutions which shall be the depository of the Chapter funds.
2. To insure accurate, consistent, and current accounting procedures, a year end audit shall be performed of the Treasurer's records. The Board of Directors will appoint a non-Board member to perform the audit.

Article X COMMITTEES

1. Standing committees may be created as needed to promote the objectives and interests of the Chapter. Chairmen and members shall be appointed by the President, with the approval of the Board of Directors. Each member shall serve a term of one year.
2. Special committees may be created at the discretion of the President, with the approval of the Board of Directors. The duties of any special committees shall be stated upon their appointment, and such committees shall cease to exist when their final report is accepted and adopted.
3. No committee work or monies expended shall be undertaken without approval of the board of directors.

Article XI NOMINATIONS AND ELECTIONS

1. Nominations shall be made in the fall for the coming year.
2. The Nominating Committee composed of not less than 3 nor more than 5 members, shall be appointed by the president with the approval of the Board of Directors.
 - a. The Nominating Committee shall be appointed at least 2 months before the meeting at which elections will be held.
 - b. The Nominating Committee shall prepare a slate for the elections of officers, and shall submit it to the members at least 2 weeks prior to the meeting at which elections will be held, either through the Newsletter or a special mailing.
 - c. There shall be provisions for nominations from the floor for each office at the meeting at which elections are held, provided that prior consent of the nominee has been obtained.
3. Elections shall take place before the close of the calendar year.
 - a. Officers shall be elected prior to the first of the year, and shall take office January 1, and shall hold office until a successor is duly named.

- b. A majority vote is required to elect. If there is more than one candidate for office, voting shall be by written ballot.

Article XII AMENDMENTS

1. Proposed amendments to these by-laws shall be submitted in writing to the President for review by the Board of Directors.
2. Prior to voting upon them, all proposed amendments to the by-laws must be submitted to the National Society for approval.
3. After approval by the National Society, these by-laws may be altered or changed by a 2/3 vote of the members present at the meeting at which a quorum is present, provided that the proposed changes have been presented in writing to the members at least 2 weeks prior to the meeting at which the voting takes place.
4. If at 2 successive meetings, a quorum can not be met, these by-laws can be changed upon written ballot of the members, provided that a majority of the members return the written ballot.

Article XIII PARLIAMENTARY AUTHORITY

1. Roberts Rules of Order, Newly Revised, shall be the parliamentary authority for all matters not in conflict with these by-laws, or those of the National Society.

Article XIV DISSOLUTION

1. In the event of the dissolution of the Chapter, all liabilities and obligations of the Chapter shall be paid, satisfied and discharged, or adequate provision made therefore.
 - a. Any remaining funds as are in the Treasury at the time shall be given to the National Society of Tole and Decorative Painters, Inc. or to the Decorative Arts Collection, Inc. as determined by a majority of the remaining membership.