

Constitution
and
By-Laws
of
Mid-Missouri
Fine Arts Society

Constitution of the Mid-Missouri Fine Arts Society

Article I

An organization shall be formed for those interested in and creating original fine art. The organization accepts the following media for inclusion in shows and exhibitions: painting, sculpture, drawing, ceramics, photography, very fine jewelry, fiber arts, and original artist prints. The name of the Organization shall be the Mid-Missouri Fine Arts Society.

Article II

The duration of the organization shall be indefinite.

Article III

The Board of Directors shall be defined and described in the By-Laws.

Article IV

The purpose of the organization is to promote and contribute to the interest of original fine art and to encourage and promote learning in the visual arts.

Article V

No organization monies shall be distributed to members as a salary. The organization shall be authorized to compensate for services rendered that support its operation. The organization shall not carry on any propaganda or participate in any political campaign on the behalf of any candidate for any public office.

Article VI

Upon the dissolution of the organization, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the organization, dispose of all of the assets of the organization exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purpose.

By-Laws of the Mid-Missouri Fine Arts Society

The official mailing address of the Society will be a post office box in Washington, MO (currently P.O.Box 2043). All mail received will be considered the Society's property.

Article I - Membership

1. **Active Members** – All artists eighteen years or older, who create original works of fine art shall be eligible for membership. These members may exhibit, vote, hold office and participate in all organizational activities. Members shall be active provided they pay their dues annually.

2. **Associate Membership** – All those eighteen years or older who desire to help the Society in its work. Applicants shall be eligible to associate membership upon submission of annual dues.

Associate members may not exhibit, vote on policies of the organization, or hold office, but may participate in all other activities.

3. **Life Membership** – A life member shall be one who has exhibited, has been a constructive and active member for at least ten years. A person may be named by a written petition signed by five members and elected by a standing vote of the membership at the following meeting. Life members may participate in the Society like any other active member of the organization. (As of December 2023, Life Membership has been discontinued. All current Life Memberships will continue to be active.)

Dismissal from Membership – A member can be dismissed from the Society for conduct detrimental to the organization, especially for any willful violation of the by-laws. A member

may be dismissed by unanimous decision of all members of the Board of Directors upon petition of ten active members. The dismissed member may appeal the board's decision after one year by submitting a request to the board.

Article II – Meetings

1. **Regular** – The regular club meeting shall be held at 7:00 p.m. on the third Monday of the following months: January, February, March, April, May, September, October, and November. December club business shall be conducted during the annual Christmas party. Members will be notified at least seven days in advance as to time and place of meeting.
2. **Board**- The Board will determine times and locations of monthly meetings.
3. **Special** – A special meeting of the members of the Society may be called at any time by the Board on its own motion by the President. The notice shall be sent at least seven days in advance.
4. **Quorum** – 25% of active members shall be required at all regular club meetings to constitute a quorum.
5. **Dismissal from Meeting** – It shall be the duty of the President or the presiding officer to request the dismissal from the meeting of any member who willfully disrupts the conduct of business.

Article III – Order of Business

The order of business at regular meetings shall be:

1. Welcome guests.
2. The President welcomes new members into the society.
3. Read unapproved minutes of previous meeting.
4. Read correspondence.

5. Treasurer's report.
6. Reports of officers.
7. Reports of committees.
8. Old business.
9. New Business.
10. Adjournment.
11. Recess.
12. Program.

Article IV – Officers

1. **Elected Officers** shall consist of:

President

Vice-President

Recording Secretary

Corresponding Secretary

Treasurer

2. **Election of Officers:** - The election of officers shall take place at the November regular meeting. The President shall appoint a Nominating Committee, which shall submit names of nominees for the various offices, at the October meeting and shall present the nominees at the November meeting. Additional nominations may be made from the floor at the November meeting.

3. **Eligibility of Officers** -

- a. Any member of the Society shall be eligible for nomination of any office in the Society except the office of President

- b. A member shall be eligible for the office of President if he or she shall have served an entire term in one of the other elected offices.

- c. A candidate to any office shall be eligible after he or she has been a member of the Society for at least one full year.

d. The term of office shall not exceed more than two consecutive years.

e. Vacancies shall be filled by new elections to the vacant office.

4. **Duties of officers and volunteer positions**

a. **President** – shall be the principal officer of the Society and preside at all meetings of the society, advise on all of the bills, be member ex-officio of all committees and call the regular board meetings and special meetings. The president is charged with responsibility to oversee the Society's expenditures.

b. **Vice-President** – shall, in the absence of the President, assume the duties of that office. The Vice-President shall welcome new members and provide them with membership information, exhibition and show rules, and the current membership list.

c. **Recording Secretary** – shall keep the minutes of all meetings and read the unapproved minutes at the following club meeting.

d. **Corresponding Secretary** – shall send the monthly newsletter via email to all members at least seven days in advance of regular meetings, special meetings and exhibitions. The Corresponding Secretary shall inform all members of upcoming show dates, rules and regulations. The Corresponding Secretary shall email any other appropriate correspondence after discussion with the Board.

e. **Treasurer** – shall collect all fees and dues, pay bills for services rendered and make deposits. The Treasurer shall keep all accounts of receipts and disbursements and shall submit a detailed monthly report of activities. The Treasurer shall invest surplus by approval of the Board of Directors. The Treasurer shall prepare and file any reports which the government may require. The Treasurer shall collect mail regularly from the Society's mail box. The Treasurer shall

keep the membership list current and make it available to other members.

f. **Historian** – shall keep the history of the Society.

Article V – Board of Directors

Board of Directors – shall consist of the President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer. Any past officers are welcome to attend Board meetings.

a. **Duties** – The board shall direct the policies and affairs of the Society, subject to the approval of the membership.

b. **Meetings** – The board shall meet monthly.

Article VI – Dues

1. **Active Membership** – The dues for active members shall be \$25 per year and should be paid in January. New members may pay the first year prorated at \$2.00 per month.

2. **Associate Membership** – The dues for associate members shall be \$12.50 per year and should be paid in January.

Article VII – Finances

1. **The Budget** – The Budget Committee shall consist of the current President, the Treasurer and one other member. The Budget Committee should prepare a realistic budget and present it to the new president at the January meeting. The budget must be accepted by a majority vote of the members present.

2. **Reserve Working Capital** – In addition to monies specified in the budget, a reserve shall be invested in savings passbook. Expenses can only exceed the budget by a two-thirds majority vote of the members present at a regular meeting.

Article VIII – Exhibitions

Annual Membership Show, Bi-Monthly Shows and Special Exhibitions– to be held at the discretion of the active membership.

1. Who May Exhibit

Active members whose dues have been paid three months prior to the show may exhibit.

2. Rules for Exhibition

a. Exhibitors may enter original fine artwork using accepted media listed in article 1 of the Constitution.

b. All two-dimensional works must be framed or gallery wrapped and wired. Saw-tooth hangers are unstable and not allowed.

c. No work may be withdrawn until the end of the exhibition, except by permission of the show committee chairperson.

d. The show committee alone has the power to enforce rules of exhibition.

e. Restrictions regarding eligibility of work shall be determined by the Society and may vary from show to show.

f. A copy of the rules and regulations must be available to every member of the society.

3. Sales and Responsibility

- a. Exhibitors are advised to enter reasonable but fixed prices.
- b. The Society will not be responsible for loss or damage of any kind to entries. Risk is the responsibility of the owner.

4. Prizes

Fixed expenses of a show such as judging fees and ribbons shall be included in the annual budget. Prize money shall be determined and limited to the money collected from entry fees.

Article IX – Committees

The President shall have power to create committees and recruit volunteers. Each committee shall consist of three or more members, one of whom shall be the chair. Committee chairs may be asked to attend board meetings. Committee reports shall be presented for discussion at regular monthly meetings. Decisions of committees will stand unless an opposing motion is made, voted on, and passed by a majority vote of the membership. The committees shall be as follows:

Publicity Committee – shall promote, with the help of the President, all forms of publicity with newspapers, posters, and Social Media.

Exhibition and Art Show Committees – shall organize exhibitions and art shows.

Display Committee – shall arrange and hang the works presented in the Annual Membership Show.

Nominating Committee – shall be responsible for the slate of suggested nominees for the various offices provided for in Article IV-1

Fundraising Committee – to raise money for the Society's financial needs.

Budget Committee – shall consist of the current President, the Treasurer and one other member. The Budget Committee should prepare a realistic budget and present it to the new president at the January meeting. The budget must be accepted by a majority vote of the members present.

Amendment Committee – shall consist of a minimum of five members to propose changes to the Constitution and By-Laws.

Article X – Amendments

The Constitution and By-Laws may be amended by two-thirds vote of the members present at any meeting. Such proposed amendment shall have first been submitted in writing to the Board by at least five members. The petition shall be read at the next subsequent meeting of the Society, and be passed by a two-thirds majority vote by secret ballot at the next meeting following the final reading of such proposed amendments.

Article XI – Revisions

1. Revisions and reprinting of this Constitution and By-Laws shall be considered every four years.

Article XII – Rules of Order

Roberts Rules of Order shall be observed at all meetings.

Adopted December 2023

Revised January 1994, May 2006, April 2010, 2023, January 2024