

BY-LAWS OF THE GUILD OF BEVERLY ARTISTS
Revised 2001.

ARTICLE I. Name

This organization shall be called GUILD OF BEVERLY ARTISTS, INCORPORATED.

ARTICLE II. Purposes

The purposes of this organization are: (1) to bring together at frequent intervals those who are interested in art; (2) to further the knowledge of its members and the public in the various forms of art, and (3) to encourage the study of the various forms of art for the greater enjoyment and appreciation of life. (These purposes are as stated in the Agreement of Association, the Articles of Organization or any amendment thereof.)

ARTICLE III. Membership

Section 1. Persons residing in the towns listed below, who are interested in upholding the purposes of the organization, shall be eligible for membership. Beverly, Boxford, Danvers, Essex, Gloucester, Hamilton, Ipswich, Magnolia, Manchester, Peabody, Salem, Topsfield, Wenham.

Other persons may be eligible for membership at the discretion of the executive board. Example: A prior resident of one of the above towns and a member in good standing at the time of the move.

Section 2. The Executive Board shall consider all applications for membership, and shall accept or reject such applications in the light of the purposes of the Guild.

Section 3. Members shall be classified as Exhibiting and Non-Exhibiting Members.

- a) Applications for membership must be made on a form approved by the Executive Board and signed by one member in good standing of the Guild. Applications must be submitted, together with appropriate dues, to the Membership Chairman who shall present the applications at any meeting of the Executive Board. Acceptance or rejection shall be communicated to the applicant by the Membership Chairman. If accepted, notification shall be accompanied by a membership card and a copy of the current gba by-laws.
- b) Non-Exhibiting membership will be granted to those whose application is accepted by the Executive Board
Non-Exhibiting members may attend all general meetings, have voting privileges, be elected as officers and enter their work at the Homecoming and Christmas Fairs.
- c) Exhibiting membership status shall be determined by the acceptance of at least one original work out of a minimum of two works submitted in the same category at a time immediately prior to the annual Spring Show at a time to be determined by the Board of Directors. The jury shall consist of the Executive Board, which at the discretion of the board may also include up to a maximum of three non-board members of the Guild. Works shall have been rendered within the past

year. Once achieved, Exhibiting Member status shall remain so long as the member remains in good standing. Exhibiting members may exhibit in the Spring and Autumn juried shows only in categories in which the member has been accepted as determined by the Jury. Exhibiting categories shall be as follows: Crafts, Painting, Graphic Arts, Photography, Sculpture. Exhibiting Members retain all the privileges specified for Non Exhibiting status in section 3b and may also exhibit in gba sponsored places.

ARTICLE IV. Executive Board

Section 1. The Executive Board shall consist of the following officers who shall have the powers of Directors: President, Vice President, Treasurer, Membership Chairman, Secretary; and shall include up to four additional Directors and the Past President. (In accordance with Article VI. Section 2)

Section 2. The Executive Board shall manage the affairs of the Guild, shall hold meeting at the time and places convenient to its members, (see also section VII) and shall fill vacancies occurring in the membership of the Executive Board except when such vacancies exist on the date of the Annual Meeting of the Guild.

Section 3. The Executive Board shall consider applications for membership in the Guild in accordance with the terms of Article III.

Section 4. At meetings of the Executive Board, the participation of the President and four other members shall constitute a quorum.

Section 5. Decisions of the Executive Board shall be made by majority of those present except that if the decision involves the expenditure of more than three hundred dollars (\$300.00), assent must be given by five members of the Executive Board present and voting.

ARTICLE V. Officers

Section 1. The officers of the Guild shall be President, Vice President, Membership Chairman and Secretary, who shall be elected annually at the May Meeting of the membership of the Guild by and from the membership and shall have the powers of Directors.

Section 2. The President shall preside at all meetings of the Guild and of the Executive Board, shall be a co-signer on all contracts of the Guild, and shall countersign all checks of the Guild for amounts over three hundred dollars (\$300.00). In the event of incapacity of the Treasurer, the President is empowered to sign checks.

Section 3. The Vice President or Executive Board Member appointed by the President shall preside at meetings of the Executive Board and at Guild meetings when the President is not present, and in case of resignation or incapacity of the President, the Vice President shall succeed to the Presidency with all its powers and if both the President and the Vice President shall have resigned or become incapacitated, then a special election shall be held and the general membership shall select a President from among the Executive Board.

Section 4. The Treasurer shall receive, hold and pay out all moneys as directed by the Executive Board, shall send out bills, shall make report of assets and liabilities, receipts and expenditures at all meetings of the Guild and Executive Board, unless such reports are waived by the members present, shall countersign all checks over three hundred dollars (\$300.00) and all contracts in the name of the Guild, shall present at the Annual Meeting of the Guild a Financial Statement of assets and liabilities and an income statement for the term of his or her office, which has been audited at the request of the president and so certified by an auditor appointed by the Executive Board. All moneys drawn from the capital fund will be co-signed by Treasurer and President.

Section 5. The Membership Chairman shall receive and process all applications for membership, collect all dues, maintain membership lists, provide Membership Cards send out copies of the by-laws to new members, notifications, and bills, and turn over all moneys collected to the Treasurer.

Section 6. The Secretary shall take minutes at all meetings of the Executive Board of the Guild and shall read the report of the previous meeting at each succeeding meeting unless such report is waived. The Secretary shall see that all members of the Board are notified in writing and by mail of all meetings and shall conduct all other correspondence at the direction of the Executive Board. Motions approved by the Executive Board shall be made known to the membership at large by publishing them in the Media and by a report at the following Guild meeting .

ARTICLE VI. Directors

Section 1. Directors shall be chosen from the membership of the Guild and shall hold office for two years having their terms so arranged that two Directors are elected each year. A Director is responsible for attending all meetings of the Executive Board and for voting on all business and concerns brought before that body, and shall assume such duties as assigned to him/her by the President.

Section 2. The retiring President of the Guild shall automatically become a director for one year succeeding his/her term as President.

ARTICLE VII. Meetings

Section 1. Regular meeting of the Guild shall be held monthly on the second Thursday of each month, unless by vote of the membership present at the regular meeting of the preceding month it is deemed expedient to change the date of the next meeting.

Section 2. Special meetings of the Guild may be called by the President with the approval of the Executive Board or by the President at the written request of ten (10) members of the Guild whose signatures are affixed thereto.

Section 3. Meetings of the Executive Board shall be called at the discretion of the President or shall be called by the President at the written request of ten (10) members of the Guild whose signatures are affixed thereto.

Section 4. The Annual Meeting for the election of Officers and Directors shall be held on the second Thursday in May, unless by vote of the Executive Board it is deemed expedient to change the date of the meeting.

Section 5. Any person may be invited to attend an Executive Board meeting at the discretion of the President or by a vote of the majority of the Executive Board.

Section 6. Any members of the Guild may attend any meeting of the Executive Board by notifying the President of his/her intention at least three days in advance of the meeting.

ARTICLE VIII. Dues

Section 1. The amount of dues payable for each succeeding year shall be recommended by the Executive Board. This will be announced in the Media and discussed and voted upon by the membership at the meeting, except when there is no change.

A Notice that annual dues are payable for the forthcoming fiscal year, June 1 to May 31, shall be sent to active members in May. Dues are payable to the Membership Chairman on or before the September meeting.

Section 2. Those who have not paid dues by the September meeting shall be dropped from the rolls with loss of all privileges: this includes loss of exhibiting at all gba sponsored events and will require payment of a guest fee at gba meetings.

Section 3. New members may join the Guild at any time during the fiscal year upon approval of the Executive Board. They are subject to the full amount of appropriate dues payable that year.

ARTICLE IX. Nominations and Elections

Section 1. The Nominating Committee shall be made up of at least five members of the Guild. It shall consist of those Directors and Officers who are rotating off the Executive Board plus additional persons elected from membership. The President shall nominate one person to be Chairperson.

Section 2. At least ten (10) days before the May Meeting of the Guild, the Chairperson shall deliver to the Secretary a list of its nominations for officers, directors and nominating committee.

Section 3. The Secretary shall include in the notice of the May Meeting a list of the nominations submitted by the Nominating Committee.

Section 4. Further nominations may be made from the floor at the May Meeting of the Guild.

Section 5. No member shall be eligible to the office of President who has not previously served on the Executive Board for one year.

Section 6. No member shall be eligible to any elective office who has been a member less than one full year.

Section 7. No member may serve in the same capacity to which he has been elected for more than two consecutive years except the Treasurer.

Section 8. A minimum of one Officer or Director shall be from among the Exhibiting Members.

Section 9, If the slate of officers consists of a single nominee for each office and there is a unanimous vote of the members present at the May meeting, the Secretary may be authorized to cast one ballot for the complete slate. In the event of more than one nominee for an office election shall be by written ballot and by a majority of votes cast, (ie.more than 50%.)

Section 10. The fiscal and executive year shall be from June 1st to May 31st.

ARTICLE X. Jury and Other Committees

Section 1. With the approval of the Executive Board, the Chairman of the show may appoint a Jury, consisting of three recognized, practicing and exhibiting non-member artists to judge the work of applicants for exhibiting membership and the Annual Exhibit. The decision of the Jury shall be communicated in the next Media.

Section 2. The President shall appoint other committees as needed with the approval of the Executive Board.

ARTICLE XI. Amendments

Section 1. The By-Laws may be amended at any regularly scheduled meeting of the Guild by a two-thirds vote of those members present and voting, provided that notice of the proposed amendment shall have been presented for consideration at a previously scheduled meeting and shall have been mailed to every member in good standing at least ten days prior to the meeting at which the vote on the amendment is to be taken.

ARTICLE XII. Quorum

One-fifth of the membership of the Guild in good standing shall constitute a quorum of the Guild.

ARTICLE XIII. Voting

Non-exhibiting Members and Exhibiting Members shall each be entitled to one vote.

ARTICLE XIV. Parliamentary Procedure

On all matters of procedure not otherwise provided in these By-Laws or otherwise restricted by law, procedure shall be governed by Robert's Ruled of Order, Revised.

ARTICLE XV. Dissolution of the Guild

In the eventuality of the dissolution of the Guild of Beverly Artists, all assets of the Association will be given to the Beverly Public Library for the furtherance of art.