

Athens Local Professional Artists and Craftsmen Association
(ALPACA)
ATHENS, OHIO
BY-LAWS

ARTICLE I - NAME

The legal name of this organization shall be Athens Area Arts Alliance AKA Athens Local Professional Artists and Craftsmen Association (ALPACA) we are doing business as Athens Art Guild. Will be referred to in this document as the Athens Art Guild, herein referred to as AAG (Athens Art Guild)

ARTICLE II - MISSION

Our mission is to promote the visual arts in Athens and contiguous Appalachian counties through networking, professional development, educational opportunities, and community art events.

ARTICLE III - MEMBERSHIP

Section 1 - Qualification

Membership shall be open to any individual visual artist and craftsman in the Athens and contiguous counties

Membership may be retained as long as the member continues to meet all qualifications. All applications for membership or renewal are subject to annual review.

If membership has lapsed for one year or more, new membership application will be required.

Section 2 - Levels Of Membership

Section 2.A

Selling Members must be juried and meet the following criteria in order to take part in AAG vending opportunities.

Guidelines for vending include, but are not limited to:

1. Original work by artist/craftsperson in their shop or studio
2. No kit work, purchased for resale items, or imports
3. Simple assembly of purchased components is not acceptable
4. Originality, creativity and design is obvious in finished work
5. It is expected of all members that they will serve on at least one committee

Artist/Craftsperson must have and show proof of Ohio transient vendor's license and proof of insurance to be put on AAG approved vendors list and/or participate in AAG sanctioned vending opportunities.

Once juried, only items in the mediums that have been juried can be presented for sale at any of our sanctioned events.

The jury process can be repeated as needed and if any member adds to or changes their medium.

Section 2.B Supporting Members

Supporting membership is open to any individual regardless of where they reside who wishes to financially support the Athens Art Guild.

1. Socials and community events
2. Receive newsletter
3. Discount (20%) at The Community Makerspace

Section 2.C Associate Members

Associate Membership is dedicated to artist/craftspeople who have been selling members for at least three (3) years and have moved out of the area. Associate members do NOT have voting rights and are not eligible for Board positions.

Section 3 - Dues

Members shall be obligated to pay dues annually, in advance, in an amount to be determined by a committee of the membership. Dues are based on per business.

Each paid member is afforded one vote. If there is a business with more than one person but only one paid membership, that business receives one vote.

Section 4 - Voting

At any meeting of the general membership, any member present may cast one (1) vote.

Majority votes wins. In the event of a tie vote, a board secret ballot may be used to break the tie.

ARTICLE IV - Executive Board

Section 1 - Number and Election

The number of Executive members of the Board shall consist of President, Vice President, Treasurer, Secretary and a minimum of one (1) and maximum of three (3) trustees Board members are elected by the membership at large to serve for terms of 2 years.

Section 2 - Nomination

Nominations will be collected via digital form sent to all current members in good standing. The nomination form will be available for a minimum of seven (7) days. Any nominee shall be eligible for election providing they agree to serve.

Section 3 - Election

Elections will be held via digital form sent to all current members in good standing. Voting will be available for no less than seven (7) days. At the end of the election period the new officers will be announced.

Section 4 - Vacancies of Executives

Vacancies for unexpired terms of elected Executives shall be filled through an election open to the member following a normal election process.

Section 5 - Removal

Executives may be removed from office for just cause by two thirds (2/3) vote of the Board of Executives.

Section 6 - Executive Committee of the Chairperson role and responsibilities

The Executive Board may delegate to a Committee chair the authority to conduct business on behalf of the Athens Art Guild, subject to supervision and review. The chairperson is expected to provide updates to the board monthly and cc all committee communications

Section 7 - Responsibilities

The Board of Executives shall be responsible for: fulfilling the mission statement, financial administration, policy development, supervision of the affairs of the organization, its committees and other duties as it deems appropriate. Executives shall be required to attend at least nine (9) of the monthly meetings and all quarterly Board meetings of the Board.

Section 8 - Remuneration

All Trustees of the Board serve as volunteers. No Trustees of the Board shall be paid.

ARTICLE V - MEETINGS

Section 1 - Regular Meetings

The time and place for membership meetings shall be determined by the Board at the beginning of each fiscal year (January to December).

Section 2 - Committee Meetings

Committee meetings may be called at the discretion of the president or by majority of the Executives. Notice of special meetings shall state the purpose for which the meeting is called, only the purpose stated will be conducted during the meeting . Notice for special meetings may be given by email, mail and/or telephone.

Section 4 - Quorum

A simple majority of the Executives present shall constitute a quorum for a meeting of the Executives. The affirmative vote of a majority of the Executives present shall be necessary for the authorization of action by the Executives.

Section 5- Procedures

At all meetings, "Robert's Rules of Order, Newly Revised" will be used as a procedural guide.

ARTICLE VI- OFFICERS

Section 1- Elected Officers

The officers of the council shall be elected by a majority of responses from the membership at large.

Section 2-Nomination and Election

Nominations will be collected via digital form sent to all current members in good standing. The nomination form will be available for a minimum of seven (7) days. Any nominee shall be eligible for election providing they agree to serve (article II section 2)

Section 3 -Terms of Office

In addition to Article II, Section 3, all members of the Executive Board shall be elected for a term of two (2) years, alternating so that Elections fall: President and Secretary and one trustee on odd years and Vice President, Treasurer and 2 trustees on even years.

Section 4- Vacancies

Vacancies for unexpired terms of office shall be filled as follows: If the president position is vacated, the Vice President automatically fills the President office. The other offices shall be filled through election of general membership.

Section 5 - Duties and Powers

1. The President shall be the chief executive officer of the organization, shall exercise supervision over the business of the organization and shall have, among such additional powers as the membership shall assign, the power and authority to create committees and sign all deeds, mortgages, bonds, contracts, notes and other instruments requiring the signature of the President of the organization.
2. The Vice President in the absence of the President shall perform the duties of the President and when so acting shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties and have such other powers as the membership may assign.
3. The Secretary shall keep minutes of all the proceedings of the Board and shall make proper record of the same; shall sign all deeds, mortgages, bonds, contracts, notes and other instruments requiring the signature of the secretary of the organizations; shall keep any such records as may be required by the board or the president; and shall perform such other duties as may be assigned by the Board or the President.
4. The Treasurer shall be the chief fiscal officer of the organization; shall keep an accurate account of the finances and business of the organization; shall sign all deeds mortgages, bonds, contracts, notes and other instruments requiring the signature of the Treasurer of the organization; and shall perform such other duties as may be assigned by the Board or the President.

Section 6- Past Presidents

The immediate Past President may be invited to serve ex-officio for an additional term without voting privileges.

Article VII- COMMITTEES

Refer to article IV Section six (6). Additionally, committee chairs and member will be comprised of members in good standing who volunteer in areas of their interest. The Executive Board shall appoint all standing and special committees of the Council and their Chairs. Specific duties of the standing committees shall be established by the Board. A majority of the members of each committee shall constitute the quorum necessary for conducting the business of the committee.

ARTICLE VIII- FINANCES

Section 1-Fiscal Year

The fiscal year of the Council shall begin on the first day of January and end on the last day of December of each calendar year.

Section 2- Dues

The expected timeline for sending out membership dues will be at the beginning of the fiscal year. With payment expected within thirty (30) days. Delinquent members shall be notified by the Treasurer and unless dues are paid by the annual meeting date of that year, delinquent members will be dropped from the membership. Dues shall be paid annually.

A non-paying member will need to reapply after three (3) years and may be asked to go through the jury process.

Section 3 Financial Accounts

The Treasurer shall keep a record of all monies received for the Council from all sources and shall keep vouchers and supporting documents indicating the amount and nature of all expenditures. The monies of the organization shall be deposited in a timely manner and all payments shall be made in its name. The accounts of the organization shall be reviewed annually by the board.

Section 4- Financial Reports

A financial report shall be made to the Board of Trustees by the Treasurer at each regular meeting. An annual report shall be made available to the membership.

ARTICLE IX-AMENDMENT

These By-laws may be amended by a majority vote of those delegates responding via digital form. The proposed amendments will be sent out to all members in good standing thirty (30) days prior to voting. Voting will be available for no less than seven (7) days.

ARTICLE X- DISSOLUTION

In case of liquidation or dissolution of the Athens Art Guild, the last Board members shall cause all property and assets of the AAG of every kind and nature to be assigned transferred and conveyed to such organization or organizations duly qualified as the Board shall fail, neglect or refuse to do so, all of said property and assets of the organizations shall pass to and become the property of Athens County to be used by Athens County Art Agency.