



Amended Constitution and By-Laws - November 1992

Article I - Name

The name of this Organization shall be the WEST SUBURBAN ARTISTS GUILD. Organized and chartered in 1928, as the Maywood Arts Club, a non-for-profit organization, incorporated November 21st, 1958. Name changed to WEST SUBURBAN ARTISTS GUILD on March 17th, 1961.

Article II - Object

The object of this Guild shall be:

- (1) The assistance and encouragement of artists in the expression of their ideas.
- (2) The development of greater knowledge and appreciation of Art in the Western Suburbs.
- (3) The promotion of Art Scholarship Awards.

Article III - Membership and Dues

Section 1: There shall be three classes of Membership: Associate, Exhibiting and Honorary Life. Application for membership must be approved by majority vote of the Board of Directors. All dues are stipulated in the standing rules.

Section 2: Persons desiring membership in the Guild must first join as an Associate member. Upon payment of dues, members are entitled to all benefits and privileges of the Guild except Exhibiting.

Section 3: An Associate member may become an Exhibiting member after submitting three pieces of original work to be juried by the jury committee schedule. Upon payment of dues, members are entitled to all benefits and privileges of the Guild. Exhibiting status may require an extra fee.

Section 4: Honorary Life Membership: Honorary Life Membership may be conferred by unanimous vote by the Board of Directors for exceptional service to the Guild. Membership is to be in accordance with former classification. Honorary Life Membership requires no dues and they are entitled to all the benefits and privileges of the Guild.

Section 5: Dues Payable: The fiscal year of the Guild shall begin on September 1 and end on August 31. Dues shall be payable in September. No members shall exhibit in Guild sponsored events unless current dues are paid. Failure to pay annual dues after a 2nd notice from the Membership Chairman shall forfeit membership.

Section 6: Guests: Guests may be admitted to all program meetings unless otherwise decided by the Board.

Article IV - Board of Directors

Section 1: The Board shall consist of all elected Officers, namely;(1) President, (2) First Vice-President, (3) Second Vice-President, (4) Third Vice President, (5) Recording Secretary, (6) Treasurer, (7) Corresponding Secretary, and (8) Six Directors, and the immediate past president - totaling 14.

Article V - Duties of Officers

Section 1: The President shall preside at all meetings of the Guild; shall appoint the Chairmen of Standing Committees and Special Committees and fill all vacancies thereof; shall discharge such other duties as pertain to the Office; shall oversee the Guild Bulletin (Newsletter Committee); shall be ex-officio member of all committees except the Nominating Committee. Upon expiration of term of office the President may become ex-officio director with all rights and privileges of other directors for a period of two years. The President is authorized to co-sign checks as authorized by the Board.

Section 2: The First Vice-President shall preside in the absence of the President and shall assume the duties of Chairman of the Program Committee. The First Vice-President shall be authorized to co-sign checks as authorized by the Board.

Section 3: The Second and Third Vice-President may preside in the absence of the President or First Vice-President. They are also assistants to the President and may be appointed Chairmen of active committees.

Section 4: The Recording Secretary shall keep the minutes of all board meetings and submit copies to the board. A roll call for Board Meetings shall be maintained. The secretary and/or scribe will keep another book in which the constitution, by-laws, rules of order and standing rules should be written, leaving every other page blank and whenever an amendment is made to them it should be recorded on the page opposite to the article amended.

Section 5: The Treasurer shall collect, disburse, and account for all finances of the organization and the correspondence involved. The Treasurer shall make financial reports readily available and deposit all monies in the name of the West Suburban Artists Guild in a bank approved by the Executive Board. Records and ledgers shall be reviewed biennially by the Auditing Committee. The Treasurer shall be authorized to sign orders on the Treasury and/or checks upon the funds authorized by the Board.

Section 6: The Corresponding Secretary shall conduct all correspondence with Board approval and keep copies on file (except those pertaining to dues); shall read, evaluate and sort all correspondence; shall notify the board members of all board meetings. Copies of all correspondence within the Guild shall be given to the Corresponding Secretary.

Article VI - Duties of the Board of Directors

Section 1: The Board shall have sole authority to conduct the business of the Guild.

Section 2: The Board shall have the power to fill any vacancies that might oc-

cur in the Board by a majority vote at any regular or special board meeting. The Member so elected shall be sworn in and immediately hold office until the next election.

Section 3: Each Member of the Board shall be present at all meetings of the Board. If a board member cannot attend, then the President should be notified. After two absences without due reason, the Board may, in its judgement, replace the delinquent member.

Article VII - Meetings

Section 1: There shall be at least one Board meeting each month of the Guild's Schedule. Schedule of program meetings are determined by the Board. All Board meetings are open to the entire membership. Yearly reports by Committee chairmen shall be due at the last Board meeting and shall submit two copies of their reports, one for the President's Book and one for the Recording Secretary's Book.

Section 2: Special Meetings may be called by the order of the President or at the request of two or more Members of the Board at any time, provided a notice of the time, place, and purpose of the meeting is given each Member of the Board.

Article VIII - Quorum

Section 1: One-third of the Board shall constitute a quorum for transaction of the business of the Guild.

Article IX: Nominations and Elections

Section 1: In February the President shall appoint a Nominating Committee, consisting of a Chairman and at least 2 members in good standing. They will present a slate to the Board for approval at the March Board Meeting.

April -Regular Meeting: The Nominating Chairman shall present the slate approved by the Board to the Members. This slate is to be published in the Guild Newsletter and sent to each voting member of the Guild.

May -Regular Meeting: Elections shall be held by secret ballot by a majority vote, or by acclamation if unopposed. Nominations shall be opened from the floor. A term of office shall be for two years. Offices may be held no more than two terms consecutively. Installation will be held at the June regular meeting and duties of the new officers will be assumed at the June board meeting. It is the obligation and duty of each out-going officer and director to turn over all books and material pertaining to the Guild to the incoming replacement.

Section 2: The President, Second Vice-President, Corresponding Secretary and three Directors shall be elected on the even years. The First Vice-President, Third Vice-President, Recording Secretary, Treasurer and three Directors shall be elected in the odd years of the calendar.

Article X - Committees

Section 1: Standing Committees: Program, Exhibition, Social, Publicity, Historical, Membership, Auditing and Budget, Ways and Means, Screening (Artist Jury), Scholarship, Liaison, Courtesy and Hospitality. There shall also be delegates to other organizations of interest to, and approved by, the Board. Chairmen shall have the privilege of choosing their own Committee Members; additional chairmen may be appointed as the President or Board deems necessary.

Section 2: All Standing Committee Chairmen shall be appointed by the President for the term of 2 years. Committee descriptions are defined in the Standing Rules.

Article XI - Parliamentary Authority

All questions of parliamentary procedure not provided for in this Constitution and By-Laws shall be decided by Robert's Rules of Order.

Article XII - Order of Business

The order of business at Guild Board Meetings shall be:

1. Roll Call (may be silent)
2. Minutes of Previous Meeting
3. Treasurer's Report
4. Communication and Announcements
5. Reports of Standing Committees
6. Reports of Special Committees
7. Unfinished Business
8. New Business
9. Adjournment

Article XIII - Constitutional Changes

Any section or part of any section of this Constitution can be omitted, changed, or a new section added by a 2/3rd vote at any regular meeting of the attending membership, provided the proposed change shall have been recommended by a majority vote at the last previous Board Meeting, and the Membership shall have received written notice of the proposal.

Article XIV - Disposition of Funds

The Guild shall try to keep a balance in a "Contingency Fund." The interest of this account may be used to subsidize the General Fund. In addition, a maximum of \$1000 of the principal may be withdrawn if needed during each fiscal year.

Article XV - Dissolution

Section 1: Liquidation - If at any time there should be a dissolution of the West Suburban Artist Guild all outstanding liabilities shall be paid. The remaining assets will be awarded under the organization's name to further the object of the Guild. (See Article II) The Board shall call a meeting for the dissolution of the Guild in which a majority vote of those present will dissolve the guild and disburse the assets. All members must be notified in writing at least 1 month prior to said meeting.