



REVISION OF CCAG BYLAWS
Clark County Artists Guild Bylaws

April 17, 2018

Date of Last Update: 04/05/2018

ARTICLE I **NAME**

The name of this not-for-profit organization, in accordance with the articles of incorporation, filed in the state of Nevada, shall be Clark County Artists Guild, herein referred to as "CCAG". The headquarters shall be in the County of Clark, Nevada.

ARTICLE II **PURPOSE**

CCAG was formed to foster support for the visual arts through exhibition and art education, to promote public art and offer and encourage artistic opportunities to members and non-members, including seniors and children.

ARTICLE III **FISCAL YEAR DECLARATION**

The fiscal year shall be July 1st to June 30th, as noted in the Articles of Incorporation in the State of Nevada and in the registration of exempt status from Federal income tax under section 501(c) (3) of the Internal Revenue Code of 1986, as amended.

ARTICLE IV **MEMBERSHIP**

Section 1 **Membership Categories** - There shall be four (4) categories of membership: Artist, Associate, Honorary and Lifetime Member. Members must be 18 years of age or older.

Section 2 **Artist Member**- An individual who is actively engaged in creating or exhibiting artwork is eligible for Artist Membership.

Section 3 **Associate Member**-An individual, business or corporation who is not actively engaged in creating visual art but desires to support the purposes of CCAG. Approval shall be granted upon receipt of written application and payment of annual dues. Associate members

cannot vote or hold office, but can be appointed by the Board of Directors to serve on committees or perform associated duties as instructed by the Board.

Section 4 **Honorary Member:** An individual, business or corporation that has consistently given excellent service to CCAG. The proposed Honorary Member may be sponsored by any member at a general members meeting for consideration. Approval shall be granted by a majority vote of the Board of Directors. Honorary Members are not entitled to vote, hold office or pay annual dues. Honorary Members may serve on committees or be appointed specific duties as instructed by the Board.

Section 5 **Lifetime Member** -this highly prestigious membership shall be awarded to an artist member who has demonstrated outstanding contributions to the success and welfare of CCAG. The Board shall award this coveted status by a unanimous vote. A lifetime member retains full voting privileges, may hold office and is exempt from future dues.

SECTION 6 **Dues** – Artist and Associate dues are determined by the Board. The initial membership dues are paid on a prorated basis along with the application. Thereafter, annual dues are payable on July 1st each year. If a majority of the members reject in writing the amount of dues set by the Board, the Board shall call a duly noticed special meeting to present to the members an adjusted annual dues amount until the Board and Membership agree, by the majority vote of those present.

Section 7 **Application Fee** – Set by the Board for new membership or reinstatement.

Section 8 **Delinquencies** – Members who do not pay annual dues by August 1st become delinquent and are not in good standing and subject to removal from the active roster list. Delinquent members forfeit all rights and privileges offered through membership. To reinstate membership, the delinquent member must pay the annual dues and reapply for membership by filling out and returning to the Treasurer an application for membership.

Section 9 **REVOCATION OF MEMBERSHIP** - The Board shall have the authority to revoke a membership for any member whose public conduct is deemed to be detrimental to the welfare or purpose of CCAG. Revocation will be considered after a written report is provided to the member. The report may be challenged within (5) days with a written response to the Board. Based on this information the Board will vote on revocation. Membership may be revoked only by a majority vote of the Board.

ARTICLE V

BOARD OF DIRECTORS

Section 1 **Representative Authority and Responsibility** -The board shall manage the organization in a manner consistent with its purpose and shall have full authority to engage in the business aspects, decision making and guidance of the corporation. The board has authority to manage the finances of the organization, including operational expenditures and fundraising activity.

Section 2 **Election** -The Board of Directors shall consist of seven (7) Artist members elected by a quorum of the membership and shall also serve as officers of the corporation. The officers of the corporation are elected by the Board Members in an Organizational Meeting after the Annual Election.

Section 3 **Qualifications** – candidate for board must be a member in good standing.

Section 3 **Organizational Meeting** – Following the annual election, an organizational meeting of the new board will be held to determine by vote among themselves which office they wish to hold. This meeting shall occur no later than 10 days after the annual election and the results shall be announced to the general membership.

SECTION 4 **Officers** - Position of office include: President, Vice President, Treasurer, Secretary, Director One, Director Two and Director Three.

Section 4 **Term** - Board Members serve for a one-year term, beginning on the first day of the fiscal year.

Section 5 **Vacancy** – Board Members having three (3) unexcused absences during their term shall be deemed to have tendered his/her resignation from the Board and a vacancy shall be declared. A vacancy on the Board shall be filled by the Board for the remainder of the term.

Section 6 **Removal** – Removal of a Board Member shall be done by a quorum of the members at a special meeting called and notified for that purpose.

Section 7 **Meetings & Quorum** - shall be held monthly, optionally during the month of December. A notice to the Board of the meeting dates and times shall be communicated to the board members. A board quorum is required to conduct business.

Section 8 **Meeting Environment**—board meetings are usually held with members present at a meeting location. Meetings can be held by teleconference, phone or other technological means, provided the communication is clear and effective and in accordance with Nevada Law. Participating in a meeting pursuant to this subsection constitutes presence in person at the meeting.

Section 9 Authorization of Expenditures – Regular expenses and reoccurring expenses less than one hundred dollars (\$100) may be made from the CCAG bank account by the treasurer. Any expense exceeding one hundred dollars (\$100) must first be approved by the President or a majority of the Board members. Large expenses of five-hundred dollars (\$500) or more must be authorized first by the board, then, brought before the general membership for a final vote during a membership meeting with a required quorum of members. The majority of the vote determines the approval of the expenditure.

Section 10 Year-End Financials - The board will vote to appoint a CCAG committee consisting of 2 current Board Members to review and audit the financial statements provided by the Treasurer. If the committee agrees with the financial statements as provided by the CCAG Treasurer, they will indicate approval in writing and this document will be provided to the incoming Board of Directors. If the approval does not take place, the committee will contact and work with the outgoing Treasurer and/or Board of Directors to resolve the discrepancies.

ARTICLE VI

MEETINGS AND QUORUM

Section 1 General Membership Meetings – shall be held monthly, except for the month of December. A notice to the members of General Membership Meetings may be notified by newsletter, announcement at last meeting, email, fax or mail.

Section 2 Board of Director Meetings - shall be held monthly, optionally during the month of December. A notice to the Board of the meeting date and time shall be communicated to the board members.

Section 3 Special Board Meetings –emergencies may be called by the President at any time deemed necessary and must have a quorum of the Board to conduct business.

Section 4 Board Member Quorums – Quorum of the Board shall consist of four (4) Board Members.

Section 5 General or Special Membership Meeting Quorums – Quorum shall consist of fifteen (15) voting members.

Section 6 Official Business – the representation or action of any business function for CCAG must be done by a qualified member in good standing.

ARTICLE VII

ANNUAL ELECTION, VOTING PRIVILEGES AND GOOD STANDING

Section 1 Annual Election – Shall take place in the month of June. The purpose of the June Annual Meetings is to elect Board Members. A quorum of the membership is required. All candidates running

for the board and voting members must be in **good standing**. Voting may be fulfilled in person or electronically.

Section 2 **Member in Good Standing** - An Artist or Lifetime member is considered to be in good standing when the member has attended at least 3 member meetings during the last twelve (12) months prior to current month in which the definition of good standing is being applied. Dues must be current.

Section 4 **Board Nominations** – candidate nominations are held during the month of May membership meeting. In case there are not enough candidates for the election, nominations will be allowed during the June election meeting, as a “write-in” candidate before the voting occurs.

Section 5 **Ballots** – The annual election ballot shall contain only the names (not the positions) of those members running for the Board. The ballot shall be mailed to all voting members at least 30 days prior to the election meeting, and may be returned to the Secretary by mail or email. The ballot can also be delivered to any Board Member. Consent must be given by the nominee before placing his/her name on the ballot.

ARTICLE VIII DUTIES OF OFFICERS

Section 1 **President** – The President is a required legal corporate office. The President shall have executive authority to represent the organization when the board is not in session. The president shall preside over general membership and board meetings.

Section 2 **Vice President** – shall perform the duties of the President when the President is not available to preside. The Vice President will work with the board to prepare for monthly meetings.

Section 3 **Secretary** – The Secretary is a required legal corporate office. Responsibilities include communication with the membership for notices, opportunities and meetings. The Secretary is responsible for scribing the board minutes and providing copy to the board for approval during the following board meeting.

Section 4 **Treasurer** – The Treasurer is a required legal corporate office. Shall have the responsibility of managing the income and expenses from the organizations funds and maintain accounting details, available for inspection or reporting at the discretion of the board. The Treasurer will report the financial status to the board and membership as needed. The Treasurer will disburse funds for purchases and payments of the organization and make deposits in a timely manner for all receipts. At year end, the Treasurer will provide all financial

ARTICLE X**STANDING COMMITTEES**

President shall appoint standing committees in the Standing Rules Appendix. They shall serve at the pleasure of the President and shall be removed by the President.

ARTICLE XI**STANDING RULES & REGULATIONS APPENDIX**

There shall be Standing Rules and Regulations, considered as an appendix to this document, outlining procedures and practices meant to facilitate the orderly business of CCAG. Standing Rules and Regulations may be changed by action of the Board.

ARTICLE XII**AMENDMENTS TO THE BYLAWS**

These Bylaws may be revised or amended by a majority vote of those voting members present. A written notice of the proposed changes shall be sent to the membership fourteen (14) days prior to the meeting. A quorum of thirty-three percent (33%) membership is required for voting on the amendment.

ARTICLE XIII**PARLIAMENTARY AUTHORITY**

Parliamentary procedures shall be followed.

ARTICLE XIV**DISSOLUTION**

If the CCAG should be dissolved, its assets shall be distributed to another 501 C-3 in accordance with Nevada State Law. No assets may be disbursed to individual members or heirs.