

Addendum to HVAA By-Laws dated May 28, 2014:

Article II, Annual membership Section, Membership fees are amended to read:

A. General, (individual) \$40.00

B. Couples, \$50.00

(NOTE:) These changes to be effective as of February 1, 2016.

HEMET VALLEY ART ASSOCIATION, INC. BY-LAWS

ARTICLE I PURPOSE AND POLICY

The purpose and policy of the Hemet Valley Art Association, Inc., is to encourage and develop the appreciation, study and practice of the visual fine arts and to educate, inspire and enrich the lives of others through our programs, exhibits and activities. Further, especial encouragement is devoted to the youth of the San Jacinto Valley in that they may participate in practical fine art activities and production through annual scholarship programs.

Section 1. FINE ARTS: For Hemet Valley Art Association, Inc. (HVAA) purposes, fine arts shall include the visual arts deemed suitable by the Gallery Director(s), in consultation with and upon approval of the Executive Board.

ARTICLE II MEMBERSHIP

Section 1. ANNUAL MEMBERSHIP: The following classes of membership are available upon the annual payment of fees as stated:

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| A. General | \$35.00 (single membership) |
| | \$55.00 (artist and spouse) |
| | \$20.00 (associate-spouse or significant other) |
| | \$15.00 (student) |
| B. Donor | \$100.00 |
| C. Sponsor | \$250.00 |

Section 2. ONE PAYMENT MEMBERSHIP: The following classes of membership shall call for one payment only:

- A. Life \$500.00 or more

B. Benefactor \$2,500.00 or more

Section 3. HONORARY LIFE MEMBERSHIP: Any Life or Benefactor Member shall automatically become Honorary Life Members. The Board may also elect Honorary Members. Honorary Members shall pay no annual dues.

Section 4. PAYMENT OF DUES: All annual dues are payable during the anniversary month of the members initial joining of HVAA. Dues must be paid by that month's General Meeting (normally the second Wednesday of any month). In extraordinary circumstances, time payments of annual dues may be arranged with the HVAA Treasurer.

ARTICLE III MEETINGS

Section 1. PLACE OF MEETINGS: All meetings of the association will be held in the San Jacinto Valley, California.

Section 2. DATE OF GENERAL MEETING: General meetings for all members of the Hemet Valley Art Association will normally be scheduled for the second Wednesday of any given month. This meeting shall be open to the public and normally will feature a short business meeting (updating the members of past board actions and schedules of upcoming events) and a guest demonstrator.

Section 3. ANNUAL MEETINGS: Nominations of officers and board members shall be made in October of each year and published in the November newsletter (The Palette). The proposed slate will be voted on at the November general meeting. The installation of officers and board members shall take place during the December general meeting. This meeting is normally held during the HVAA annual Christmas luncheon. After which the new officers and board members shall immediately take office.

Section 4. SPECIAL MEETINGS: Special meetings of the members may be called at any time by the President or upon written request from five members of the Association to the Executive Board.

Section 5. QUORUM: Not less than 51 percent of attending members present and voting shall constitute a quorum for the transaction of business at any General Meeting.

ARTICLE IV EXECUTIVE BOARD

Section 1. EXECUTIVE BOARD: The Executive Board shall consist of all officers, a Board of Directors, the Chairpersons of each Standing Committee and the managers of each Individual Task Area.

Section 2. **POWERS:** The primary duty of the Executive Board is to maintain and establish all policies pertaining to the public, the community and members of the Association.

Section 3. **QUORUM:** A quorum is necessary to conduct any Executive Board meeting. For this purpose a quorum shall be a majority of the Executive Board members attending.

Section 4. **AMENDMENTS:** Two thirds of the Executive Board membership must be present and voting to approve any and all amendments to these By-Laws.

Section 5. **PLACE OF MEETINGS:** Meetings of the Executive Board shall be held at a place in the San Jacinto Valley, California.

Section 6. **EXECUTIVE BOARD ABSENCE:** In the event any member of the Executive Board shall be absent, without prior excuse, from 3 consecutive Board meetings, such absence shall indicate the desire to resign, unless the Board receives notice to the contrary, within 30 days from the last absence.

Section 7. **SPECIAL MEETINGS:** Special meetings of the Board for any purpose shall be called at any time by the President, or, if he/she is absent or unable or refuses to act, by the Vice President or by any other two members of the Executive Board.

Section 8. **REPORTS OF BUSINESS:** All business transactions and recommendations made by the Executive Board shall be reported to the membership at the next scheduled General Meeting.

ARTICLE V OFFICERS AND BOARD OF DIRECTORS

Section 1. **OFFICERS:** The Executive Officers of the Association shall be a President, Vice President, Secretary and Treasurer.

Section 2. **ELECTION:** All Officers and Board of Directors members shall be nominated from the general HVAA membership in October of each year. The Officers and Board Members shall hold office for their elected terms as stipulated.

Section 3. **NUMBER OF TERMS:** No President shall serve more than two consecutive terms.

Section 4. **VACANCIES:** Vacancies among the Officers of the Association shall be filled by the Executive Board from among the HVAA general membership for the unexpired term.

Section 5. **PRESIDENT:** To qualify for the office of President of the Hemet Valley Art Association, Inc., candidates must have been a member of the Association for at least one year and/or held an office as a HVAA board member for a like period. No President shall be elected who is already holding the office of President of any other art club or organization, nor shall

he/she accept any office or any other position in any competing art club or organization while he/she is in tenure. The President shall be chief Executive Officer of the Association and shall, subject to the control of the Executive Board, have general supervision of the business and other affairs of the Association. He/she shall preside over all meetings of the members and the Executive Board of the Association and shall have such powers and duties as may be prescribed by the Board or by the By-Laws and Robert's Rules of Order, Revised. He/she shall be an Ex-Officio member of all but one of the standing committees—he/she may not be a member of the annual Nominating Committee. The President may not vote on any item before the Board or general membership. In case of a tie vote of the Executive Board or at a General Meeting, he/she shall cast the deciding vote. The President shall take an active role in recruiting and/or appointing committee chairpersons and other volunteers as needed.

Section 6. VICE PRESIDENT: The Vice President will assist the President in the performance of his/her duties. In the absence of the President (vacation, illness, etc.) the Vice President shall temporarily assume the duties of the President. The Vice President shall not accept any office or other position in any competing art club, association or organization while he/she is in tenure. In addition, the Vice President shall perform such duties as the Executive Board may prescribe.

Section 7. SECRETARY: The Secretary shall record and keep a book of the minutes of both the General and Board meetings. Further, he/she shall conduct the general correspondence of the Association for the sole signature of the President. In addition, the Secretary shall perform such duties as the Executive Board may prescribe.

Section 8. TREASURER: The Treasurer shall receive and keep all funds and financial records of the Association. All disbursements shall be made only by Association account check, signed in the mandatory two signature manner as authorized by the Executive Board. At no time shall more than one member of any family group be given co-signature privileges. The Treasurer shall make a report of the finances of the Association at each General and Board meeting, or at any time as requested by the Board. Further, he/she shall perform such duties as the Executive Board may prescribe.

Section 9. BOARD OF DIRECTORS: The Board of Directors shall consist of three members elected from the general membership, one to serve for one year, one to serve for two years and one to serve for three years. At such time as membership reaches one hundred, two additional Board Members shall be elected to serve for one year. Each retiring President may serve as a Board Member for one year following his/her retirement.

Section 10. PARLIAMENTARIAN: The Parliamentarian shall advise the President and all other Executive and General Board members of meeting conduct and protocol as outlined or described in these By-Laws and Robert's Rules of Order, Revised. Each past President shall serve as

Parliamentarian during the year following his/her tenure. Should this not be possible, the position of Parliamentarian will be filled by the Executive Board from among the HVAA general membership

Section 11. GALLERY DIRECTOR(S): [NOTE: The position of Gallery Director(s) is an appointed office] Those appointed by the President in consultation with Governing Board members Board shall:

1. Be responsible for the planning of future Gallery events such as but not limited to ribbon award ceremonies and socials, children's programs, open houses, receptions and contests.
2. Seeks and schedules qualified persons to act as judges during monthly ribbon competitions.
3. Working with the Gallery Points/Credit Committee supplies a list of monthly ribbon winners to the Gallery Scribe and provides a list of non-winners for computer generated card recognition
4. Maintain the Gallery calendar and schedule of sitters.
5. Seeks new instructors for Gallery workroom and plein air programs and classes. Maintains all class schedules.
6. Are responsible for the sign-up scheduling for all display cases and card/print racks

Section 12. GALLERY COORDINATOR(S) [NOTE: the position of Gallery Coordinator(s) is an appointed office]. Those appointed by the President in consultation with the Governing Board shall:

1. Working closely with the Change of Paintings Day Intake Committee handle Change of Paintings Day activities including the final placement of all to-be-juried works in their respective categories within the Gallery display area.
2. Is responsible for the entire general and moveable portions of the Gallery to include but not be limited to all competition and other hung art and photographs as well as the placement of all grids, easels, display stands, card and print racks.
3. Meet and greet responsibility for new and prospective members. In addition, with the cooperation of the Membership Executive maintains an adequate supply of membership packets in the Gallery desk area.
4. Controls gallery maintenance and maintains the supply of expendable/consumable supplies and a general first aid cabinet.

Section 13. JOINT FUNCTIONS

It is recognized that in some instances job responsibility for day to day activities within the Gallery may overlap. Acting in joint cooperation, both the Gallery Director(s) and Gallery Coordinator(s) will perform initial jury processing on all new items intended for display or sale in the Gallery. Such items will be presented to the Board during the next available meeting for final approval/disapproval.

ARTICLE VI

COMMITTEES

Section 1. **STANDING COMMITTEES:** These shall be appointed by the President, subject to the approval of the Executive Board, as deemed necessary. Standing committee chairmen shall be voting members and part of the Executive Board. To be considered a committee, each must consist of two or more HVAA members. Those member activities requiring a single individual's actions (such as Membership, Sunshine, Nominations, Palette Editor, etc.) shall be considered as Managers of their individual areas of responsibility.

Section 2. **SUB-COMMITTEES:** A sub-committee chairman may be appointed by the President to assist a standing committee, subject to the approval of the Executive Board. The sub-committee chairman shall be part of and report to that committee.

Section 3. **PUBLICITY:** Nominally, the President of HVAA will be the "voice" of the organization when speaking or writing to news media outlets, other art, social and civic organizations and to the general public. He/she will speak under the advice of the Executive Board. The President may appoint a Publicity Chairperson who may "talk" for the organization under the direction of the President and the Executive Board. All other officers and members of the Association should avoid acting as official spokespersons for the organization unless so directed by the President and/or the Executive Board.

Section 4. **OTHER PROVISIONS:** The chairman of a committee, committee members and individual task managers shall be selected from the membership of the Association. The Executive Board may at any time activate or inactivate any committee as deemed necessary.

Section 5. **REPORTS:** The reports of all committees shall be called for by the President at each Executive Board meeting.

Section 6. **DUTIES:** In addition to the duties specially prescribed, each committee and task manager shall have such duties as may be prescribed by the Executive Board. All said committees and task managers shall be under the supervision of the President, subject to review by the Executive Board. All committees shall have full authority to proceed with and act upon any authorized project or program pertaining to the interests of the Association.

ARTICLE VII ASSOCIATION RECORDS AND ACCOUNTS

Section 1. **RECORDS:** The Association shall maintain adequate and correct accounts and records of its business and properties. All such accounts and records shall be kept in a place in the San Jacinto Valley, in the state of California as fixed by the Executive Board.

Section 2. INSPECTION OF RECORDS AND ACCOUNTS: All accounts and records shall be open upon request at any reasonable time to inspection by the Executive Board and by any member of the Association.

Section 3. CERTIFICATION AND INSPECTION OF BY-LAWS: A copy of these By-Laws as amended or otherwise altered to date shall be presented to all members of the Executive Board. Upon request, these By-Laws shall be open to any member of the Association.

Section 4. EXECUTION OF CONTRACTS: Unless so authorized by the Executive Board, no officer, agent, employee or member of the Association shall have any power or authority, written or verbal, to bind the Association by a contract or engagement or to pledge its credit, or render it liable for any purpose or amount.

Section 5. CASH: No cash expenditures will be made or promised by any Officer, Chairperson or member without the pre-arranged approval of the President and/or Executive Board.

Section 6. ANNUAL REPORT: The Treasurer shall present at the end of each year a written financial report to the Executive Board.

ARTICLE VIII AMENDMENTS TO THE BY-LAWS

Section 1. RECORD OF AMENDMENTS: When an amendment or new By-Law is adopted, it shall be copied in the book of By-Laws with the original By-Laws in the appropriate place. If any By-Law is repealed, the fact of repeal, with the date of the meeting at which the repeal was enacted or written assent was filed, shall be stated in said book. Notice of amendments to the By-Laws shall be published in the Association's newsletter to the members.

ARTICLE IX PARLIAMENTARY AUTHORITY

Section 1. RULES: The rules contained in Robert's Rules of Order, Revised, shall govern the Association in all cases in which they are applicable and in which they are not inconsistent with the By-Laws of the special rules of order of this Association. A current copy of Robert's Rules of Order, Revised, shall be maintained by the Parliamentarian. Further, a copy of said rules shall be presented to the incoming President upon completion of the swearing-in ceremony.

ARTICLE X INTEREST IN PROPERTY AND INCOME OF THE ASSOCIATION

Section 1. PROPERTY OF ASSOCIATION: The property of the Association is irrevocably dedicated to educational purposes, and upon dissolution, liquidation or abandonment of this Association no part of said property shall go to or be promised to any private person or to any member or members whatsoever, but shall go to an organized fund or foundation or organization

operated exclusively for art purposes as decided by the outgoing Executive Board members.

ARTICLE XI LIABILITY

Section 1. LIABILITY: The Hemet Valley Art Association, Inc., its officers and members will in no way be responsible for damage or loss, regardless of cause, of any instructor's, student's or exhibitor's property etc. All possible care is taken to safeguard works of art. Submissions of work in any category constitutes acceptance of the above condition. Failure to accept these conditions will result in disqualification from exhibiting,

ARTICLE XII REMOVAL OF OFFICERS OR MEMBERS

Section 1. REMOVAL: The following are reasons for initiating removal procedures and proceedings and the withdrawal of membership privilege for both officers and general members of the Hemet Valley Art Association, Inc.:

- 1 (For Officers) Failure to fulfill the agreed upon responsibilities or his /her elected or appointed office as defined by these By-Laws and the HVAA Rules and Regulations.
2. (All) Engaging in behavior that is flagrantly disrespectful and/or embarrassing to the officers and general membership of HVAA.
3. (All) Entering into direct competition with HVAA stated interests such as offering competing gallery services or opening a competing gallery.
4. (All) Failure to pay HVAA dues on time or to develop a payment plan with the Treasurer of HVAA in a timely manner.

Section 2. PROCEDURES: The procedures are as follows: Any member in good standing with HVAA may bring charges against another member or officer by presenting his/her concerns to the President of the organization in a *Petition for Removal for Just Cause*. The accused member or officer must be notified in writing by the President of the reason for the proposed removal in advance of the meeting to consider his/her removal. The accused member must be given the opportunity to present his/her case in an appeal to the general membership prior to any vote on his/her membership. To revoke membership, two-thirds of the members in good standing must be in attendance and a majority vote for removal is necessary for official expulsion. If the accused is the President, the next highest ranking officer of the Association will control the proceedings.

HEMET VALLEY ART ASSOCIATION, INC.
Organized 1963

CHARTER MEMBERS

Alice Blackwell
Kathleen Gilman
Adrienne S. Jones
Karla Brandt Jones
Lacy V. Kaemmerer
Marguerite Klinker
Juanita Newhan

Alma Peterson
Beatrice Polan
Jeanne Roland
Joan Strass
Doris R. Tallant
Beatrice Tipler
Elsa Kunz Witsell

*Donna Welch

*Honorary Life Member

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