

Houston Calligraphy Guild

By-Laws

ARTICLE I - NAME

This organization shall be known as **The Houston Calligraphy Guild**, and shall hereinafter be referred to as the Guild.

ARTICLE II - PURPOSE

The Houston Calligraphy Guild is a nonprofit group organized for exclusively educational purposes including and for such purposes as stimulating interest in and encouraging development of calligraphy specifically in the greater Houston Metropolitan area. This shall be implemented by making available workshops, classes, exhibitions and lectures on calligraphy and related arts.

ARTICLE III - MEMBERSHIP

Section 1 - Membership shall be open to all individuals who are interested in supporting calligraphy and the related arts.

Section 2 - Each Guild member shall be entitled to one vote at the business meetings of the Guild.

Section 3 - Annual Dues shall be payable April 1 of each year.

Section 4 - Memberships are non-transferable and non-assignable.

Section 5 - Memberships may be terminated upon the failure of a member to pay the annual dues by the end of the month of the date of renewal.

Section 6 - Honorary life memberships will be given by the Guild to persons who have made a significant contribution to the calligraphic arts. Selection of honorary members will be made by group vote at regular meetings.

ARTICLE IV - OFFICERS

Section 1 - The officers of this Guild shall be President, Vice President (who will also be program chairman) Secretary and Treasurer. The President and Treasurer will have signing power at the bank. The above constitutes the Executive Board of the Guild. These shall be elected annually at the April meeting by ballots received by mail prior to the meeting and counted on the day prior to the meeting.

Section 2 - The terms shall be one year. No person shall serve more than two one-year terms consecutively in the same office. A minimum of two members of the Executive Board must have served on the Board the preceding year.

Section 3 - A nominating committee shall be appointed by the President with the approval of the Board at the February meeting. The nominating committee shall consist of one officer selected by the Board and two members-at-large. It shall be the duty of this committee to secure qualified members of the Guild for other required offices and report one name for each office at the meeting in March. Nominations from the floor shall be in order. If nominations come from the floor, ballots shall be mailed by the nominating committee at least two weeks prior to the April meeting listing the nominees. If there are no nominations from the floor, the slate of officers presented by the nominating committee shall be accepted by acclamation by the general assembly at the March meeting. Officers shall be installed at the conclusion of the May meeting.

Section 4 - Vacancies in office, except that of President, shall be filled by the President, with the consent of the remaining officers. A vacancy in the office of President shall be filled by the Vice President for the unexpired term.

ARTICLE V - DUTIES OF OFFICERS

Section 1 - The President shall following last term of office.

- preside at all meetings of the guild and the Executive Board and Board of Directors.
- be an ex-officio member of all committees except the nominating committee.
- Be the representative of the Houston Calligraphy Guild in all official communications meet frequently with the Board of Directors on guild business.
- as a past President serve on the Board one year Section 2 - The Vice President shall assume all duties of the President in case of the President's absence.
- be responsible for educational programs given at monthly meetings.
- work with workshop chairman on coordination of possible programs.

Section 3 - The Secretary shall

- correspond with other guilds as the needs arise.
- record minutes of monthly meetings.
- keep a record of monthly meeting business.
- keep a record of any information the Board wishes the Secretary to keep on behalf of the Guild.
- transfer a copy of monthly minutes to newsletter editor for use in newsletter.

Section 4 - The Treasurer shall

- be custodian of all funds of the Guild and make disbursements from the funds as directed by the Guild.
- keep books of accounts and funds and give a report thereof to the Guild at each meeting.
- submit financial records for the annual audit in May after the books are closed for the year.

ARTICLE VI - COMMITTEES

Section 1 - Standing Committees shall be:

- Membership - responsible for upkeep of membership roster, issuing statements of renewal notices.
- Newsletter - edits and puts together newsletter mailed to active members.
- Historian - keeps scrapbook of Guild activities.
- Workshop - coordinates and arranges for workshops sponsored by the Guild.
- Shows - responsible for Guild exhibitions.
- Library - responsible for safekeeping of Guild books, subscriptions, materials and equipment Guild receives.
- Ways and Means- coordinates money-making projects for educational purposes.
- Create a new standing committee called COMMUNICATIONS which will be responsible for coordinating the activities of several sub-committees, each headed by a vice chairperson with individual and distinct responsibilities. The sub-committees shall be:
 - Publicity - responsible for notices in papers around town and to promote Guild activities through community outreach.
 - Telephone - responsible for contacting members by telephone when necessary.
 - E-mail - responsible for contacting members by electronic mail when necessary.
 - Web Pages - responsible for setting up and maintaining Guild web site as directed by the Board.

Section 2 - All committee chairpersons shall be appointed by the newly elected officers after the April meeting and shall become responsible for the functioning of individual committees at the close of the May meeting.

Section 3 - Special Committees - special committees may be authorized and appointed at the discretion of a majority of the members at Board meetings of the Guild.

Section 4 - No person shall serve more than two one-year terms consecutively as Chairperson, Co-Chairperson, or Vice Chairperson of any one committee unless extended for an additional year with a two-thirds vote of the Board.

ARTICLE VII - BOARD OF DIRECTORS

Section 1 - During the year 1979-80, the Board of Directors shall consist of the officers, chairpersons and formerly active members of the former Friends of Calligraphy in Houston who have aided in the formation of the Houston Calligraphy Guild. Thereafter, the officers, the committee chairpersons and the past President shall constitute the Board of Directors which shall serve as the governing Board of this Guild.

Section 2 - The President shall be the chairperson of the Board of Directors.

Section 3 - The Board of Directors shall formally meet twice a year at a time and place determined by the Board. The Secretary of the Guild shall record and keep minutes of these meetings and all others as meetings are needed.

Section 4 - A majority of this Board shall constitute a quorum for the transaction of business.

Section 5 - Members of the Guild may attend Board meetings.

Section 6 - Vacancies on the Board shall be filled by appointment by the President, with the consent of the remaining Board members.

Section 7 - expenses.

Non-compensation of officers, directors, and members;

No director, officer or member shall receive compensation for his/her service of the Guild in that capacity; provided that this provision shall not be construed as to prevent the payment of compensation to such persons for valuable services performed in any other capacity; and provided further, that such payments to such persons shall be approved first by the Board of Directors. If any director, officer or member of the Guild is approved by the Board to travel or perform any service for the Guild, s/he may claim reimbursement or an advance of his/her actual expenses unless advised in advance that no funds are available at that time to meet such expenses.

ARTICLE VIII - MEETINGS

Section 1 - The annual meeting will be held on the second Saturday of the month of April, for the purpose of electing officers and transacting any other business.

Section 2 - The regular monthly all-member Guild meetings will be held on the second Saturday of each month September through May, (or the closest Saturday that can be scheduled in the event the meeting place is unavailable on the regular day). The date and place will be announced in advance to each paid member.

Section 3 - Additional meetings may be set by the Board of Directors.

Section 4 - Agenda for all but the special meetings will be set by the Board of Directors. Members may raise matters not on the agenda.

Section 5 - A majority of the members present at the meeting shall constitute a quorum for the transaction of business.

Section 6 - All regular monthly meetings are open to the public.

ARTICLE IX - FUNDS

Section 1 - The Treasurer shall be responsible for maintaining adequate books of financial records.

Section 2 - No funds over \$50.00 shall be disbursed except upon the authorization (verbal) of any two members of the Board with the approval of the Treasurer.

Section 3 - Bills must be submitted in writing before the funds are drawn upon.

Section 4 - The fiscal year of the Guild be begin on May 1 of each year and end on April 30 of the next year.

Section 5 - The Guild wishes to be a nonprofit organization and will follow all procedures to create a nonprofit status.

ARTICLE X - AMENDMENT PROCEDURES

The constitution may be amended at any regular or special meeting of the Guild by two-thirds of the members present, providing that notice of a proposed change in the By-Laws has been mailed to all numbers at least two weeks prior to such meeting, and that the substance and contents of such proposed change or amendment shall have been described.

ARTICLE XI - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Roberts Rules of Order, Newly Revised, shall govern the Guild in all cases to which they are applicable in which they are not inconsistent with these By-Laws or any special rules of the order the Guild may adopt.

ARTICLE XII - FINAL DISPOSITION

Upon the dissolution of the Guild or the winding up of its affairs, the Board of Directors, after paying or making provision for the payment of all of the liabilities of the Guild, shall distribute all the remaining assets of the Guild to one or more organizations, organized and operated exclusively for charitable, literary or education purposes.