

1 **BYLAWS OF THE PENINSULA ART LEAGUE 2012**

2 **ARTICLE ONE**
3 **OFFICES**
4

5 The permanent address of the corporation shall be P.O. Box 1422, Gig Harbor, Pierce County,
6 Washington, unless changed by the Board of Directors. The corporation may have offices,
7 either within or without the State of Washington, as the Board of Directors may determine
8 from time to time. The purposes of the corporation are as set forth in its Articles of
9 Incorporation regarding the establishment, maintenance and operation of an art league for
10 artists and crafts persons actively engaged in creating original work, and for persons interested
11 in the encouragement and development of visual arts and crafts in the Gig Harbor Peninsula
12 area of Pierce and Kitsap County.
13

14 **ARTICLE TWO**
15 **MEMBERS**
16

- 17 1. Qualifications: Membership shall be available to those amateur and professional artists
18 18 years of age, or older, who are engaged in creating original art works, and those who
19 are interested in promoting arts and crafts in Pierce and Kitsap Counties, Washington
20 State. Prospective members shall fill out the required membership forms and submit
21 them to the Membership Chairman, along with all applicable dues and fees at any
22 regular meeting or by mail to the Art League post office box.
23 2. Annual Dues: The Board of Directors may determine from time to time the amount of
24 initiation fee, if any, and the amount of the annual dues payable to the corporation by
25 members. All dues will be paid on or before October 1st of each year. Failure to pay
26 within 30 days of the due date, i.e., by November 1st, will result in exclusion from the
27 membership roster.
28 3. Rights and Privileges: Members shall be entitled to vote, to hold office, and to serve on
29 the Board of Directors, and to participate in all events organized by the corporation, in
30 accordance with the rules, standards, and criteria established for said events.
31

32 **ARTICLE THREE**
33 **BOARD OF DIRECTORS**
34

- 35 1. Number, Tenure, and Qualifications: The property, affairs, activities, and concerns of the
36 corporation shall be vested in a Board of Directors, consisting of not less than three and
37 not more than ten members. Directors shall be elected at the annual meeting of the
38 membership held in the month of September in each year. The term of office for each
39 director shall be until the next annual meeting of the membership, and the election and
40 qualification of his or her successor. Criteria for nomination of director candidates shall
41 be flexible, but shall include demonstrated community leadership and interest in the
42 purposes of the Peninsula Art League.

- 43 2. General Powers: The Board of Directors may:
- 44 a. Hold meetings at such times and places, as it deems proper.
- 45 b. Admit members and suspend or expel them.
- 46 c. Appoint committees on particular subjects from its' own members or from other
- 47 members of the corporation.
- 48 d. Audit bills and disperse the funds of the corporation.
- 49 e. Print and circulate documents and publish articles.
- 50 f. Carry on correspondence and communicate with other associations and legal
- 51 entities
- 52 g. Employ agents, who may be members of this corporation or members of the Board
- 53 of Directors, and who may be compensated.
- 54 h. Devise and carry into execution such other methods it deems proper and expedient
- 55 to promote the objectives of this corporation, its activities, and to best protect the
- 56 interest and welfare of its members.
- 57 3. Meetings of the Board: Regular meetings of the Board of Directors shall be held in
- 58 conjunction with the General Meetings of the membership, as defined in Article Four of
- 59 these Bylaws. Notice of the meetings and other official notices will be posted
- 60 electronically and sent to the last recorded email address, or mailed as requested in
- 61 writing by the member, to that member's last recorded address. The president may,
- 62 when he or she deems it to be necessary, or the Secretary shall, at the request of one of
- 63 the members of the Board, issue a call for a special meeting of the Board, and only five
- 64 days' notice shall be required for such special meetings.
- 65 4. Vacancies: Whenever any vacancy occurs in the Board of Directors by death,
- 66 resignation, or otherwise it shall be filled without undue delay by a majority vote of the
- 67 remaining members of the Board, either at the regular meeting or at a special meeting
- 68 which shall be called for that purpose. The person so chosen shall hold office for the
- 69 unexpired term and until their successor shall be chosen.
- 70 5. Removal of Directors: Any one or more of the Directors may be removed either with or
- 71 without cause, at any time, by a vote of 80% of a quorum of the members, if present, at
- 72 any special meeting called for that purpose.
- 73

74 **ARTICLE FOUR**

75 **MEMBERSHIP MEETINGS**

- 76 1. Annual Meetings: There shall be an annual meeting in September in each year for the
- 77 election by members of the Officers/Board of Directors and for receiving the annual
- 78 reports of the Officers, Directors, and committees, and the transaction of other
- 79 business. Notice of the meeting shall be posted electronically and/or an email
- 80 notification of the posting shall be sent to the last recorded e-mail address of each
- 81 member at least ten days and not more than fifty days before the time appointed for
- 82 the meeting.
- 83 2. General Meetings: In addition to the annual meeting, there shall be regularly scheduled
- 84 General Meetings of the membership, approximately five in each year. Notice of the
- 85 General Meetings shall be posted electronically at least ten days in advance of the
- 86 meeting date.

- 87 3. Special Meetings: Special meetings may be called by the Board of Directors as needed,
88 or as requested by the members at large. Notice for any special meeting shall be given
89 in the same manner as the notice of the annual meeting. No business other than that
90 specified in the notice of the meeting shall be transacted at any special meeting.
- 91 4. Quorum: Forty members or twenty-five percent of the qualified membership of the
92 corporation, whichever is less, shall be necessary to constitute a quorum. The quorum
93 necessary to transact business will consist of those present in attendance at a meeting
94 or by proxy. To enact a measure, it must receive a majority vote of the quorum.
- 95 5. Voting: The entire voting power of the corporation shall be vested in the members. Any
96 member may represent any other member at any meeting. Each member shall be
97 entitled to one vote. If the manner of deciding any question has not otherwise been
98 prescribed, it shall be decided by majority vote of the members present in person or by
99 proxy. Voting may be conducted at a duly convened meeting called for that purpose,
100 or by mail or electronic ballot. The authority to prescribe the manner of decision of any
101 question by other than the majority vote of the members shall rest exclusively in the
102 Board of Directors.
- 103 6. Proxies: Every member of the corporation shall be entitled to vote at any meeting
104 thereof by proxy. A proxy shall be in writing and revocable at the pleasure of the
105 member executing it. Unless the duration of the proxy is specified, it shall be invalid
106 eleven months from the date of its execution. Proxies may be hand delivered to a
107 meeting, mailed or sent to a secured electronic site.

108
109 **ARTICLE FIVE**
110 **OFFICERS**
111

- 112 1. Number: the officers of this corporation shall consist of a President, one or more Vice
113 Presidents, a Secretary and a Treasurer.
- 114 2. Method of election: The officers shall be elected by the members at the annual meeting
115 of the corporation for a term of one year. The officers so elected shall also constitute
116 the Board of Directors.
- 117 3. Duties of Officers: The duties and powers of the officers of the corporation shall be as
118 follows:
- 119 a. President: The president shall preside at the meetings of the corporation, and of
120 the Board of Directors, and shall be a member ex officio, with right to vote, of all
121 committees subsequently formed by the corporation. He shall also, at the
122 annual meeting of the corporation and at such other times as he deems proper,
123 communicate to the corporation or to the Board of Directors, or to the
124 members, such matters and make such suggestions as may, in his opinion, tend
125 to promote the prosperity and welfare and increase the usefulness of the
126 corporation, and shall perform such other duties as are necessarily incident to
127 the office of the President.
- 128 b. First Vice President: In case of absence of the President for any reason, the First
129 Vice President shall perform the duties of the President. In addition the First
130 Vice President shall perform any other duties the President shall deem
131 necessary.

- 132 c. Second Vice President: It shall be the duties of the Second Vice President to
133 oversee and assist the Exhibit Committee in all matters relating to exhibits and
134 shows. Functions of the Exhibit Committee are described in articles Six and Ten
135 of these bylaws.
- 136 d. Secretary: It shall be the duty of the Secretary to attend all meetings of the
137 corporation and to keep a record of the proceedings; to keep a list of the
138 members of the corporation; to notify the officers and members of the
139 corporation of their election; and generally to devote his/her best efforts to
140 forwarding the business and advancing the interests of the corporation. In the
141 case of the absence or disability of the Secretary, the Board of Directors may
142 appoint a Secretary pro tem.
- 143 e. Treasurer: The Treasurer shall keep an account of all monies received and
144 expended for the use of the corporation, and shall make disbursements only
145 upon vouchers approved by the Board of Directors. He/she shall deposit all
146 sums received in a bank, or banks, or trust company approved by the Board of
147 Directors, and shall make a report at the annual meeting or when called upon by
148 the President. Funds may be drawn only upon the signature of the President or
149 the Treasurer. Both the President and the Treasurer shall have authorization
150 and the necessary passwords to access Peninsula Art League accounts and funds.
151 The corporation books shall be audited annually by a committee of at least two,
152 appointed by the President. Audits shall be completed by January 31st for the
153 preceding fiscal year. The Treasurer shall represent all canceled checks, bank
154 statements, receipts and books in an orderly condition for audit. The funds,
155 books, and vouchers in his hands shall at all times be under the supervision of
156 the Board of Directors and subject to its inspection and control.
- 157 4. Bond of Treasurer: The Treasurer shall give to the corporation security for the faithful
158 discharge of his duties through a performance bond. The cost of such bond shall be paid
159 by corporation.
- 160 5. Bond of President: The President shall give to the corporation security for the faithful
161 discharge of his duties through a performance bond. The cost of such bond shall be paid
162 by the corporation.
- 163 7. Vacancies: All vacancies in any office shall be filled by the Board of directors without
164 undue delay at its regular meeting, or at a special meeting called for the purpose.

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166 **ARTICLE SIX**
167 **COMMITTEES**
168

- 169 1. Standing Committees: The standing committees shall consist of Program, Exhibit, Art
170 Festival, Screening, Regional Show, Publicity, Properties, Hospitality, Publications,
171 Membership and Scholarship. All committee chairmen will be appointed by the
172 President and shall serve one year. The brief description of the duties of each standing
173 committee are as follows”
- 174 a. PROGRAM COMMITTEE: The program committee shall arrange programs for the
175 meetings.

- 176 b. EXHIBIT COMMITTEE: The Exhibit Committee shall be in charge of League
177 sponsored exhibits and shows including the Summer Art Show which is held in
178 conjunction with the Summer Art Festival. The Chairman shall be empowered to
179 enforce standards of quality and deportment at all shows and exhibits.
- 180 c. ART FESTIVAL COMMITTEE: The Art Festival Committee shall be responsible for
181 the planning and management of the summer art festival. Duties include:
182 selection of vendors, obtaining proper permits, coordination with city police and
183 other city management officials, providing needed services and supplies
184 necessary to manage a successful and safe event.
- 185 d. REGIONAL SHOW AND WORKSHOP COMMITTEE: The Regional Show and
186 Workshop Committee shall be in charge of the Open Juried Regional Show and
187 Workshop. The committee will be responsible for selection of a juror, planning
188 and managing the Open Regional Juried Show and Workshop.
- 189 e. PUBLICITY COMMITTEE: The Publicity Committee shall be responsible for
190 publicizing Art League events and accomplishments of the League and individual
191 members by articles or advertising in any and all appropriate media.
- 192 f. SCREENING COMMITTEE: The Screening Committee shall be empowered to
193 schedule and hold screenings for shows and exhibits as they deem necessary.
- 194 g. PROPERTIES: The Properties Committee shall take care of and/or account for all
195 Art League properties. Properties are defined as equipment, supplies and
196 historical records in storage.
- 197 h. HOSPITALITY COMMITTEE: The Hospitality Committee shall arrange for coffee
198 and/or refreshments at all Art League functions unless otherwise provided.
- 199 i. MEMBERSHIP COMMITTEE: The Membership Committee shall maintain all
200 membership records, notify the Treasurer and Newsletter Editor of new member
201 addresses, act at League meetings as the official greeter, and shall print a
202 membership roster and bylaws for each member.
- 203 j. SCHOLARSHIP COMMITTEE: The Scholarship Committee will be responsible for
204 the selection of candidates to receive Peninsula Art League scholarship funds to
205 pursue education in art. In order for a candidate to be considered for a
206 scholarship award he or she must meet the League's eligibility requirements, and
207 in order to receive one, he or she must satisfactorily complete the League's
208 application process. The amount of each Peninsula Art League Scholarship Fund,
209 for adults, and for high school students, shall be determined annually by the
210 Board of Directors. The amount of each individual award shall be determined by
211 the Scholarship Committee.
- 212 2. Other committees: The President may, at any time, appoint other committees on any
213 subject, which may either be standing committees or special committees.
- 214 3. Committee Quorum: Unless otherwise prescribed, a majority of any committee of the
215 corporation shall constitute a quorum for the transaction of its business, unless any
216 committee shall by a majority vote of its entire membership decide otherwise.
- 217 4. Committee Vacancies: The various committees shall have the power to fill vacancies in
218 their membership.

220 **ARTICLE SEVEN**
221 **CONTRACTS AND GIFTS**
222

- 223 1. Contracts: The Board of Directors may authorize any officer or officers or agents of the
224 corporation, in addition to the officers so authorized by these bylaws, to enter into any
225 contract or execute and deliver any instrument in the name of and on behalf of the
226 corporation, and such authority may be general or may be confined to specific
227 instances.
228 2. Gifts: The Board of Directors may accept on behalf of the corporation any contribution,
229 gift, bequest or device for any purpose of the corporation.

230
231 **ARTICLE EIGHT**
232 **FISCAL YEAR**
233

234 The fiscal year of the corporation shall be January 1 to December 31st.

235
236 **ARTICLE NINE**
237 **SHOWS AND EXHIBITS**
238

- 239
240 1. Display/Dress: All persons who participate in the League shows will display their
241 works in a manner suitable to their surroundings. Dress may be informal but it
242 should reflect professionalism and good taste.
243 2. Articles on Exhibit and Screening: The Screening Committee shall be responsible for
244 screening representative samples of work to be exhibited in member shows,
245 notifying members and any other potential exhibitors of the time and place of such
246 screenings. Such notification will contain a description of the nature and required
247 standards of the work to be screened for the specific event. Exhibitors will then be
248 free to display and sell any works representative of the pieces approved at such
249 screenings. The Screening Committee is empowered to call for a screening prior to
250 any show or exhibit as it deems necessary and their decisions are final as they
251 pertain to that immediate event. Appeals and objections may be submitted in
252 writing to the Board of Directors and a review will be scheduled at a regular Board
253 meeting with the member in attendance. Members of any screening panel for
254 membership shows should be drawn from the general membership, with all media,
255 insofar as possible, represented. The jury or screening panel for the Summer Art
256 Festival may be comprised of both members and non-members.
257 3. Summer Art Festival Exhibition: Exhibitors shall man their own booths unless prior
258 authorization is given by the Exhibit Chairperson. The artist must be present at least
259 50% of the time. Screening of the Art Festival Exhibitors will be under the direction
260 of the Chairperson of the Summer Art Festival. Commissions may be collected by
261 the league at the art league's festival booth.

- 262 4. Tax and Licensing: participants must have their own Washington State identification
263 number and be licensed with the State. Exhibitors will be responsible for the
264 collection of sales taxes.
265 5. Commissions: The League will not collect any commissions on sales at League-
266 sponsored members' art show exhibitions.
267 6. Liability: Each exhibitor will be responsible for his/her own liability insurance. The
268 corporation assumes no responsibility for personal liability or property damage or
269 loss.

270
271 **ARTICLE TEN**
272 **AMENDMENTS**
273

274 These bylaws may not be amended, repealed or altered in whole or in part except by a vote of
275 at least 80% of a quorum of the members present at any duly convened meeting of the
276 corporation called for the purpose. Any proposed change in the bylaws shall be set forth in a
277 memorandum which shall be posted to the last recorded email address, (or address if
278 requested by the member in writing,) of each member at least ten days prior to the time of the
279 meeting, at which said change is to be considered.

280

281 KNOW ALL MEN BY THESE PRESENT: That we, the undersigned being the current Board of
282 Directors of the Peninsula Art League, a non-profit corporation organized and existing under
283 the laws of the State of Washington, do hereby certify that the foregoing code of Bylaws was
284 duly adopted by resolution of the said Board at the (special) meeting of the corporation held on
285 the 20th day of March, 2012.

286

287 Kathy Thurston 3/20/12
288 President Date

289

290 Kristine 3/26/12
291 First Vice President Date

292

293
294 Myna Binion 3-20-12
295 Second Vice President Date

296

297
298 Mary J. McPherson 20 Mar 12
299 Secretary Date

300

301

302 Jo Zunmy 3-20-12
303 Treasurer Date

304
305 Virginia S. Roaroy 3/20/2012
306 Director Date

308
309
310 Sherry A. Weitzel 3/20/2012
311 Director Date

312
313
314 Judy Buskirk 3-20-12
315 Director Date

316
317 Debbie Oann 3/20/12
318 Director Date

320
321 Harlan S. J. 3/20/12
322 Director Date

323
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