

BY-LAWS OF ARIZONA PASTEL ARTISTS ASSOCIATION (APAA)

Article I: Name

The name of this organization is ARIZONA PASTEL ARTISTS ASSOCIATION.

Article II: Objectives

1. To encourage the appreciation of pastel art by offering exhibits by members to the public.
2. To promote ethical principles and practices of original pastel art.
3. To promote educational programs in the medium of pastel.
4. To promote camaraderie, cooperation, and encouragement among pastel artists.

Article III: Members

1. Classification:

A. General Membership

- (1) Charter Membership. Those artists who joined APAA prior to June 1, 1994.
- (2) Signature Membership (S). This membership was created to acknowledge the artistic excellence of members achieving 75-points through the jury and point award system. Only signature members shall be allowed to add APAA as part of the painting signature. Signature honors shall be acquired as follows: after a member has earned Juried member status [see Article III.1.(4)], the Juried member then qualifies to earn "Signature honors".

Signature Points are earned as follows:

Best of Show

APAA & National Shows that award Best of Show	25 points
Arizona Art Alliance	15 points

First Place

APAA & National Shows that award First Place	20 points
Arizona Art Alliance	7 points

Second Place

APAA & National Shows that award Second Place	15 points
Arizona Art Alliance	5 points

Third Place

APAA & National Shows that award Third Place	10 points
Arizona Art Alliance	3 points

Honorable Mention/Merit

APAA & National Shows that award Honorable Mention or Merit	5 points
Arizona Art Alliance	1 point

Acceptance into APAA juried Show 5 points (per show)

Acceptance into a national pastel show 5 points (per show)

Acceptance as an Arizona Art Alliance
juried artist in the pastel medium 5 points (one time)

Purchase awards and People's Choice may not be used toward Points. Points earned before becoming a Juried Member may be used toward Signature Membership. An appointed committee head will keep records for the APAA Board showing verification of members' accumulated points. A certificate will be given at an honors ceremony each June to those who qualify.

- (3) Juried Membership (J). This membership status is achieved upon completion of the following in any combination of three:
 - a. Acceptance into an APAA juried show.
 - b. Receiving an award (ribbon) at an APAA show.
- (4) Lifetime Membership is awarded to the past President(s) of the APAA. It is also offered to the Association's present legal counsel. Their memberships are free.
- (5) Active Membership is open to those members who support the objectives of the Association and are current in their dues. These members can vote (provided they are 18 years or older) and exhibit in APAA shows.

B. Dues

- (1) Annual membership dues shall be determined by the Board of Directors and approved by a quorum of the membership at a general meeting.
- (2) Membership dues are due by the April general membership meeting.
- (3) The dues shall cover the APAA fiscal year - April 1- March 31. New members joining APAA after January 1 will have their membership prorated for the following fiscal year.

- (4) Delinquent members lose the privileges granted an active member. Payment of dues within a two-year period reinstates the member without losing signature points earned while an active member. A former member who applies for reinstatement must apply as a new member and will be reinstated upon payment of current dues.

Article IV. Nominations and Elections

1. The President and Board of Directors shall appoint a nominating committee in January. A nominating committee (of 3 active members) shall be introduced at the February general meeting. At the March general meeting, the nominating committee will introduce a slate of officers.
2. Election shall be held at the April general Meeting. Nominations in writing will be accepted from the floor at the April election.
3. Installation of new officers will be at the general meeting in May. Elected officers will assume the duties of their office following the installation.
4. Elected officers and Committee Chairs shall hold office for one year. Upon the recommendation of the Nominating Committee, officers may serve consecutive year(s) in that office, following the normal nominating and election process as described in these by-laws.
5. Vacancies during the year shall be filled through appointment by the Board of Directors unless otherwise specified.

Article V. Officers

The President:

1. Shall be the chief executive officer and official spokesperson of the Association and serve as the presiding officer over all meetings of the Board and general membership. In the event of a tie vote, the President shall cast the tie breaking vote.
2. Shall appoint, subject to approval by the Board, the chairs of all standing committees.
3. Shall be one of the signers for checks and contracts pertaining to the APAA financial obligations.
4. Shall have the authority to call special meetings with the Board of Directors approval.

The First Vice-President:

1. Shall perform the duties of the President in his/her absence and shall perform any assigned duties to aid the President.
2. Shall serve as Program Chairman for all regular monthly meetings.
3. Shall assume the office of the president when that office is vacated during the tenure of the president or when the president is unable to serve.

The Second Vice-President:

1. Shall be responsible for all show exhibit activities. Shall assign responsibilities to sub-chairs as needed under the Board of Directors consent.
2. Shall establish the show prospectus and policies not delineated in these By-laws with the approval of the Board of Directors.
3. Shall be encouraged to host one membership show and one juried show annually.
4. Shall plan for brochures and printed materials for APAA shows.
5. Shall maintain a record of show participants and award winners for the Newsletter and Point Chairs.

The Treasurer:

1. Shall serve as the custodian of all funds belonging to the APAA and provide a financial report at all Board and general membership meetings.
2. Shall be responsible for receiving and disbursing funds with the approval of the Board of Directors.
3. Shall arrange for an independent audit of the books of the preceding treasurer.
4. Shall keep careful records of all moneys and make annual reports to the Internal Revenue Service and the Arizona Department of Revenue as required by law.
5. Shall be one of two designated signers for the APAA bank account(s) and other documents authorized by the Board of Directors.

The Recording Secretary:

1. Shall record minutes of all meetings (Board and General) and report such minutes at the next meeting.

The Corresponding Secretary:

- 1 .Shall conduct all social/business correspondence for the APAA and report such correspondence as required.

Article VI. Standing Committees

Membership Chair shall keep a permanent and current record of the name, address, phone number, and email address of all members; shall formally introduce and welcome new members at the meetings and issue membership cards. All monies collected by the Membership Chairman shall be turned over to the Treasurer at the earliest possible time after receipt. The membership chair shall prepare a membership roster. Shall be in charge of making a yearly membership booklet which may be printed and/or posted on the APAA website for active member usage.

Publicity Chair shall publicize events and activities of the Association with a key responsibility being the proactive and effective publicity surrounding the APAA shows.

Workshop Chair(s) will plan and conduct APAA sponsored workshops and classes. It is suggested that a minimum of one workshop and one class be provided to the membership each year.

Promotion Chair shall plan methods of making money for the Association so that a solvent Treasury can be maintained. Methods shall include solicitation of advertising for newsletters and sponsors for shows (receptions, awards, purchase awards, etc.). Methods may also include meeting raffles. All methods to be approved by the Board of Directors with final action by the membership.

Library Chair shall be responsible for the collection, cataloging, promoting, and rentals where applicable of APAA books, DVDs, CDs, etc. Shall be responsible for collecting member biographies and creating a notebook of these bios that may be used during exhibits for promotions.

Social Chair shall provide refreshments for meetings.

E-mail Blast Chair shall e-mail all notices and materials to members as requested. Shall maintain a current e-mail directory of all members

Newsletter/Historian Chair shall publish a monthly Newsletter which shall include, but not be limited to, a President's letter, meeting minutes, show results, exhibition opportunities, workshop opportunities, and member achievements and activities. At the end of each membership year a CD shall be created which will include all newsletters, flyers, etc. as a history of that year.

Signature Honor Points Chair shall record all points each member has earned during shows for both Juried and Signature Member status. The chair shall provide status update for all members to the Board each May to allow appropriate certificates to be awarded in a ceremony at the June meeting.

Web Site Chair shall serve as the web manager (or webmaster) and shall be responsible for maintaining a website that serves the varied needs of the membership and promotes APAA as a successful and active art organization.

International Association of Pastel Societies (IAPS) Chair shall serve as the liaison between APAA and IAPS. Shall communicate all IAPS news and opportunities to the membership using the newsletter and e-mail blasts. Shall be responsible for updating the APAA presence and information on the IAPS website, and at the IAPS convention. Shall communicate any changes in members serving as APAA President, Treasurer, and IAPS Chairman to both the IAPS President and Membership Chair.

Arizona Art Alliance (AAA) Liaison Chair shall serve as the liaison between APAA and the Arizona Art Alliance. Responsibilities shall include attendance at the monthly AAA representative meetings, updating the APAA members on AAA news and events, organizing and supporting APAA members to become AAA juried members, organizing and supporting AAA juried APA members' participation in AAA shows and events.

Scholarship Chair shall develop and make recommendations to the Board concerning scholarships both for young artists in the community and within the membership group. Shall take the responsibility for conducting all scholarship programs approved by the Board.

Article VII. Board of Directors

1. The Board of Directors shall comprise of the President, First Vice-President, the second Vice-President, the recording Secretary, the corresponding Secretary, and the Treasurer, the immediate past President, and the Standing Committee members.
2. Shall have the general authority for the management of APAA.
3. Shall approve all expenses and disbursement of funds for the APAA.
4. All APAA business shall be transacted at the Board of Directors meeting prior to the general membership meeting and shall in turn be reported to the general membership.
5. At the monthly board meeting, all elected officers and standing committee chairs will present to the President a report on their recent APAA activities.

6. At the May meeting each out going officer and Standing committee Chair shall present his/her successor a job description and manual with pertinent instructions and materials relative to their job.

Article VIII. Meetings

1. General membership meetings may be held monthly on the dates authorized by the Board of Directors
2. Board of Directors meetings shall be held as called by the President.
3. Members present at a Board of Directors meeting and at a meeting of the membership shall constitute a quorum to transact business of the Association.
4. Meetings shall be conducted according to Roberts Rules of Order when procedures are not specifically covered by the APAA By-laws.

Article IX. Amendments to By-laws

1. Amendments to these By-laws may be made by any member's proposal in writing. It should be submitted to the Membership in writing ten days prior to the announced general membership meeting when the proposal will be voted upon. Passage of the amendment shall be at least two-thirds of the members in attendance and voting.
2. Revision of the By-laws may be necessary as the Association grows in size and complexity. The President shall appoint, with Board approval, an ad hoc By-laws Committee. The Committee shall examine the existing By-laws and identify any areas for improvement. The Committee should submit in writing any proposed By-law changes to the Board. The Board, in turn, will submit in writing (or via the Newsletter) the By-law changes to the general membership. This notification must be presented at least ten days prior to the meeting when voting will take place. Passage of the revision will take place when at least two-thirds of the members in attendance approve the measure.

Article X. Policies and Procedures

Policies and procedures consistent with these By-laws and with the objectives of the Association shall be adopted and amended by the Board and considered as long as they do not violate any Federal, State, or Municipal laws and ordinances. Such policies and procedures and any changes made thereto shall be distributed to the members of the Association with an official copy kept by the Secretary.

Article XI. Dissolution

1. In the event it becomes necessary for the Association to dissolve, the Board shall adopt a resolution recommending dissolution and send written notice to all members that such action will be discussed at a meeting of the membership giving the time, place, and date of the meeting.
2. The Board shall oversee the distribution of the Association's property and assets as follows:
 - (a) All liabilities and obligations of the Association shall be paid.
 - (b) Tangible assets may be sold to satisfy obligations.
 - (c) Any and all tangible assets shall be distributed to other associations having similar objectives. No tangible assets shall be distributed to any member of the Association.

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