

**Santa Clarita Artists' Association Inc**  
**- Bylaws – Updated January 2023**  
Non- Profit Section 501(c) (3) s

**ARTICLE I – MISSION STATEMENT, NAME and PURPOSE**

**Section 1 -**

To promote the Visual Arts in the community and help educate and encourage members to develop their artist talents

**Section 2 - NAME**

The name of this nonprofit organization shall be Santa Clarita Artists Association Inc herein referred to as SCAA.

**Section 3 - PURPOSE**

- To be a source of artistic education, promotion and encouragement for the community and its members, and to provide information on artistic, technical, financial, and promotional aspects of the visual arts.
- To coordinate public displays of SCAA members' art, and to work closely with public and private entities to elevate artistic awareness in the community.
- To create an environment which encourages and supports artists to share ideas, knowledge, experiences, aspirations, and achievements-

**ARTICLE II – MEMBERSHIP CATEGORIES and ANNUAL DUES**

**Section 1 - Full Membership:** \$50 a year entitles the member to:

- Free admission to all general membership meetings and demonstrations,
- A one-year subscription to the SCAA newsletter online or by mail,
- A link to their own art related web site via "Members Art" page on the SCAA web site, [www.santaclaritaartists.org](http://www.santaclaritaartists.org).
- The opportunity to enter their own artwork in all SCAA sponsored events and venues,
- The opportunity to hold office and vote in all General or Special elections (18 and over),
- All other benefits listed on the SCAA's web site. ~~Benefit's page.~~

**Section 2 - Senior Membership:** \$40 a year, 60+ years of age. Senior members are entitled to all benefits of Full Membership.

**Section 3 - Student Membership:** \$20 a year, includes college, 12+ units or more. Student members are entitled to all benefits of Full Membership with the following exclusions: if under the age of 18 they may not vote in General or Special elections or hold SCAA office.

**Section 4 - Courtesy Membership:** Membership dues waiver.

- A membership dues waiver may be given at the discretion of the Executive Board to those individuals/businesses for their past or present outstanding support or contribution to SCAA.

- Requires an Executive Board vote.
- Executive Board Members will receive a ~~Courtesy~~ Membership dues waiver during their term(s) and receive Full Membership Benefits.
- All student Winners of the Scholarship program will ~~with~~ receive a one-year Courtesy Student Membership.

### **Section 5 - Lifetime Membership:**

The retiring President shall be entitled to a free lifetime full membership upon retirement from office if they have completed a minimum of one full term or at the discretion of the Executive Board.

**Section 6 - Annual Dues:** Any changes to annual dues will be recommended by the Executive Board. The members present at a General Meeting will vote on changing the dues. All membership dues are payable on January 1st and are valid for one calendar year. Membership fees paid during November and December and/or after the Art Classic ~~Event~~ Entry Deadline will be credited to the next year's dues.

## **ARTICLE III - GENERAL MEETINGS**

**Section 1** - General Meetings: These meetings shall be held each month. If there is an emergency or scheduling conflict, the meeting date may be changed by the President or by a majority vote of the Executive Board.

**Section 2** – Quorum: A quorum of 15% of the Membership must be present at any meeting to conduct general member voting.

**Section 3** - Non-Members: A non-member guest may attend the General Meeting free of charge.

## **ARTICLE IV - ELECTIONS**

### **Section 1- Nominations:**

- The existing Executive Board shall appoint a Nominating Committee of three Members in ~~October~~ September of each year to select nominees for the next year's Executive Board.
- A Nominating Chair will be selected from the appointees.
- Existing Board members shall be offered the opportunity to be nominated first (see Term Limits, Section 3).
- Nominees must give their consent prior to being presented to the General Membership during the November General Meeting.
- Nominations "from the floor" will be accepted by the Nominating Committee during the November General Meeting.

The following offices require nomination and election:

- President
- Vice President
- Recording Secretary
- Treasurer

## Section 2 - Elections:

- Elections will be conducted during the November General Meeting,
- The candidates will be elected to each office by a simple majority of the voting members present during the election.
- New officers will be installed at the December General Meeting.

**Section 3 - Term of Office:** Each Executive Board position will be for one calendar year. The President may hold the same office for no more than four consecutive terms. There are no term limits for Committee Chairs or other Executive Board members.

**Section 4 - Vacancy of Office:** In the event the office of President becomes vacant prior to the completion of the term, the Vice President will assume the duties of President Pro-tem and will complete the balance of the scheduled term. Pro-tem service shall not be counted toward the four-term limitation period. Other vacancies of elected office shall be filled by election at a time determined by the Executive Board.

## ARTICLE V – EXECUTIVE BOARD

### Section 1 - PURPOSE

The Executive Board

- Consists of four elected positions-President, Vice President, Recording Secretary, Treasurer
  - Manages the administrative operation of SCAA.
  - Makes recommendations to the Membership.
  - Oversees all events, policies and procedures; acts in emergencies without a special meeting of the Board of Directors or the General Membership.
  - ~~Will read and sign a Code of Ethics and Conflict of Interest statement.~~ \* NOTE Further Discussion needed
- ~~In the case of a tie,~~ The immediate Past President may vote **in case of a Executive Board tie.** ~~although they are not a member of the Executive Board.~~

### Duties and Responsibilities:

#### 1. President

- Presides over all SCAA Board and General meetings and is a member of all committees except the nominating committee.
- Conducts all Executive Board and Board meetings.
- Appoints members to the Board to fill available non-executive positions.
- Acts as spokesperson for the membership in all external matters, and shares responsibility for all correspondence with other civic and governmental agencies.
- Determines the Board meeting schedule at the first Board meeting of the year.
- Prepares an Annual Budget Proposal (in coordination with the Treasurer) for presentation to the Board and General Membership.
  - The budget is due at the October Board and finalized at the (January)Board meeting. During the year, reviews budgets and recommends changes as necessary to the Board.
- The President has the power to excuse a voting board member from attending a board meeting.

## **2. Vice President**

- Presides over all General Membership and Board of Directors meetings in the absence of the President.
- Assists the President in selecting committees and chairpersons.
- Completes other duties as assigned by the President.

## **3. Recording Secretary**

- Records and maintains minutes of Board meetings including financial reports and records a summary of each General Meeting.
- Maintains a loose-leaf binder of all meeting minutes which will be available to any member upon request.
- Is responsible for maintaining attendance sheets at General Meetings

## **4. Treasurer**

- Maintains records of all financial transactions including expenditures and deposits in all accounts and prepares a monthly reconciliation of same.
- Approves and initials all invoices prior to payment.
- Prepares an un-audited Annual Financial Statement to be presented to the Executive Board.
- Assists the President in preparation of the Annual Budget.
- Prepares a written monthly report for the Board meetings with a copy to the Secretary.
- Maintains and records all legal documents pertaining to the Association's 501(c) 3 status. and State Franchise Tax Board filings.
- Pays out member's sales within 30 days of the end of the show or event.
- Coordinates and maintains insurance policies and present to the Board annually for approval

### **Section 2 - ORGANIZATION:**

The Board of Directors (also known as the "Board") consists of all Elected officers, appointed Committee Chairpersons, and the immediate past President. Committee Chairpersons are appointed by the President and serve as voting members of the board.

### **Section 3 - VOTING:**

- A quorum of 50% of the elected and appointed Board members is required at all Board meetings for voting on official transactions.
- Emergency board votes may be taken by telephone polling or email, subject to approval at the next board meeting and entered in the minutes.
- Any board member may act as Proxy for another board member during board voting, provided prior written notification has been given by the absent member to the Recording Secretary.

### **Section 4 - EXPENDITURES:**

- All reimbursements must be submitted with an expense voucher and supporting receipts or documentation to the Treasurer for payment.
- The President may approve non-budgeted items not to exceed \$100.

- Non-budgeted expenditures between \$100 and \$500 may be approved by two Executive Board members.
- Any non-budgeted expenditures over \$500 must be approved by a simple majority of all voting Board members.

**Section 5 - BY-LAW REVIEW:**

At least three (3) Executive Board Members shall review the Bylaws annually and recommend changes to the general membership as required. Bylaws will then be amended and become effective immediately after membership approval.

**Section 6 – BOARD MEETINGS:**

The Board will meet at least monthly, with meeting schedules posted in the SCAA newsletter. Any current member, with notification to the Recording Secretary, may attend Board meetings as a non-voting observer. Meeting times and locations may be designated by the President or a majority of the Board. If there is an emergency or scheduling conflict, the meeting date may be changed by the President or by a majority vote of the Executive Board.

**Section 7 - MEMBER REMOVAL:**

The Board shall have the authority to terminate the membership of any person for cause. Reasons for termination shall include but are not limited to any act ~~which~~ that brings discredit to SCAA, recurrent violation of the SCAA Bylaws, or immoral conduct.

The Executive Board may also remove any member of the Executive Board or Board of Directors for just cause if the assigned duties and responsibilities of the position are not met. Termination is approved by a 2/3 vote of the board.

**Section 8 - LICENCE AND INSURANCE OF SCAA:**

**Included in Annual Budget:**

- ~~Board of Directors~~ Directors and Officers Liability Insurance: current, up to date and reviewed annually by Executive Board.
- Liability Insurance: current, up to date and reviewed annually by the Executive Board.
- 501(c) 3 filing status: current and up to date and on file with the President.

**ARTICLE VI - APPOINTED OFFICERS**

**Section 1 - ORGANIZATION:**

- Members shall be appointed by the President to serve as voting officers of the Board of Directors.
- All officers and Chairs are expected to attend all Board meetings, or if unable to do so notify the ~~Recording Secretary~~ President in advance.
- Appointed officers may serve as the Chair of specific committees and shall document and report their committee's activities to the board.
- Each Chair shall organize and maintain a Procedures and Resources Binder which will be passed on to each successive Chair.
- All Chairs must prepare an annual budget by September for the following year.
- Each Chair will read and sign a Code of Ethics and Conflict of Interest statement.
- Each Chair has one vote on the Board of Directors. If more than one position is held,

only one vote will be given to an individual.

- A member must have completed one year of membership to be appointed to the Board of Directors. The Executive Board may make an exception if deemed necessary to fill a position.

## Section 2 – VOTING MEMBERS - POSITIONS, DUTIES AND RESPONSIBILITIES:

All voting Board members will read and sign a Code of Ethics and Conflict of Interest statement.

NOTE: All Board members are voting members. Positions in Section 2 will be in alphabetic order after Bylaws are reviewed by the Board. Section 3 will be eliminated.

- **Art Classic Chair:** Oversees all aspects concerning the annual Art Classic event and provides information as necessary [but not limited to] the Newsletter Editor, Fundraising and Publicity Chairpersons. This program may have a co-chair. The position gets only one vote.
- **Events Chair:** Recruits venues for new and ongoing events for SCAA except the Art Classic and Gallery events. Also, is the liaison between specific Event Chairs and the venue contacts
- **Fundraising Chair:** Provides means for ongoing donations and support for SCAA scholarships, Gallery and programs throughout the calendar year.
- **Gallery Chair/ Gallery Committee:** Coordinates all aspects of managing and publicizing of the gallery, including Gallery schedule, selection of artwork, take-in and take down and reports to the Executive Board. Only votes when there is a gallery.
- **Hospitality and Receptions Chair:** ~~Inventories all hospitality supplies and brings required paper goods, supplies needed for all receptions, special venues and SCAA Parties. Puts on Gallery receptions. Organizes food to be served, brings all needed supplies to venue, shops, orders balloons, sets up and cleans up. Replenishes supplies as needed for above. Coordinates with Art Classic Hospitality Chair for needed supplies for A/C. Rents all needed equipment, including, tent, tablecloths, for Art Classic. Sets up coffee, cold drinks, wine bar service and assists with main food table. Orders balloons and creates floral arrangements for buffet tables and table décor. Makes sure the Richard Huff Award Display is in good order.~~ Coordinates refreshments, supplies, décor, party rentals, receptions and clean up.
- **Information Technology Chair/ Website Chair Committee** Maintains, updates, edits and publishes the SCAA website. The Chair will also oversee IT infrastructure and software. ~~phones, PayPal, computers, and the Internet.~~
- **Logistics and Facilities Chair:** Works closely with venue coordinators to determine event set up and layout needs. Gathers and arranges transport of required supplies. Supervises set up, tear down, and storage of panels, lights, signs, etc. ~~Provides technical advice for executive board.~~ Works with board members to keep storage center organized. Maintains equipment and supplies in optimal working order. With board approval, purchases new supplies/equipment as needed for various venues. Coordinates transport and set up of monthly demonstration equipment as needed. Maintains the gallery facility ~~inside and outdoor lighting.~~ and works closely with property owner for maintenance and repairs as needed. Helps with set up and take down of all gallery shows and receptions.
- **Membership Chair:** Sends welcome letters, renewal reminder letters, and maintains

records of member status. Maintains and updates the membership roster. Coordinates new members Meet and Greet. Oversees welcome table and attendance at general meetings.

- **Program Chair:** Oversees all plans and coordination for artist speaker/demonstrations for monthly General Meetings. Oversees the annual summer picnic and winter holiday party, which replace the monthly general meetings. This program may have a co-chair. The position gets only one vote.
- **Publicity Chair:** Coordinates advertisement for exhibits and events through local newspapers, radio, television, print and other organizations. Provide publicity clippings, newsletters, and other memorabilia for archival purposes to the Historian.
- **Scholarship Chair:** Coordinates entry and selection of local high schools and/or COC students' art for scholarship consideration. Coordinates the scholarship competition and awards.
- **Workshops Chair:** Coordinates and manages workshops by working with artists and selecting venues.

### ~~Section 3 – NON VOTING MEMBERS – POSITIONS, DUTIES AND RESPONSIBILITIES:~~

~~All non-voting Board members will read and sign a Code of Ethics and Conflict of Interest statement.~~

- ~~• **Corresponding Secretary:** Assists when asked in writing letters, thank you notes and or acknowledgments to venues, people and groups who have helped us with and shows, etc.~~
- **Financial Assistant:** Assists the Treasurer as needed and will be available for events.
- **Grants Coordinator:** Heads the committee to research and apply for grants.
- ~~• **Graphics Coordinator:** Prepares graphics for events including posters, postcards, gallery tags, etc.~~
- **Historian:** Documents all activities of SCAA. Photographs, all shows, receptions, general meetings, and workshops. Keeps up historian photo albums and presently stores said books at their house.
- **Member at Large:** Attends Board Meetings and represents the members voice, gives input from the members point of view.
- **Newsletter Editor:** ~~Reminds Executive Board and Committee Chairs of deadline to submit information.~~ Creates monthly newsletter with given information. Distributes to membership, sponsors, and community leaders via email.
- ~~• **Newsletter Snail Mail Coordinator:** Has copies made of current newsletter. Mails via snail mail to those members without email.~~
- **Plein Aire Coordinator:** Coordinates paint outs and sends information to Newsletter Editor.
- **Rotating Exhibit Coordinator:** Coordinates rotating exhibits for member displays within their venue. Provides advance information to members about details for these displays including limitations, timing and subject requirements
- **Sunshine Coordinator:** Sends out cards, and or flowers to acknowledge, illness, deaths, as well as very special happy occasions to art members. Encourages art members to donate at least one handmade card for this purpose. Relies on fellow art members to notify them when someone needs some sunshine sent their way.

- **Social Media Network Coordinator:** Handles all announcements and activities of the SCAA on Social Networks such as (but not limited to) Facebook, Instagram, City and local online community Calendars, Fine Art America.

#### **ARTICLE VII - PARLIAMENTARY AUTHORITY**

The operation of the SCAA shall be governed by "Roberts' Rules of Order", latest revision, in all instances not covered by these By-Laws.

#### **ARTICLE VIII -AMENDMENT OF BYLAWS**

##### **Section 1 - Review and Amendment:**

The Board of Directors shall begin a review of the Bylaws in February following installation of new officers. They will be updated as necessary. Membership approval of proposed changes is required.

##### **Section 2 - Ratification:**

The By-Laws may be amended by two-thirds (2/3) vote of the members present and voting at a General Meeting at which a quorum (15% of general membership) is present. Notice must be given to all members at least 5 days prior to the general meeting.

##### **Section 3 -Addenda:**

When it becomes necessary to add new Committees, the Board of Directors may amend these Bylaws without member approval. ~~Chair will have the rights and responsibilities equal to already established Chair.~~

**ARTICLE IX - FISCAL YEAR:** Is defined as the calendar year – beginning in January and ending in December.

**ARTICLE X – DISSOLUTION:** In the event of dissolution of SCAA, the Executive Board shall assign all assets to an educational organization chosen by the membership in accordance with the IRS Code, Section 501(c) (3) s

~~Revised February 2012~~

~~Revised May 2015~~

~~Revised March 2016~~

~~Revised January 2017~~

Revised January 2023



## **STANDING RULES:**

### **1. SCAA AWARDS**

- The Huff Award is named for a former SCAA officer, Richard Huff. It is awarded to someone who builds camaraderie among the members of SCAA.
- The SCAA Service Award is given to members who perform extraordinary work on behalf of SCAA.
- These awards are not given every year. They are awarded when someone goes far beyond expectation. The Board approves the choices. Awards are presented at the Art Classic.

### **2. DUES**

- Any dues paid after the Art Classic will be good for the following calendar year.
- Officers can contribute the amount of their dues to be given to a prospective member who could use financial assistance to pay his or her dues.

### **3. SCHOLARSHIP AWARDS**

- SCAA Scholarship award amounts will be as follows:
  - First Place \$1000
  - Second Place \$750
  - Third Place \$500

### **4. SCAA COMMISSION FEES**

- SCAA commission fees on artwork sold at SCAA sponsored events and venues will increase to 25% beginning April 1, 2015.

### **5. GALLERY**

- There will be a Call for Artist for each schedule Gallery Show.
- A Gallery participation fee of \$15 will be charged for each Art Gallery show.
- Participating Artists must fulfill the Hosting requirements.
- 

### **6. ADVERTISING**

- An amount equal to 25% of all paid advertising will be paid to KHTS for the advertising they provide to SCAA.