

BYLAWS OF THE PIKES PEAK WATERCOLOR SOCIETY

ARTICLE I: CONCEPT, NAME, AND PURPOSE

NAME

The name of the nonprofit corporation herein conceived shall be the Pikes Peak Watercolor Society, referred to in these Bylaws as “PPWS” and “the Society”.

PURPOSE

The Pikes Peak Watercolor Society has been founded to promote, educate, and encourage artistic excellence in watercolor painting among members and within the community.

DEFINITION

Watercolor painting is defined as painting in water-soluble media.

ARTICLE II: MEMBERSHIP

CATEGORIES OF MEMBERSHIP

Associate:

- Shall pay annual dues
- May attend monthly meetings
- May participate in PPWS exhibits, with the Signature Members’ Show subject to juried process.
- May hold offices, except for President and Vice President, and may chair and serve on committees.
- Shall have voting privileges

Signature:

- Shall pay annual dues
- Encouraged to attend monthly meetings
- Encouraged to participate in PPWS exhibits, especially the annual Signature Members’ Show
- Encouraged to hold offices and chair and serve on committees
- May use the initials “PPWS” as part of their artist’s signature on paintings
- Shall have voting privileges

Charter:

- Lifetime membership for the original founding members
- Entitled to participate in exhibits
- Shall pay no annual dues
- Shall have voting privileges

Honorary:

- Membership based upon extraordinary service and/or accomplishment relative to the PPWS.
- Will be given upon receiving a **majority** of affirmative votes by ballot or at a meeting of a quorum of the voting membership.
- Artist recipients entitled to participate in exhibits.
- Shall pay no annual dues
- Shall have no voting privileges

Patron:

- Person or business honored for significant contribution or donation to the PPWS.
- Will be given upon receiving a **majority** of affirmative votes by ballot or at a meeting of a quorum of the voting membership.
- Shall have no voting privileges

DUES

- Dues shall be paid and are subject to renewal annually.
- Payment is to be received by September 1st along with the Membership Renewal Form.
- Membership will become null and void if dues are not kept current.
- Unpaid dues are considered delinquent as of September 30th.
- Associate members joining for the first time after May 31st will not be required to pay dues again until September 1st of the following year.
- Associate membership may be reinstated by bringing dues current.
- Signature members must keep their dues and membership current to maintain Signature status.
- Delinquent Signature Members are given a period of six months to be reinstated by applying to the Membership Committee and paying all delinquent dues. After the six-month grace period, requirements for Signature membership must be fulfilled again.

SELECTION OF MEMBERS

- Selection of all members shall be determined by a written **Membership Selection Policy Statement**.
- Amendments to the Membership Selection Policy Statement will be adopted upon receiving a **majority** of affirmative votes by ballot or at a meeting of a quorum of the voting membership.

ARTICLE III: ORGANIZATION AND BYLAWS

BYLAWS

- The provisions of adopted Bylaws and amendments thereto shall govern membership, organization and activities of the Pikes Peak Watercolor Society.

- Proposed amendments to the Bylaws may be submitted by any interested member.
- These Bylaws may be amended at any time on the recommendation of the Board.
- The proposed amendments shall be read and discussed one month before a vote.
- Amendments will be adopted upon receiving **two-thirds** of affirmative votes by ballot or at a meeting of a quorum of the voting membership.

OFFICERS

President:

- Shall be Chief Executive Officer of the Society and shall preside at all meetings of the Board and of the membership;
- Shall appoint the members of all Standing Committees;
- Shall be ex-officio (nonvoting) member of all committees;
- Shall call meetings of the Board when deemed necessary.

Vice President:

- Shall perform all duties of the President when the President is not available;
- Shall perform such other duties as assigned by the President;
- Shall succeed to the office of President.

Secretary:

- Shall record all necessary proceedings and resolutions of the Board;
- Shall keep minutes of the membership meetings;
- Shall receive all ballots;
- Shall perform all duties pertaining to the office of Secretary.

Treasurer:

- Shall receive all of the money of the Society;
- Shall pay, upon approval of the President, all legitimate financial obligations of the Society, including reimbursement of expenses incurred by members;
- Shall keep accurate accounts, in normally accepted format, of all receivables and obligations of the Society, and make such accounts available to the Board;
- Shall prepare an annual budget for presentation to the Board;
- Shall make a complete oral financial report to the membership at each meeting;
- Shall renew the required Annual Report with the Colorado Secretary of State;
- Shall file annually, for PPWS fiscal year January 1 through December 31, Form 990-N with the IRS to maintain nonprofit status.

Parliamentarian:

- Shall be appointed by the President.

EXECUTIVE BOARD (Herein referred to as “the Board”)

- The **Board** shall consist of **President, Vice President, Secretary, Treasurer, Past-President and Chairpersons of the major Exhibitions, Marketing and Membership Committees.**

- The **President** shall be the Chief Executive Officer and shall chair the Executive Board.
- The **Past-President** shall serve in an advisory capacity and shall vote only to break a tie or cause a majority vote.
- The Board is granted general authority, as a policy-making body, to take all legitimate actions appropriate to the proper functioning of the Society and the advancement of its interests.
- The Board shall meet in person for the conduct of business a minimum of once a year. A record of the proceedings will be kept in writing and reported at the next regular meeting.
- Meetings of the Board shall be open to the membership. Non-Board members in attendance may participate in discussions but not in Board votes.
- A majority of the Executive Board members shall constitute a quorum for the transaction of business.

STANDING COMMITTEES

Marketing Committee:

Shall be responsible for marketing all events of the Society in cooperation with other committees.

Exhibitions Committees:

Shall be responsible for each of the two major exhibitions, the biennial International Watermedia Exhibition and the annual Signature Members' Show.

Membership Committee:

Shall be responsible for:

- Collection of new member and annual membership renewal dues with a report to the Treasurer;
- Receiving and reviewing new Membership Applications;
- Preparing and distributing new member welcome letter and packets;
- Notifying the membership at large of new members;
- Receiving and reviewing Signature Membership Applications for Membership Committee review;
- Preparing and sending Letter of Notification of Membership Committee's decision regarding acceptance or rejection for Signature Membership status;
- Ordering, preparing and presenting new Signature packets;
- Notifying the membership at large of new Signature members;
- Collecting and retaining all current new Membership Applications and approved Signature Membership Applications and Agreements;
- Keeping an accurate record of all members and their status;
- Creating and distributing a list of individuals' expressed interests and possible contributions to PPWS;
- Distributing a Membership Roster annually.

Nominating Committee:

- Shall be appointed by the President at or before the May meeting or at least ninety days before the election.
 - Members contacted by the Nominating Committee must have given their permission and approval to submit their names for ballot.
 - The report of the Nominating Committee shall be read at the June meeting, and nominations from the floor will then be accepted.
- (See ARTICLE V, ELECTION PROCEDURE)

ARTICLE IV: ACTIVITIES

MEETINGS

There shall be one meeting each month, except for July. The President will notify the membership of the location, time and place of the meeting through the monthly newsletter and/or by electronic means.

EXHIBITIONS, EVENTS, and EDUCATIONAL PROGRAMS

As selected by its Board or membership.

ARTICLE V: MISCELLANEOUS RULES AND PROCEDURES

RULES OF ORDER

Robert's Rules of Order, Revised, shall apply in all appropriate cases.

QUORUM OF MEMBERSHIP

A **majority, or more than half**, of the members of the Society entitled to vote shall constitute a quorum on all issues pertaining to these Bylaws.

The number of voting members in attendance shall constitute a quorum at a meeting of members for the transaction of business, provided the meeting has been scheduled with proper advance notice and the weather is not exceptionally bad. A majority of the votes by a show of hands shall be sufficient to take or authorize action on any matter that does not pertain to these Bylaws.

ELECTION PROCEDURE

- The Nominating Committee, headed by the Nominations Chairperson, shall have provided a slate of nominations for officers. Any member of the PPWS may also have submitted recommendations to the committee. The committee must nominate at least one and not more than three individuals for each office.
- The elected officers are **President, Vice President, Secretary, and Treasurer**.
- Officers are elected annually for a term of one year beginning September 1st and ending August 31st. There is no limit to the number of terms that can be held.

- The membership will be notified and will be provided ballots and the opportunity to return the ballots before or at the August meeting. The ballot will list the names of the candidates for each office with provision to vote “for” or “against” each candidate, as well as providing for a write-in candidate.
- Elections will be held at the August meeting. Officers are elected by receiving a **majority** of affirmative votes by ballot or at a meeting of a quorum of the voting membership.
- The newly elected Board shall assume responsibilities as of the 1st of September.

TERMINATION OF MEMBERSHIP

Members may be terminated for cause by recommendation of the Board as indicated by Robert’s Rules of Order.

DISSOLUTION CLAUSE

Shall be in accordance with the provisions regarding the distribution of assets on dissolution as written in the PPWS Articles of Incorporation of a Colorado Nonprofit Corporation dated May 29, 1991, on file with the Colorado Secretary of State. The intent is upon dissolution the Board shall, after payment of all liabilities, dispose of all assets to organizations operating at that time exclusively for charitable purposes under section 501 (c) (3) of the Internal Revenue Code of 1954. Any assets not disposed of shall be disposed of by the Court of the County in which the principal office of the corporation is then located for the purposes or to the organizations as the court determines.

Adopted May 17, 1995
Amended July 19, 1995
Amended June 19, 1996
Amended September 16, 1998
Amended December 12, 2001
Amended October 3, 2005
Amended May, 2006
Amended September 15, 2010