

# BYLAWS ALASKA BEAD SOCIETY

## ARTICLE 1 NAME

1.1 The name of this organization shall be ALASKA BEAD SOCIETY.

## ARTICLE 2 PURPOSE

2.1 The Alaska Bead Society (ABS) will operate exclusively for the educational, social, cultural, artistic, and charitable purposes within the meaning of 501(c)(3) of the Internal Revenue Code of 1954 as amended, for the enjoyment and study of beads, beadwork and related arts.

## ARTICLE 3 MEMBERSHIP

- 3.1 Membership shall be open to all persons interested in the objectives of the Alaska Bead Society.
- 3.2 Membership shall be on an individual basis.
- 3.3 Any person shall become a member upon presentation of an application and payment of dues to the Treasurer. Dues shall be set by a majority vote of the Board of Directors.
- 3.4 The membership year shall run from June 1 through May 31.

## ARTICLE 4 MEETINGS

- 4.1 The Annual Meeting of the members shall be held during the last meeting of the year for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise.
- 4.2 Decisions shall be made by a majority vote unless otherwise specified. Fifteen (15%) of the membership shall constitute a quorum. The Secretary will verify that a quorum is present prior to voting. If a voting matter is advertised in the newsletter and presented to the membership at two consecutive meetings without a quorum present, the matter shall be resolved at the next regularly scheduled meeting, by a vote of a majority of the members present.
- 4.3 General meetings shall be held at a time and place designated by the President or the President's representative.
- 4.4 Special Events. Special events include classes, retreats, shows, special presentations, or other events at the discretion of the Board of Directors. The Board of Directors may establish an admission charge at its discretion.

## ARTICLE 5 BOARD OF DIRECTORS

- 5.1 The governing body of the ABS shall be a Board of Directors, consisting of the four (4) elected officers (President, Vice President, Secretary and Treasurer), at least six (6) Directors-at-Large appointed by the President, and the Past-President.
- 5.2 Within three (3) months following the annual meeting, the newly elected Board of Directors shall meet.
- 5.3 A quorum of the Board of Directors is fifty percent (50%) plus one.
- 5.4 As long as a quorum of the Board of Directors is represented time-sensitive resolutions of the Board of Directors may be voted on via telephone or e-mail.
- 5.5 When a vacancy occurs among the officers, a majority of the remaining Board of Directors shall appoint a successor to serve until the next Annual Meeting. When a vacancy among the Directors-at-Large occurs, the President shall appoint a successor to serve until the next annual meeting.
- 5.6 By a vote of a majority of the Board of Directors, an officer may be removed from the Board of Directors for cause or for failing to perform his or her assigned duties. The following are considered to be just cause: having three unexcused absences from Board meetings; misusing ABS funds; abusing the privileges of office; nonperformance of duties (whether assigned or assumed). In

consultation with the Board of Directors, the President may remove a Director-at-Large for cause or failing to perform his or her duties.

- 5.7 Recall of an officer may be sought by a petition signed by fifty-one percent (51%) or more of the members. The petition shall state the reason for the recall and shall be filed with any officer who is not involved in the recall. In the even that the petition calls for the recall of all officers, the petition shall be presented to the membership during a regularly scheduled member meeting. The memberships and signatures on such petition shall be verified by the officer who receives the petition before the recall becomes effective. The petition shall be retained in the ABS records by the Secretary.

## **ARTICLE 6 ELECTIONS**

- 6.1 The President, Vice President, Secretary, and Treasurer shall be elected by the general membership and will serve one-year terms.
- 6.2 A majority vote of members present shall constitute an election, to be held the last membership meeting of the year.
- 6.3 A Nominating Committee appointed by the President, shall prepare a list of candidates for the elected offices, and present a slate to the membership prior to the election. All candidates must be current Alaska Bead Society members.
- 6.4 Nominations may be made from the floor at the time of election.
- 6.5 The Nominating Committee shall prepare ballots for voting.
- 6.6 Officers shall assume their duties one month following the election.

## **ARTICLE 7 DUTIES OF THE OFFICERS**

- 7.1 The President shall:
- 7.1.1 Preside at member and Board meetings.
  - 7.1.2 Serve as ex-officio member of all committees except the Nominating Committee.
  - 7.1.3 Appoint at least six members to serve on the Board of Directors as Directors-at-Large.
  - 7.1.4 Appoint special committees as needed.
  - 7.1.5 Perform other duties as assigned by the Board of Directors.
- 7.2 The Vice President shall:
- 7.2.1 Attend member and Board meetings.
  - 7.2.2 In the absence of the President, assume the duties of the President.
  - 7.2.3 Perform other duties as assigned by the Board of Directors.
- 7.3 The Secretary shall:
- 7.3.1 Attend member and Board meetings.
  - 7.3.2 Record the proceedings of all ABS member and Board meetings.
  - 7.3.3 Send copies of each meeting's minutes to all Board members.
  - 7.3.4 Prepare the minutes for publication in the newsletter.
  - 7.3.5 Keep copies of the bylaws, including amendments, and other official, non-financial, documents.
  - 7.3.6 Perform, or cause to be performed, the following membership duties:
    - 7.3.6.1 Maintain current membership records.
    - 7.3.6.2 Mail a membership pack to new members.
    - 7.3.6.3 Prepare and distribute a membership list in June and November.
  - 7.3.7 Conduct the general correspondence of the ABS.
  - 7.3.8 Perform other duties as assigned by the Board of Directors.
- 7.4 The Treasurer shall:
- 7.4.1 Attend member and Board meetings.
  - 7.4.2 Collect all dues and fees for ABS functions.
  - 7.4.3 Pay bills promptly, reimburse authorized expenditures incurred on behalf of the ABS.

- 7.4.4 Record and maintain all financial transactions of the ABS in accordance with good business practice.
- 7.4.5 Submit a financial report at each Board meeting and have it available at each general meeting.
- 7.4.6 Submit an annual report of itemized income and expenditures.
- 7.4.7 Perform other duties as assigned by the Board of Directors.

## **ARTICLE 8 SPECIAL COMMITTEES**

- 8.1 Special committees shall be appointed, as needed, by the President.

## **ARTICLE 9 PUBLICATIONS**

- 9.1 A newsletter shall be published for the purpose of announcing future programs; informing members of business from Board meetings, and providing articles of general information, education and business.
- 9.2 The membership list shall be published in the June and November editions of the newsletter.

## **ARTICLE 10 FINANCES**

- 10.1 The receipts and expenditures of the ABS shall be recorded in accordance with good business practices.
- 10.2 The President, Vice President, Treasurer, and Secretary shall be designated signatories to all ABS account(s).
- 10.3 All receipts shall be identified by source.
- 10.4 All expenditures shall be documented by a bill or voucher.
- 10.5 All expenditures over \$250.00 (two hundred fifty dollars) require two signatures.
- 10.6 Officers and committee chairpersons may make expenditures up to budgetary limits without prior approval by the Board of Directors.
- 10.7 An annual financial report shall be prepared for the general meeting by the outgoing Treasurer, detailing the receipts and expenditures for the previous year. The report shall be presented at the Board of Directors meeting and published in the next newsletter. The Secretary shall maintain the record for ABS.
- 10.8 The annual budget shall be prepared by the incoming Board of Directors prior to the first general meeting, and published in the newsletter. The budget should indicate, as far as possible, projected expenditures. If this budget needs to be altered, the Board of Directors may do so.
- 10.9 Budget changes may be made by a majority vote of the Board of Directors.
- 10.10 Charitable donation expenditures in excess of \$250.00 (two hundred fifty dollars) must be presented at a membership meeting and published in the newsletter prior to the meeting, and be approved by a majority of the members present.

## **ARTICLE 11 PARLIMENTARY AUTHORITY**

- 11.1 Robert's Rules of Order shall govern the proceedings not herein provided for.

## **ARTICLE 12 DISSOLUTION**

- 12.1 Upon the dissolution of the Alaska Bead Society, after payment of all society debts, remaining assets shall be donated to another non-profit organization as determined by a majority vote of the dissolving Board of Directors.

## **ARTICLE 13 AMENDMENTS**

- 13.1 These Bylaws may be amended by a two-thirds (2/3) vote of attending members at any regular general meeting, provided the amendment was submitted in writing at the previous regular general meeting or in the Newsletter. Amendments take effect immediately after approval.

*--Amendments & Revisions as approved by the Board of Directors 3/24/09, ratified at the Annual Meeting 5/19/09*