

# **Bylaws of the Yellow Rose Chapter, SDP**

## **Article 1. Name**

The name of this non-profit organization shall be the Yellow Rose Chapter, Dallas, of the Society of Decorative Painters (SDP).

## **Article II. Purpose**

The purpose of this chapter shall be, in common with that of the National Society, to stimulate interest in and appreciation for the art of tole and decorative painting.

## **Article III. Membership**

1. Membership in this chapter is open only to persons who are members in good standing of the National Society, and who, in accepting membership, thereby agree to be bound in all things not contrary to law, by these bylaws and those of the National Society.
2. Non-resident members of the National Society may visit this chapter. Non-member guests are welcome to visit not more than one meeting annually.

## **Article IV. Dues**

1. Membership dues shall be determined only by vote of membership.
2. Membership dues shall be paid annually and shall be payable to correspond with payment of dues to the National Society.
3. When any member shall be in default in the payment of dues for a period of one month, membership shall be terminated. Any person who has previously been a member may be reinstated by payment of dues.
4. Amount of dues shall be as stated in Standing Rules.

## **Article V. Meetings**

1. Regular meetings of this chapter shall be held as stated in the Standing Rules.
2. The Executive Committee shall have authority to change dates of meetings and set places and times for meetings, provided sufficient written notice is given to members.
3. A quorum shall consist of not less than 1/5 of the current members and is necessary in all matters requiring a vote.
4. The privileges of holding office, making motions, debating and voting shall be limited to members in good standing for the current calendar year.

## **Article VI. Nominations and Elections**

1. Nomination and election shall take place at the last regular meeting of the year, following the report of the nominating committee. The nominating committee shall consist of no less than three no more than five members, who shall prepare a slate for the election of officers, having first obtained the consent of those to be nominated. A majority vote is required to elect if there is more than one candidate for office, in such case, voting shall be by ballot. There shall be provision for nomination from the floor for each office.

2. A member nominated for Vice President-President Elect must have served on the Yellow Rose Board at least one year prior to nomination. *(Voted in 2005)*
3. Officers shall assume their duties January 1st and shall hold office until a successor is duly named.
4. A vacancy in the office of President shall be filled by the Vice-President/President-Elect for the unexpired term. A vacancy in an office, except that of Presidency shall be filled by the Executive Board for the unexpired term. A Vice President/President-Elect so selected shall not succeed to the Presidency except by vote of the membership at the next regular election.

#### **Article VII. Elected Officers and their Duties**

1. The elected officers of this chapter shall be the President, Vice-President/President-Elect, Vice President/Membership, Secretary and Treasurer.
2. The President and Vice-President/President-Elect may serve more than one consecutive full term. All officers shall not serve more than two consecutive full terms in the same office.
3. The duties of the elected officers are as follows:
  - a. President**
    1. Shall preside over meetings of the members and meetings of the Executive Committee.
    2. Shall be a member ex-officio of all committees with the exception of the Nominating Committee.
    3. Shall be authorized to sign in the absence of the Treasurer.
    4. Shall appoint Committee Chairmen with the approval of the Executive Committee.
    5. Shall be responsible to see that all required reports and correspondence are sent to the National Society.
    6. Shall serve on the Executive Board as an advisory member as the immediate past president.
    7. Shall perform such other duties as usually pertain to the office.
  - b. Vice-President/President-Elect**
    1. Shall act in the absence of the President.
    2. Shall assist the President as needed.
    3. Shall be coordinator of workshops and paint-ins.
  - c. Vice President/Membership**
    1. Shall maintain membership records of the chapter.
    2. Shall collect dues and turn over to Treasurer.
    3. Maintain a list of current membership.
    4. Shall confirm National Membership of all Yellow Rose Members.
    5. The VP of Membership may act as Directory Chair.

**d. Secretary**

1. Shall record minutes of all meetings of the chapter and the Executive Committee. These minutes shall be kept in books, which are the property of the chapter, and shall be a complete and clear record of activities.
2. Shall send copies of all minutes to the SDP no later than ten days following each meeting.
3. Shall be in charge of any general correspondence which is not a function of another office or committee.

**e. Treasurer**

1. Shall receive moneys of the chapter and may be bonded at the expense of the chapter.
2. Shall keep an accurate record of receipts and expenditures.
3. Shall keep a record of paid membership list with the Membership Chairman.
4. Shall pay all bills that have been previously approved by the Executive Board.
5. Shall present a statement of account at meetings and in the newsletter.
6. A complete year-end financial report shall be compiled at the end of the Treasurer's term of office and shall be printed in the newsletter.
7. Accounts shall be examined annually by an Audit Committee.
8. Shall prepare a proposed budget to be presented at the February Board meeting and the regular March meeting.

**Article VIII. Executive Committee**

1. The Executive Committee shall be the elected officers of this Chapter, who shall be composed of the President, Vice-President/ President-Elect, Vice President/Membership, Secretary, and Treasurer.
2. The duties of the Executive Committee shall be:
  - a. To have emergency power of act for the Executive Board between meetings of the Executive Board.
  - b. Responsible for obtaining facilities.
  - c. Such other duties as the Board may deem expedient.
3. Meetings of the Executive Committee shall be called at the request of the President. A majority of the Executive Committee shall constitute a quorum.

**Article IX. Executive Board**

1. The Executive Board shall consist of the Executive committee, the immediate Past President, the Chairman of the Committees, and the Parliamentarian. Voting members of the Board shall be the Executive Committee and the Chairmen of the following standing committees: Ways and Means, Seminar, and Newsletter. A majority shall constitute a quorum.
2. At Board level, business will operate by general consensus unless a formal vote is needed to settle a question.

3. The duties of the Executive Board shall be:
  - a. To transact necessary business in the intervals between chapter meetings and such other business as may be referred to it by the chapter.
  - b. to approve the work plans of the committees.
4. The Executive Board shall meet prior to each meeting of the chapter with time and place to be determined by the Board. Special meetings of the Executive Board may be called by the President when necessary. Special meetings of the Executive Board must be called by the President upon written request of two members of the Board.
5. All records and materials of the officers and chairmen are, and remain, the property of the Yellow Rose Chapter, Dallas, of SDP.

#### **Article X. Committees**

1. The Committee Chairmen shall be appointed by the President with the approval of the Executive Committee. The following committees will be appointed by the President: Ways and Means, Seminar, Hospitality, Sunshine, Historian, Librarian, Publicity, Newsletter, Roster Chair, Facilities, and Service. Committee Chairmen shall appoint their members with approval of the President.
2. Committee Chairmen shall hold office for one year, and shall serve no more than two consecutive full terms in the same office with duties as outlined in the Standing Rules.
3. Special committees may be created by the President, with the approval of the Executive Board, as needed to promote the objective and interest of the chapter.
4. Duties of Special Committees shall be stated upon their appointment and such committees shall cease to exist when their final report is accepted and adopted.
5. Each committee chairman will be required, as appropriate, to give a report at all regular and Executive Board Meetings and shall submit a written report at the end of the year to the President.
6. The chairmen of all committees shall present plans to the Executive Board. No committee work shall be undertaken without the approval of the Executive Board.

#### **Article XI. Amendments**

1. These bylaws may be altered or changed by a two-thirds vote of the members present at which a quorum is present, provided that the written proposed changes have been presented to the members at least two weeks prior to the meeting at which voting takes place.
2. If, at two successive meetings, a quorum has not been present, these bylaws can be changed upon written ballot of the members, provided that a majority of the members return a written ballot.

#### **Article XII. Parliamentary Authority**

*Roberts Rules of Order, Newly Revised*, shall be the Parliamentary Authority of all matters not in conflict with these bylaws, or the bylaws, of the National Society. A parliamentarian may be appointed by the President, will attend Executive Board meetings as an advisor without voting rights.

### **Article XIII. Dissolution**

In the event of Dissolution of the chapter, all liabilities and obligation of the chapter shall be paid, satisfied, and discharged, or adequate provision made therefore. Any remaining funds as are in the treasury at the time, and any remaining assets shall be given to the Society of Decorative Painters, Inc.

### **STANDING RULES**

1. Membership dues shall be \$20.00 per year, are due October 1, and are delinquent January 1. After July 1<sup>st</sup>, chapter dues will be pro-rated to \$10.00 for new members. *[Voted in November 2005.]*
2. The financial records of this Chapter shall be kept on a calendar basis, from January 1 through December 31.
3. The Yellow Rose Chapter shall meet not less than six times annually. Regular meetings are normally held on the second Saturday of the months of January, March, May, July, September, and November.
4. A grant, not to exceed \$700, may be offered to the Vice-President/President-Elect to attend the National Society Annual Convention. This grant may be offered to another officer upon approval of the Executive Board if the Vice President/President-Elect is unable to attend. The officer receiving this grant shall attend those functions at the National Convention, including the Chapter Gathering, that will benefit the chapter, and shall be expected to provide a report to the Chapter. No officer shall receive this grant more than one consecutive year. The lowest possible rate of transportation (ground transportation to and from the airport and air fare when applicable, shared room occupancy, convention and leadership conference registration fees shall be paid). Tips and food shall not be included. Mileage reimbursement will follow current IRS guidelines.
5. All officers and Committee Chairpersons and/or co-chair are encouraged to attend all of the Executive Board meetings and Regular meetings.
6. Gifts
  - a. A gift to the outgoing president may be given not to exceed \$100.00. The Vice President/President-Elect shall be responsible for arranging for the gift that will be purchased with chapter funds.
  - b. The outgoing Board shall receive national charms for their office or chair. The president shall purchase these with chapter funds and present them.
  - c. One member who has made an outstanding contribution to the Chapter may be presented with the Star Special Service Charm, to be purchased with Chapter funds and presented by the president. This award is to be determined by the president with input from members and the Board.
  - d. The president may present her Board with a token gift that Chapter will pay for, not to exceed \$10 each.

- e. Any other gift presented will be voted upon by the Board and/or membership.

## **POLICY GUIDELINES - Guidelines for Officers and Committees**

### **President**

- Set time and place for all board meetings.
- Shall schedule a joint board meeting with current board and the incoming board.
- Review bi-monthly the bank statements and Treasurer's Report for approval.

### **Vice-President/President-Elect**

- Responsible for coordination of Workshops and Paint Ins.
- Schedule January workshop for incoming Vice President.
- Chapter members teaching a Workshop (Half day) will be paid \$50.00 and teaching a Paint-in (full day) will be paid \$100.00.

### **Vice President/Membership**

- Shall collect dues and turn into Treasurer.
- Shall maintain all membership records, keep a current membership list and bring that listing to all election meetings to validate eligible voting members.
- Shall have a sign-in sheet for members at each meeting and forward to the Secretary.
- Shall maintain a guest book at each meeting to record guests' names, addresses and phone numbers, and contact guests after the meeting.
- Shall distribute name tags for the new members.
- Shall provide the Newsletter Editor with new member names, including guests from last meeting.
- Term shall run from March to March (*Voted on in 2006*)
- The VP of Membership may act at Directory Chair.

### **Secretary**

- May tape record meeting for minutes, if all Board members are in agreement.
- Is responsible for submitting General Meeting minutes to the Chapter newsletter. Is responsible for updating Policy Guidelines.

### **Treasurer**

- Shall reconcile monthly bank statement and forward to President for review and make available for review by the membership.
- Shall submit Treasurer's Report to the Newsletter.
- Shall be responsible for the financial transactions at all major fund raising activities.
- Shall obtain President's signature on all checks over \$100.00.

### **Ways and Means Committee**

- Shall coordinate fund raising projects approved by Executive Board to include ,but not limited to, the auction and raffles.
- Shall make available tables at the General Meetings that members may rent for \$10.00 for class displays, product sales, et cetera.

### **Seminar Committee**

- Shall be in charge of all major Seminars.
- Shall submit proposed teachers' names for Board approval.
- Shall submit pictures of potential seminar projects for Board selection at least 6 months in advance of seminar.
- Shall submit Seminar Budget for Board approval.
- Shall collect all seminar fees.
- Shall collect teacher/speaker samples for Chapter Library, if donated.
- Shall make arrangements for meals, transportation, and lodging for guest teachers.
- Shall provide a supply list and prep instructions at least 2 weeks prior to seminar.
- Shall have name tags and other supplies, including easel & microphone, available at each seminar.
- Shall secure written contract from all teachers specifying date, time, fee for teaching classes, housing requirements, travel arrangements, and class size and social security number.

### **Directory Chairman**

- Shall prepare, print, and distribute a current membership roster no later than March meeting and will be responsible for obtaining pictures for such roster. [*Voted in 2005.*]
- The VP of Membership may act as Directory Chair.

### **Hospitality Committee**

- Shall provide food requirements and clean up on an as needed basis.
- Shall be in charge of special functions such as the Christmas party.

### **Historian**

- Shall Keep Chapter scrapbook up to date with newspaper clippings, pictures from all activities, and memorabilia, donated by membership.
- Shall arrange for pictures to be taken at all activities.
- Present current year's scrapbook to Chapter at the next January meeting.
- Make prior year's scrapbooks available at meetings.

### **Librarian**

- Shall maintain the materials donated to the Chapter Library.
- Shall establish rules for membership to check out Library materials.

- Shall have the authority to purchase new material annually within budget guidelines.

### **Publicity**

- Shall coordinate Decorative Painting Month activities.
- Shall be responsible for sending news releases about Chapter activities.
- Shall send articles for publication to the National Office for distribution.
- Shall be responsible for printing and distributing membership brochures.

### **Newsletter**

- Shall prepare, print, and mail/email newsletter to all members in good standing at least 2 weeks before general meetings.
- Shall send copies as required of each newsletter to the SDP Office.

### **Service**

- Shall plan and execute service projects, minimum of one per year.

### **Sunshine**

- sends cards when appropriate to members.

### **Facilities**

- Shall make all facility arrangements for meetings, paint-ins, seminars and other functions.
- Shall provide set up requirements to facilities
- Shall arrange to pick up keys, etc.
- Shall be in charge of access code tags for the church
- Members may not teach private classes at Yellow Rose facilities (voted in June 2008)

### **Workshop Guidelines**

- Chapter members teaching a half-day Workshop will receive \$50.00.
- Chapter members are not charged a Workshop Fee.
- Teacher may charge members a nominal fee for supplies, palette, copies, etc. which must be stated in advance. Teacher will not be reimbursed expenses from chapter funds.

### **Paint-In Guidelines**

- Chapter members teaching One-Day Paint-Ins will receive \$100.00 for the day.
- There will be a \$10 fee for Yellow Rose members attending a Paint-In, if a member is in good standing. Guests will pay a fee to be determined by the Board.
- Teacher may charge members a nominal fee for supplies, palette, copies, etc. which must be stated in advance. Teacher will not be reimbursed expenses

from chapter funds.

### **Seminar Guidelines**

- If a member cannot attend a Seminar or One-Day Paint-In for which she has paid, the fee will not be refunded. It is recommended that in case of emergency, the fee be refunded at the discretion of the Board. Members shall have priority in filling Seminars and One-Day Paint-Ins; other SDP members may attend if vacancies are available.
- In the event that a seminar or One-Day Paint-in is canceled or rescheduled by the Yellow Rose Chapter, the attendee has the option of obtaining a full refund for all moneys paid for the class and/or materials.
- Seminar fees will be determined on a teacher's fee basis. Guests may attend seminars on a space-available basis for an additional fee per day, as determined by the board
- The seminar chair shall not have to pay seminar fee, but will have to purchase her own surfaces.

### **DEFINITIONS:**

**Workshops (Half Day):** Short painting classes held on the date of the general meetings.

**Paint-Ins (Full Day):** One-Day Paint-Ins, held in opposite months of General Meetings, lasting all day and taught by a local teacher. Beginner and Intermediate project levels.

**Seminars:** Two- to three-day seminars taught by a recognized artist.