

BY-LAWS OF THE PRINCE GEORGE'S ARTISTS ASSOCIATION, INC.

ARTICLE I

The name of the organization shall be the Prince George's Artists Association, Incorporated.

ARTICLE II

The objective of the Prince George's Artists Association, Inc. (henceforth referred to as the PGAA), shall be to stimulate interest, participation, and appreciation of the visual and fine arts. It shall further be the purpose of the PGAA to aid and encourage activities dedicated to the promotion of art.

ARTICLE III

1. The membership of the Association shall be open to any person with art interests.
2. Membership will be reviewed annually to determine members in good standing. A member in good standing shall be one who has fulfilled his obligations with respect to his membership status.
3. Members in good standing are classified as active, inactive, student or family.
 - a. An active member is a working member of the PGAA who will assist in at least one Association activity during the year, and is entitled, therefore, the following privileges:
 - (1) The holding of appointed or elected office.
 - (2) Is a recipient of all activity discounts as designated by a vote of the general membership.
 - (3) Is entitled to one vote in all matters voted on by the general membership.
 - b. An inactive member is a non-working member of the PGAA, who, as such, will not be called upon to assist in any of the organization activities, and is entitled, therefore, to the following privileges:
 - (1) Is a recipient of all activity discounts as designated by a vote of the general membership.
 - (2) Is entitled to one vote in all matters voted on by the general membership.
 - c. A student member is an individual attending an accredited high school, junior college, university or school of art and design on a full-time basis, working toward graduation or a degree. Full-time degree program shall consist of not fewer than twelve credits. A student shall otherwise be subject to the rights and responsibilities of an active PGAA member. [Revised 5/86]
 - d. Family membership is defined as all those members of one immediate family living under the same roof, belonging to PGAA :as one collective group under one rate, having all of the same privileges and responsibilities as those of regular active members.
4. Special memberships may be granted at the discretion of the Board of Directors of PGAA.

ARTICLE IV

The PGAA shall have a Board of Directors which shall constitute its governing body. The Board shall consist of the Officers of the Association: President, Vice President, Secretary and Treasurer, and the immediate Past President. The Board of Directors shall have the authority to enlarge itself at its own discretion. The Board shall be vested with the authority for the general direction and control of the affairs of the Association. Their authority shall extend to, but not be limited to, such actions as: transacting the Association's business; establishing fees for active, inactive, student and family membership; establishing and enforcing rules for the operation of the Association's activities; calling special elections to fill vacancies in the Board of Directors; appointing standing committee chairmanships and a nominating committee of three members of the general membership. Each member of the Board shall have one vote. A majority vote of all Board members shall be required to effect any change in the Association's current policy and such change will be voted on by the general membership, after they have been duly notified of the intent of the Board to gather such a vote.

ARTICLE V

1. The Officers of the PGAA shall be elected by ballot and shall consist of a President, Vice President, Secretary and Treasurer.
2. Nominations for Officers shall be accepted at the May meeting of the general membership.
3. Officers will be elected by a majority ballot of the membership present or by submission of a vote in writing prior to the tabulation of the votes. These ballots will be collected for final tabulation no later than the date of the June meeting of the general membership and the new Officers shall assume their posts at that time.
4. Officers shall serve for a term of one year.
5. Incumbent Officers may be nominated and re-elected for any office for as many consecutive terms as he or she is willing to run for such office.
6. No person shall hold more than one office at one time.
7. The President shall: preside at all meetings of the general membership and at all meetings of the Board of Directors and, together with the Secretary, sign all official contracts, agreements, authorizations, and applications pertaining to the Association's business; carry out the will of the organization; and sign checks in the absence of the Treasurer of the Association.
8. The Vice President shall: have and exercise all the powers, authority, and duties of the President during the absence or disability of the latter, and shall have such powers and perform such duties as may be delegated to him by the President.
9. The Treasurer shall: have custody of all funds, securities, valuable papers, and other assets of the Association, subject to such limitations and control as may be imposed by the Board of Directors; have the authority to sign checks for the disbursement of the Association's funds for Association purposes; collect the Association's dues and assessments; provide and maintain complete records of all fee assets and liabilities of the Association; prepare and submit periodically a statement showing the condition of the Association's finances; prepare such financial reports and tax returns as are

required by law; prepare a final statement at the end of the fiscal year listing total fees collected, total dues collected, total benefits, total disbursements; and collect membership dues and issue membership cards.

10. The Secretary shall: prepare and maintain full records of all meetings of the general membership and the Board of Directors; send a legible copy of the minutes to the President in advance of the next meeting; keep accurate attendance records of the general membership meetings and those of the Board of Directors; give or cause to be given proper notice of all meetings of the general membership; and, together with the President, sign all official contracts, agreements, authorizations, and applications pertaining to the Association's business.
11. In addition to the specifically enumerated duties of Officers as prescribed herein, any Officer shall perform such duties as directed by a resolution of the Board of Directors, not inconsistent with these By-Laws.
12. When an Officer is absent, disqualified, or otherwise unable to perform the duties of his office, the Board of Directors may designate another member of the Board to act in his place temporarily.

ARTICLE VI

Committee Chairpersons may be appointed by the Board of Directors for the purpose of assisting the Officers of the Association and the Board in the performance of their duties. Such Committee Chairpersons may include the following:

- Program Chairperson
- Show and Exhibit Chairperson
- Hospitality Chairperson
- Publicity Chairperson
- Newsletter Editor
- Membership Chairperson

Such Chairpersons may organize a staff, with the approval of the President, to assist them in the performance of their duties as assigned by the Board.

ARTICLE VII

The general membership meetings shall be held monthly, with the date set by the Board of Directors. Board meetings shall be held at the discretion of the President. Membership meetings will be scheduled annually in May for the purpose of nominating Officers, and in June for the purpose of electing these officers. In addition, special meetings may be called for any time and date at the discretion of the President or the Board of Directors.

Board meetings shall be held for the purpose of conducting the business transactions of the PGAA. Issues voted upon and carried at these meetings shall be presented to the general membership at the next general membership meeting. Any member of the Association may attend the meetings of the Board of Directors, but voting at these meetings will be restricted to members of the Board of Directors.

ARTICLE VIII

These By-Laws may be amended at any regular general meeting or any special meeting of the PGAA by a majority vote of the membership in attendance, providing, however, that at least ten (10) days notice has been given to the general membership prior to the date on which the voting is to take place, informing the membership that voting on particular amendments will be held at time intended.