

BYLAWS of the GREELEY ART ASSOCIATION

Amended Approval –May 5, 2025

A non-profit organization, (501 (c)7 – social organization), incorporated under article 19 of Chapter 31, Colorado Revised Statutes, 1963, Greeley, Colorado. Incorporated as the Art Association of Weld County in July of 1967, the name was amended to Greeley Art Association, on May 7, 1973.

ARTICLE 1 – Name

The name of this organization is the GREELEY ART ASSOCIATION (GAA).

ARTICLE 2 – Purpose

The purpose of the Greeley Art Association shall be to open communication among artists, to promote and encourage increased involvement in the arts through education, to share knowledge, to cooperate in promoting our mutual understanding and appreciation of the arts, and for those so motivated, to foster the betterment of our art and its marketability.

ARTICLE 3 – Membership

Section 1 – Active Member: Any individual who supports the purposes of the GAA may become a member by payment of annual dues.

- A. Privileges: Active membership privileges include a quarterly newsletter, voting at regular meetings of the GAA, participation in all GAA art activities (i.e., plein air, group tours, open houses, etc.), eligibility to hold office in the GAA, and any other opportunity active members might decree.
- B. Each member is encouraged to volunteer for at least one or more GAA activities per annum.

Section 2 – Honorary Member: A member is awarded this status by the Board of Directors in recognition of outstanding service over an extended period of time. All privileges of Active Membership shall pertain to Honorary Members, without payment of annual dues for two calendar years.

Section 3 – Sponsoring Member: Sponsoring members are those who wish to support the GAA through an annual donation. Sponsoring members who contribute \$100 or more will have their names published in the GAA Newsletter, and received the quarterly issues for that calendar year.

Section 4 – Annual Dues: The annual dues shall be determined by the Board of Directors after review of the financial status of the Association. Dues shall be payable

in advance by the thirty-first (31st) day of January each year. Delinquent dues [those in abeyance for three months, end of April each year] will terminate membership. Dues for any member joining after August 1st shall be one-half (1/2) of the annual dues.

Section 5 – Voting Privileges: Active members who annual dues are current shall have the right to vote in general membership meetings, to participate in meetings, and to hold office in the Association. No proxy voting is allowed.

ARTICLE 4 – Executive Board

Section 1 – Membership: The Executive Board shall consist of the elected officers of the GAA, including President, Vice President, Recording Secretary, and Treasurer, and appointed officials, including the Program Chair, Newsletter Editor, Membership Chair, Publicity Chair, Website Manager, Past President and two Members-at-large. The President, Vice President, Secretary and Treasurer shall constitute an Executive Committee for emergency purposes, and may execute business for the Association.

Section 2 – Nomination and Election: A Nominating Committee shall present a slate of officers and two members-at-large to the membership in the GAA Winter newsletter, for election at the December meeting (for installation at January Annual Meeting).

Section 3 – Appointed Officials: The Board shall select “Appointed Officials”, to include Program Chair, Newsletter Editor, Membership Chair, Publicity Chair, Website Manager and Members-at-large.

Section 4 – Term: Officers and Appointed Officials shall be installed at the January meeting and serve for a term of two years, from January through December. Officers shall be eligible to serve consecutive terms.

Section 5 – Vacancies: Vacancies in office shall be filled by appointment of the Executive Committee, with the exception of the office of the President, which shall be filled by the Vice President. Such officers shall serve for the remaining term of his or her predecessor.

ARTICLE 5 – Description of Officers

Section 1 – President: The President:

- A. Shall preside at all scheduled general meetings of the GAA unless he/she designates otherwise
- B. Establishes and oversees all committees and assists where needed
- C. Acts as an ex-officio member of all committees
- D. Determines all public announcements and represents or delegates a representative to public activities involving the GAA
- E. Conducts all negotiations involving rentals, leasing or other legal or para-legal functions, with retained counsel if appropriate
- F. Prepares in rough draft or final draft all general letters and announcements to the membership

- G. Is Presiding Officer of the Executive Board
- H. Serves as Chair of the Executive Committee

Section 2 – Vice President: The Vice President:

- A. Presides at meetings in the absence of the President and at such times as the President directs
- B. Assists the President in expediting all committee work; reports the status of projects at or prior to the Executive Board meeting
- C. Serves on the Executive Board and Executive Committee

Section 3 – Recording Secretary: The Recording Secretary:

- A. Records minutes of all meetings of general membership and the Executive Board
- B. Types and sends copies of the minutes by email to all members of the Executive Board, include the Editor, meeting Newsletter deadlines.
- C. Coordinates with the Newsletter Editor special announcements as appropriate
- D. Types and maintains the Bylaws of the Greeley Art Association, including any amendments, unless otherwise designated by the President
- E. Writes correspondence other than program-related
- F. Serves on the Executive Board and Executive Committee

Section 4 – Treasurer: The Treasurer:

- A. Handles all accounts receivable and payable
- B. Maintains records regarding the financial condition of the Association
- C. Maintains and provides up-to-date listing of paid membership to Membership Chair (and other Board members per request)
- D. Annually in January, provides a review of the previous year's financial records for approval by the Board
- E. Supervises signature cards at all banking and investment institutions
- F. Moves accounts and cash as required
- G. Provides a report of finances at each Board, General and Special Meeting of GAA
- H. Files an annual 990-N Electronic Notice e-card
- I. Serves on the Board and Executive Committee

ARTICLE 6 – Description of Appointed Officials

Section 1 – Program Chair: The Program Chair:

- A. Schedules appropriate programs for monthly meetings
- B. Contacts and assist all persons involved in presenting programs
- C. Negotiates payment to persons presenting programs
- D. Makes arrangements for the location of meetings, as needed
- E. Assists with follow-up correspondence, such as thank-you notes
- F. Serves on the Executive Board

Section 2 – Newsletter Editor: The Newsletter Editor:

- A. The responsibility of the GAA Newsletter Editor is to gather news, photos, and ads; compose a newsletter from them; print, address and email it to members
- B. Serves on the Executive Board

Section 3 – Membership Chair: The Membership Chair

- A. Receives an up-to-date listing of all paid members from the Treasurer
- B. Greets new members or guests and introduces them to members
- C. Serves on the Executive Board

Section 4 – Publicity Chair: The Publicity Chair:

- A. Handles all public announcements authorized by the President and formally notifies all concerned public agencies of current officers and changes of address
- B. Takes photos and secures pertinent information regarding each GAA event
- C. Determines appropriate media and handles all public correspondence and announcements as directed by the President
- D. Serves on the Executive Board

Section 5 – Website Manager: The Website Manager:

- A. Maintains the GAA Website
- B. Serves on the Executive Board

Section 6 – Members-at-Large: The Members-at-Large:

- A. Serve on and attend meetings of the Executive Board
- B. Serve as Greeters at each meeting, welcoming attendees and new members, and introduces them to others

Section 7 – Standing and Special Committees

Subsection a. Committees

The President shall appoint committees and their Chair, with the approval of other elected officers as necessary, for the conduct of business and programs of GAA. The duties of the committees will be designated and outlined at the time of their appointment.

Subsection b. Standing and Special Committees

There shall be standing and special committees as necessary for the conduct of business and programs of GAA. The President, with the approval of the Executive Board, shall appoint the Chair of each committee as soon as possible after his/her election, or when the committee is named. Chair of committees shall report on their activities as requested by the President.

Suggested committees: Programs, Shows, Displays, holiday or summer events etc. The duties and duration of each committee will be designated and outlined at the time of their creation/appointment.

Subsection c. Nominating Committee

A Nominating Committee shall consist of three members: one elected by the membership, one appointed by the President, one elected by the Executive Board. The committee shall be chosen in September. The committee shall elect its own Chair. The Nominating Committee shall prepare a slate of nominations for each office and present the slate at the November meeting.

ARTICLE 7 – Meetings

Section 1 – General Meetings

Regular meetings shall be held on the first Monday of each month, unless otherwise designated by the Executive Board. All regular meetings of the Greeley Art Association are open to the public. Agendas of regular meetings and the programs shall be sent via email to GAA members at least one week prior to the meetings.

Section 2 – Executive Board Meetings

- A. The Executive Board shall meet once a month, at a time agreed upon by the members of the Executive Board, or shall 'conference meetings' via email and/or ZOOM. Any Board member may call for a traditional, in person meeting and that request will be met.
- B. Quorum: A quorum for Executive Board meetings of GAA shall be a majority of the Executive Board membership present. [Quorum is defined as 51%].

Section 3 – Special Meetings

Special meetings may be called by the President for the transaction of urgent business, the time and place of such special meetings to be determined by the President. Special meetings may be called by five members of the Association, provided notice of said meeting shall be given to all members at least 48 hours before said special meeting.

Section 4 – Annual Meeting

The Annual Meeting, unless otherwise provided for by the Executive Board, shall be held in January, at which time new officers will be installed and reports shall be given.

Section 5 – Quorum

A quorum for all special and regular meetings of the Greeley Art Association shall be a majority of members present. [Quorum is defined as 51%].

ARTICLE 8 – Financial Obligation

Section 1 – Fiscal Year: The fiscal year of the Association shall be from January 1st to December 31st.

Section 2 – Treasurer's Audit: Review and approval of the financial books of GAA shall be authorized by the Executive Committee annually in January.

Section 3 – Fundraising: All fundraising activities shall be subject to the approval of the Executive Board and the membership of the GAA.

Section 4 – Funds Custodian: The Treasurer shall be custodian of all funds relating to GAA according to Article 5, Section 4.

ARTICLE 9 Parliamentary Authority

Robert's Rules of Order, newly revised, shall govern GAA in all matters to which they are applicable and in which they are not in conflict with these Bylaws.

ARTICLE 10 – Amendments

These By-Laws may be amended at any meeting of the Association by a two-thirds (2/3) vote of members present and voting, provided proposed amendments have been given in writing via email at least seven (7) days in advance. Consideration of review of the By-Laws shall be conducted at least every 5 years, or otherwise as necessary.

ARTICLE 11 – Amendment of the Certificate of Incorporation

A proposed amendment of the Association's Certificate of Incorporation may be adopted at any meeting of the membership, if notice of the proposed amendment has been sent to each member by regular postal mail (for members without email addresses) or email at least one week before a meeting, and thereupon a Certificate of Amendment accordingly shall be executed by the President or Vice President and the Recording Secretary and filed with the Secretary of the State of Colorado. Substantial compliance with the requirements of notice shall be sufficient for this purpose and for all other purposes of a meeting of the membership under these bylaws.

ARTICLE 12 – Dissolution

In the event of the dissolution of the Greeley Art Association, no part of the net earnings of the Art Association shall accrue to the benefit of any individuals; the assets of the organization shall be donated and distributed to an organization in the field of art.

Amended at Greeley, Colorado, this 5th day of May, 2025.

Gail Mothershed, President

Attest:

Claire McNear, Recording Secretary

Tom Mothershed, Vice President

Cameron Clements, Treasurer