

BYLAWS
of the
SKAGIT ART ASSOCIATION

The members of the Skagit Art Association, in order to create, foster and sustain an interest in the arts in Skagit County, and to further the understanding and appreciation of the art in all its forms on the part of the Association members and the public, and to sponsor displays, exhibitions and educational programs to the end that a better community may result; do set up and adopt these Bylaws.

ARTICLE I: NAME

The name of this organization is and shall be “The Skagit Art Association”, hereinafter referred to as SAA.

ARTICLE II: MEMBERSHIP

Section 1. Any person interested in the arts shall be eligible for membership, provided that a minimum of 65 per cent of the voting membership shall be Skagit County residents;

A. And further provided that, after ratification of these Bylaws, no new out-of-county applicants be admitted until that percentage is attained and thereafter maintained.

Section 2. The member year begins on the first day of June.

Section 3. SAA recognizes two classes of members, Voting Members and Associate Members.

A. 1. A Voting Member is a full member who makes timely and current payment of dues, attends SAA meetings, participates on Standing Committees, and SAA activities, provided that geographic residencies established in Section 1, above, are satisfied, and

2. A Voting Member has the right to vote at SAA meetings.

3. All SAA members are required to serve on a committee; if not, the Board has the right to drop SAA membership.

B. 1. Associate status is primarily intended for persons planning to assist the SAA in any of its activities; and,

2. An Associate Member shall not be eligible to vote at SAA meetings; and,

3. An Associate Member shall not be eligible to exhibit in any SAA art show; and,

4. An Associate Member who chooses to become a Voting Member, and does so after the first day of September, shall immediately be eligible to vote.

Section 4. A status of membership, important for eligibility in SAA shows is “continuous membership” which is maintained only when dues are paid on, or before, June 30 of each year. (*see Bylaws, SAA {PICKLE BARN} SHOWS Article IX*)

ARTICLE III. DUES:

Dues shall be regulated by simple majority vote at the February general meeting of SAA.

ARTICLE IV. OFFICERS:

Section 1. Election of Officer:

- A. Election of officers shall be conducted at the regular May meeting.
- B. New officers shall take office in June.
- C. The election of the officers shall be by secret ballot for contested positions.
- D. Each person shall hold only one elective office at a time.

Section 2. Titles and Tenure of Officers

- A. The officers shall be: President(s), Vice President, Secretary and Treasurer.
- B. Officers shall be elected for one-year terms, but are encouraged to serve two
- C. An officer may serve more than two successive terms with membership approval.

Section 3. Duties of Officers

A. The President

1. Shall preside at all SAA meetings and at all Executive Board meetings; and,
2. Shall appoint chairpersons of standing committees; and
3. Shall provide each incoming officer and committee chairperson with a written description of the duties of that office; and
4. Shall enforce the Bylaws of the SAA and Robert’s Rules of Order and all standing rules of SAA; and,
5. Shall vote only in case of tie votes; and
6. Shall be responsible for determining and declaring the presence of the quorum needed for each meeting; and,
7. Shall be responsible for appointing ad hoc committees to plan programs at meetings, nominate SAA officers, manage sales venues, and manage SAA’s video tapes and CDs.

B. The Vice President

1. Shall serve as presiding officer in the absence of the president; and,
2. Shall succeed to the presidency upon the resignation of the president. In case of such succession, the term of office shall end at the end of the regular term of the resigning president.
3. The vice president is encouraged to become the succeeding president when the current president's term of office ends.

C. The Secretary

1. Shall keep minutes of General and Executive Board meetings; and,
2. Shall conduct all SAA correspondence and,
3. Shall have at all meetings a copy of the Bylaws, and SAA (Pickle Barn) Rules, and Robert's Rules of Order; and,
4. Shall maintain a permanent file of the minutes of all general and Executive Board meetings; and,
5. Shall be responsible for transferring the file of minutes to the succeeding secretary.

D. The Treasurer

1. Shall maintain three separate accounts which shall include, the general SAA account, the Pickle Barn Account, and the Scholarship Account; and,
2. Shall keep a record of all receipts, expenditures, and audits; and,
3. As custodian of all SAA funds, will work with the accounting firm handling all SAA financial affairs; and
4. Shall keep all funds in a financial institution approved by the SAA Executive Board; and,
5. Shall serve as a mentor for the succeeding Treasurer; and
6. Shall serve as a member of the Finance Committee (see Article V, Section 5 below); and,
7. Shall provide to all Executive Board members a copy of current Treasurer's reports.

Section 4. The Executive Board

- A. Shall include the elected officers (President(s), Vice President, Secretary and Treasurer), and the chairs of six committees (Communications, Membership, Hospitality Scholarship, Bylaws, and Pickle Barn), and the immediate past President (a non-voting member); and
- B. Will meet monthly prior to the next general meeting,
- C. A quorum for Executive Board meetings shall be six (6) voting members;
- D. Only one SAA member of any group will present information, changes, or updates at a Board meeting.

Section 5. Resignations or Vacancies

- A. In the case of a resignation of an officer, or a non-resigned vacancy, the president shall appoint an interim officer for a term not to exceed three months.
- B. An election shall be held at a general meeting in time to maintain the three (3) month interim maximum.
- C. The term of office for an interim appointee shall end at the conclusion of the regular term of the reigning officers.

ARTICLE V: STANDING COMMITTEES

Section 1. Communication Committee

- A. Shall consist of two sub-committees (Newsletter and Web Site); and,
- B. The President shall appoint a Committee Chair who in turn, shall appoint a chair of each sub-committee; and
- C. The Newsletter Committee shall regularly publish and mail, no less than seven (7) days prior to the next general meeting, SAA newsletters to all members; and
- D. The Web Site Committee shall manage and maintain the SAA Web Site.

Section 2. Membership Committee

- A. The chairperson shall collect annual membership dues and Pickle Barn expense assessments; and,
- B. Shall maintain two up-to-date lists of members arranged in both alphabetical and chronological order of dues paid; and
- C. Shall maintain a detailed record of dates of
- D. f payments; and
- E. Shall provide a sign-in sheet for attendance at general meetings.
- F. The Chairperson shall provide all new members of SAA with a copy of the SAA Bylaws and the SAA (Pickle Barn) Shows rules.

Section 3. Finance Committee

- A. 1. The Finance Committee shall consist of three members appointed by the President; and,
 - 2. Shall include the outgoing and incoming Treasurers; and
- B. After the annual audit is completed, shall submit a written annual audit report at the October meeting; and
- C. Shall present a written, proposed budget at the October general meeting which shall be subject to membership approval by a majority vote.

Section 4. Hospitality Committee

- A. The Hospitality Committee shall arrange for refreshments at all SAA meetings; and,

- B. Shall be responsible for the supplies and equipment necessary for refreshments at all SAA meetings; and,
- C. Shall send cards of condolence or support to SAA members.

Section 5. Scholarship Committee

The Scholarship Committee shall administer the SAA Scholarship amount as directed by these Bylaws, Article VIII, SCHOLARSHIPS.

Section 6. Bylaws Committee

- A. The Bylaws committee shall be responsible for writing and publishing all proposals for revision and/or amendments to the Bylaws; and
- B. All Such proposals shall follow procedure for amending, or revising, as stated in these Bylaws. (*see AMENDING, Article IX, below*)

Section 7. Pickle Barn (PB) Committee

- A. The Pickle Barn chairperson shall organize PB Shows, appoint PB Committee Chairpersons; and
- B. Shall preside over all functions of the PB show; and,
- C. Shall be responsible for enforcing all PB Shows Rules in conformity with the Bylaws.

ARTICLE VI: MEETINGS

Section 1. Meetings

- A. Meetings shall be held, whenever possible, on the second Thursday of September; October; November; January; February; March; May; and June.
- B. Meeting time and location shall be set by the Executive Board.
- C. Emergency meetings may be called by the president. b

Section 2. Quorum

A quorum of forty five (45) percent of the total Voting Membership shall be present at general meetings in order to conduct business.

ARTICLE VII: DISSOLUTION

Should SAA be dissolved, all the assets remaining after satisfaction of all debts, shall be donated to the Skagit Valley College Art Department.
(*See also SCHOLARSHIPS, Article VIII, Section 4B, below*)

ARTICLE VIII: SCHOLARSHIPS

Section 1. Annual Award(s)

- A. A minimum of one scholarship of \$500 will be awarded annually to one or more art students.
- B. The number and value of scholarship awards will be determined by the amount of funds available in the SAA Scholarship account, at the discretion of the Scholarship Committee and the SAA Executive Board.

Section 2. Eligibility

The scholarship(s) shall be awarded:

- #1 priority – a returning student enrolled in the art curriculum at Skagit Valley College (SVC); or,
- #2 priority – an SVC student enrolling in any college or university, or State certified art school.

Section 3. Administration

- A. The scholarships will be administered by the college and may be disbursed on a quarterly basis.
- B. The Scholarship Committee shall notify SVC of the availability of the scholarship(s) no later than the first day of December preceding the year in which the awards will be made.
- C. The Scholarship Committee shall provide the SAA Executive Board with an annual report regarding the scholarship fund and its current recipients.
- D. Scholarship recipients will be required to be guest speaker(s) at a May or June SAA meeting.

Section 4. The Scholarship Account

- A. It shall be the responsibility of the SAA Treasurer and the Scholarship Committee to disburse the funds to recipient(s) in a timely manner.
- B. All interest accruing to the Scholarship account shall be reinvested in the fund or used for scholarships.
- C. Should the SAA be disbanded, the Scholarship Fund will be turned over to Skagit Valley College to be administered by the College according to the conditions set up to govern the fund. (*see also DISSOLUTION, Article VII, above*)

ARTICLE IX: **SAA SHOWS**

Preamble: whereas the Skagit Art Association was founded as a local organization organized for the encouragement and artistic development of beginning and advanced local artists, and the support of Skagit County art institutions, it therefore follows that Skagit County residents will take precedence in claiming eligibility for participation, in Pickle Barn Shows.

Section 1. Eligibility is determined by the Show Priority status of Members.

- A. Art in a Pickle Barn Shows are open to SAA Members using the following order of priorities:
 - 1. Priorities of eligibility a, b, c, and d;
 - a. Whose work has been approved through jury process by the full Board; and
 - b. Who pay dues and assessments on, or before, June 30, (Priority 1); and,
 - c. Who pay dues and assessments after June 30, but before September 1 (Priority 2); and,
 - d. Who currently have one or more years SAA membership; and,
 - e. Who have been SAA members for less than one year.
 - B. A new member who pays dues on, or after, the first day of September shall be eligible for PB shows during that member-year on a space available basis. *(see ARTICLE IX, Section 1.A.ABOVE)*

Section 2. Waiting List

- A. In the case of more applicants than available spaces, names of eligible members will be placed on a Waiting List, first in the order of priority status, and next in the order in which PB Assessments are received.
- B. If an applicant does not get into the show, his/her assessment will be refunded when the show opens. Anyone requesting an earlier refund will lose his/her place on the Waiting List.

Section 3. Responsibilities of Membership Committee and PB Committee and SAA President

- A. The Membership Committee chair shall be responsible for:

1. Collecting the PB Shows assessments; and

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2. For providing the PB Shows Chairperson with a chronological list of **voting** members who are eligible to participate in the PB Show.
- B. The PB Show Chair and the SAA President will share responsibility for overseeing the enforcement of these Rules.

Section 4. All operating rules for PB Shows are contained in a separate document – The Pickle Barn Shows Rules.

ARTICLE X: PARIAMENTARY PROCEDURE

Roberts' Rules of Order shall be used as the guide for conducting SAA meetings.

ARTICLE XI: AMENDING THESE BYLAWS

Section 1. These Bylaws shall be amended or revised, by the following procedure:

Step 1 – a proposal for amending must be presented by motion, in writing, at a general meeting; then,

Step 2 – the Bylaws Committee shall prepare the proposed amendment(s); and next,

Step 3 – the Newsletter shall publish the proposed amendment(s); and next,

Step 4 – at the first general meeting after publication of the proposed amendment(s) in the newsletter, the voting members may vote on the proposed amendment(s).

Section 2. Procedure for voting shall follow Roberts' Rules for voting on amendments as outlined here.

A. In the event that more than one proposed amendment is being considered, the voting members shall decide by vote, whether to:

1. Vote on each proposal separately (i.e., *one at a time*); or,
2. Vote on all of the proposals as a whole (i.e., *all or none*).

B. If the separate method of voting (*1a. above*) is selected, any change recommended for any one proposal will require that the process begin again with Step 1 for that proposal.

C. If the whole method of *voting* (*1b. above*) is selected, any change recommended for any one proposal shall require that the process begin again with Step 1 for all of the proposals.

Section 3. The vote to amend:

- A. Only those members who have been members for one member-year shall vote; and,

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- B. The motion to amend will carry with a 2/3 vote of the total voting membership of SAA; and,
- C. Any changes to a proposed amendment made after publication in the Newsletter will re-commence the amendment procedure over again as a new proposal starting with Step 1.

These Bylaws, amended in General Meeting of the SAA, June 11, 2015, replaced Bylaws of 2013, which replaced the Bylaws of 2008, which replaced the Bylaws of 2003, which replaced the Bylaws approved and ratified by the SAA Executive Board, 1957, revised and amended 1993, and 1998, and also replaced the SAA Constitution, adopted 1957, revised and amended 1993 and 1997, and 1998.

Stacy Murphy, SAA President _____

SAA SHOWS
PICKLE BARN SHOWS AND SALE RULES

In order to maintain a consistent and fair policy in managing annual Pickle Barn Shows (PB), the members of the SAA do hereby adopt these Rules. Nothing in these Rules shall be in violation of or contrary to, the SAA Bylaws.

Rule 1 – Eligibility: is determined by the SAA Bylaws, PB Shows, Article IX, Section 1.

Rule 2 – Waiting List: see SAA Bylaws, PB Shows, Article IX, Section 2.

Rule 3 – Show Entry:

- a. Expense assessment ---- An expense assessment will be accepted no earlier than June 1 postmark. SAA membership dues for the PB show year must be paid with, or prior to, the PB expense assessment. A Motion made at any general meeting and passing by a majority shall determine the amount of the assessment.
- b. Application-contract - Each member will receive an application-contract form, in June.
- c. Deadline – A signed application/contract and the expense assessment must be submitted by June 30 in order to retain priority 1 (*for priorities, see Bylaws Article IX, SAA (PB) Shows, Section 1A*).

Rule 4 - Exhibitor Spaces

- a. Spaces will be determined at the March meeting by drawing sealed numbers;
- b. Exhibitor's must be present to draw and shall draw only their own numbers, provided that exhibitors not in attendance to draw shall have their numbers drawn by the PB Committee as proxy;
- c. Individual exhibitors may not share, or reassign, or trade space without PB Committee approval; and all signage must be a maximum of no more than 14" x 18";
- d. Any space (half or full) which becomes available due to an exhibitor withdrawal (see Rule 6, below – *Withdrawal From Show*,) must first be offered to any

- exhibitor currently assigned a half-space, but who had requested a full space, and then to the first person on the waiting list;
- e. If two exhibitors share one space, each will pay fifty percent (50%) of full assessment, provided that each one must be a member and EACH ONE MUST FULFILL ALL REQUIREMENTS FOR EXHIBITORS;
 - f. Exhibitors will conform to allotted space assignments and Fire Marshall regulations;
 - g. Each exhibitor will be responsible for leaving his/her space as he/she finds it, and if a space is left with excessive damage as determined by the PB Committee, that exhibitor will be fined \$25.

Rule 5 - Responsibilities of Exhibitors

- a. Commission: The SAA will deduct a commission from all PB shows sales. A motion made at any general meeting and passing by a majority vote shall determine the amount of the commission, and this money will go into the Pickle Barn Account.
- b.
 1. Each exhibitor in the PB Spring Show shall attend four (4) SAA meetings during the member-year excluding social events, but including two of the last three meetings immediately preceding the PB Show;
 2. An exhibitor who fails to meet attendance requirements shall not be eligible to exhibit in the PB Show during that member year;
 3. An appeal to the Executive Board will need a 2/3 vote of board members present to excuse the violation;
- c. Every exhibitor will serve on at least one show-related committee;
- d. Work Shifts
 - 1. Each exhibitor shall accept assignments to the required shifts during the shows, and an exhibitor who does not satisfactorily fulfill his/her work obligations shall be assessed \$25 each time a suitable replacement is not provided; and further, be it known that this is critical factor in the success of the show due to the cooperative nature of the show which requires 100% support by all exhibitors, and
 - 2. These work shifts must be assigned by March 15 and presented to the PB Committee for approval; and,
 - 3. The work assignments chart will be posted at the Barn during shows;
 - 4. Every exhibitor will provide a stipulated fee for each opening reception;
 - 5. Exhibitors will not hold SAA liable for theft of art work,, or for damage due to water leaks or other causes, or any errors in advertising or publicity.

Rule 6 - Withdrawal from Show:

An exhibitor who wishes to withdraw from any PB Show must notify the PB Committee Chairperson at Least forty-five (45) days prior to the Show, or shall forfeit the Assessment fee.

- a. Refunds: the Assessment fee may be refunded up to forty-five days before any PB Show opens. A refund automatically removes an applicant from the waiting list.
- b. A withdrawal under extenuating circumstances, appealed to the Executive Board, will need a 2/3 vote of Board members present to excuse the withdrawal.

Rule 7. - Acceptable Artwork in the Pickle Barn Spring Show:

- a. Is restricted to fine art which includes paintings, drawings, prints, collages, 3D art, mixed media, cards, and photography, with a maximum of five (5) spaces allowed for photographers;
- b. No more than 20% (twenty percent) of a fine artists' hanging exhibit (with frames) shall be made up of photography;
- c. Only art work by the individual exhibitor is permitted;
- d. All art shall be juried in.
- e. Decision on questionable items is the responsibility of the PB Chair and the Executive Board who may reject anything deemed not acceptable under these guidelines.
- f. All work of an artist who refuses to comply with PB Shows Rules shall be removed from the current show; and the artist shall not be allowed to exhibit in the following year.

Rule 8 - Awards

- a. The three major award winning artworks shall not be eligible for PB judging on awards for a period of three (3) years but may be exhibited for sale, after the judges have left the premises.
- b. No artist may receive more than 20% of the awards assigned by our panel of judges.

Rule 9 - All PB Shows, other than the Spring Show:

- a. Will follow the PB Shows Rules except for commission and dates which will be determined by majority vote at regular meetings; and,
- b. May have their own chairpersons appointed by the Executive Board; and,
- c. May have different types of acceptable art work if so determined by majority vote at a general meeting.

Rule 10 - These Rules shall be amended, or revised, as follows:

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Step 1 – a proposal for amending must be presented by motion, in writing, at a general meeting; and next,

Step 2 – the motion to amend will pass with a majority vote; and next

Step 3 – the President of SAA shall be responsible for delivering the rule change to the Bylaws Committee chairperson; and

Step 4 – the Bylaws Committee will prepare, publish, and distribute the Rules as amended.

SAA Shows – PB Shows and Sales Rules, amended in General Meeting of the SAA, June 13, 2015, amended in General Meeting of the SAA October 9, 2008, amended January 10, 2008, adopted January 30, 2003.

President, Stacy Murphy _____