

**PACIFIC COAST ARTISTS
BY-LAWS
April 2019**

ARTICLE I. NAME

The name of this non-profit organization shall be the Pacific Coast Artists, an affiliate of the Society of Decorative Painters, and referred to herein as the SDP.

ARTICLE II. PURPOSE

1. The purpose of this Chapter shall be, in common with that of the SDP, to stimulate interest in and appreciation for, the art of decorative painting, with an emphasis of a positive environment for artists of all levels.
2. The specific and primary purpose of the association is to operate a professional association within the meaning of Section 23701e of the California Revenue and Taxation code.
3. This organization does not contemplate pecuniary gain or profit to the members thereof and is organized for non-profit purposes.

ARTICLE III. MEMBERSHIP

1. Membership in this Chapter is open only to persons who are members in good standing of the SDP as verified by January 31 of the current year and subsequently as new members join the chapter, and who, in accepting membership, thereby agree to be bound in all things not contrary to law by this constitution and by those of the SDP.
2. The general membership shall include all persons in good standing and interested in supporting the Chapter and who are interested in tole and decorative painting. All members shall have voting and office holding privileges.
3. Non-member guests may visit as specified in the standing rules.

ARTICLE IV. DUES

1. Membership dues shall be determined only by vote of membership.
2. Membership dues shall be paid annually for a 12-month period, shall be payable to correspond with payment of dues to SDP.
3. Amount of dues shall be stated in the Standing Rules.

ARTICLE V. MEETINGS

1. Regular meeting of this Chapter shall be held as stated in the Standing Rules and minutes published in the Newsletter and on the PCA website.
2. The Executive Board (see Article VII, Section I), shall have the authority to change dates of meetings, and set places and times for meetings, provided sufficient notice is given to members.
3. A quorum shall consist of not less than 1/5 of the members in good standing.
4. Members of the Board/Chapter may participate in meetings by means of a conference telephone call or other electronic means. Participation in such a meeting shall constitute presence in person at such a meeting.
5. The privilege of holding office, making motions, debating and voting shall be limited to members in good standing for the current calendar year.

ARTICLE VI. OFFICERS AND THEIR ELECTION

1. The elected officers of this Chapter shall be President, First Vice President, Second Vice President, Third Vice President, Secretary and Treasurer.

2. The term of office shall be two years. No elected officer may hold the same office for more than two consecutive full terms. Exceptions to this may be approved by the Executive Board.
3. Duties of officers shall be as follows:
 - a. The President shall serve with the responsibilities as stated in the Standing Rules. Any duties the President cannot perform shall be offered in descending order of Board positions.
 - b. The First Vice President shall preside in the absence of the President; shall assist the President and serve with the responsibilities as stated in the Standing Rules.
 - c. The Second Vice President shall serve with the responsibilities as stated in the Standing Rules.
 - d. The Third Vice President shall serve with the responsibilities as stated in the Standing Rules.
 - e. The Secretary shall serve with the responsibilities as stated in the Standing Rules.
 - f. The Treasurer shall serve with the responsibilities as stated in the Standing Rules.

ARTICLE VII. EXECUTIVE BOARD

1. The Executive Board shall consist of the elected officers and appointed committee chairpersons with voting positions of the Chapter as designated in the Standing Rules. The Past President may serve as Advisor to the Executive Board without voting privileges.
2. 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 submit to the Chapter for ratification of annual budget.
 - c. To review all non-budgeted expenses and make recommendations to the Executive Board for approval regarding payment.
3. A minimum of four meetings of the Executive Board shall be held in a calendar year. Majority for the Executive Board shall be majority of those in attendance. Special meetings of the Executive Board may be called by the President, and shall be called by the President upon written request of two members of the board.

ARTICLE VIII. FINANCES

1. The Executive Board, upon recommendation of the Treasurer, shall designate all financial institutions, which shall be the depository of Chapter funds.
2. To insure that accounting procedures are accurate, consistent and current, a year end audit of the Treasurer's records shall be performed by an audit committee designated by the Executive Board. The Treasurer shall not serve on the audit committee, consisting of 2 general members, but be available for consultation as needed. This committee shall verify the accuracy of the financial records of the Chapter prior to the Financial Year-End Report.

ARTICLE IX. APPOINTED STANDING COMMITTEES

1. Appointed Standing committees may be created as needed to promote the objectives and interest of the Chapter. The President, with the ratification of the Executive Board shall appoint chairs and members. Each committee member shall serve for a term of two years and may serve no more than four consecutive full terms in the same position.
2. Appointed Standing committee chair's voting duties as stated in the Standing Rules shall not exceed the number of elected officers (6).
3. Special committees may be created at the discretion of the President, with the approval of the Executive Board. The duties of any special committees shall be stated upon their

appointment, and such committees shall cease to exist when their final report is accepted or adopted.

4. Committee monies not specified in the yearly budget may not be expended without prior approval of the Executive Board.
5. The President may appoint a parliamentarian who shall attend both Board and Chapter meetings, but shall not be a voting member of the Board.

ARTICLE X. NOMINATIONS AND ELECTIONS

1. The Nomination Committee shall be formed by the President no later than August and a slate of officers shall be posted in the September newsletter.
2. Elections shall take place in October every other year.

ARTICLE XI. AMENDMENTS

1. Appointed Bylaws and Standing Rules review committee shall submit proposed amendments in writing to the Executive Board for review.
2. Prior to membership voting upon them, all proposed amendments to the By-laws and Standing Rules must be submitted to SDP for ratification.
3. After approval of SDP, these By-laws and/or Standing Rules must be printed in the Newsletter prior to voting. They may be altered or changed by a 2/3 vote of the members present at a meeting at which a quorum (1/5) is present.
4. If at two successive meetings, a quorum has not been present, these bylaws can be changed upon written ballot mailed / emailed to the members, provided that a majority of the members return the mailed /emailed ballot.

ARTICLE XII. PARLIAMENTARIAN AUTHORITY

Roberts Rules of Order, Newly Revised, shall be the parliamentary authority for all matters not in conflict with these bylaws or the bylaws of the SDP.

ARTICLE XIII. DISSOLUTION

In the event of dissolution of the Chapter, all liabilities and obligations of the Chapter shall be paid, satisfied, and discharged or adequate provision made therefore. Any remaining assets shall be distributed to Society of Decorative Painters Foundation or any other 501(c)(3) organizations as designated by the Chapter Board.