

OLIVE HYDE ART GUILD

BY-LAWS

ARTICLE 1 - NAME

Section 1

The name of this organization shall be the Olive Hyde Art Guild. Here after referred to as the Guild.

ARTICLE II - PURPOSE

Section 1

The purpose of this organization shall be:

- A. To assist with the program and activities of the Olive Hyde Art Gallery.
- B. To broaden the scope and impact of the Gallery within the City of Fremont and the Northern California art community.
- C. To promote an interest in and appreciation of the visual arts within the community.
- D. To encourage participation in activities involving the visual arts.

ARTICLE III - MEMBERSHIP

Section 1

Membership shall be open to any individual or family who is interested in furthering the purposes of the Guild. Members may participate in any Guild program or activity, may vote, hold office, and serve in elective and appointed capacities. Members pay annual dues, amounts to be determined periodically by the Guild Membership upon recommendation of the Board of Directors. The Membership categories shall be Student, Senior (65 years and older), Individual, Family (Two adults from one household), Sponsor*, Patron*, Benefactor*, and Business Member*. The categories listed with an asterisk (*) show memberships not required to participate in the operations of the Guild and are tiered based on monetary contribution.

Section 2

The dues for each membership category shall be determined from time to time by vote of the Guild.

The dues structure shall be determined prior to the beginning of any membership year, such year to run from July 1, to June 30.

ARTICLE IV - OFFICERS

Section 1

The elected officers of the Guild shall be active members and shall be in good standing. The elected officers shall consist of the following:

President
Vice President (President elect)
Secretary
Treasurer

Section 2

The duties and powers of each officer shall be those normally associated with such office in addition to any specific responsibilities which may be assigned thereafter.

ARTICLE V - BOARD OF DIRECTORS

Section 1

The Board of Directors shall consist of the elected officers as specified in Article IV, Section 1, and chairpersons of the following committees:

Program
Ways and Means
Hospitality - Receptions
Hospitality - Programs
Membership
Membership - Business
Publicity

All officers and chairpersons shall be elected by the membership of the Guild. The management and control of the property, funds and affairs of the Guild shall be administered by the Board of Directors on behalf of the Guild membership. The Board shall adopt its own rules and procedures, not inconsistent with these By-Laws and the Articles of Incorporation. Each officer and committee chairperson to have one vote.

Section 2

Vacancies occurring on the Board of Directors are to be filled by appointment of the President, subject to approval by the Board of Directors, with such appointment to serve until the next regular election.

ARTICLE VI - NOMINATIONS AND ELECTIONS

Section 1

The President shall appoint a Nominating Committee during the month of March of each year, consisting of three members of the Guild in good standing. The Committee shall announce a slate of candidates to the membership in the May Newsletter of each year. Additional nominations may be submitted to the Nominating Committee prior to the May Board meeting, providing the members are in good standing and have given consent for their names to be placed in nomination.

Section 2

The Term of office shall be for one (1) year or until the newly elected officers are officially installed. No officer shall be eligible for more than (2) consecutive terms in the same office.

Section 3

A general election shall be called in May of each year by mail-in and/or email ballot and must be received by the Secretary no later than June first.

Section 4

The annual meeting shall be held in June, unless otherwise ordered by the Board of Directors, for the purpose of the installation of officers, annual reports of the officers and standing committees and other business as may properly come before the meeting.

ARTICLE VII - MEETINGS - QUORUM

Section 1

General meetings may be called by the President, a majority vote of the Board of Directors, or written petition signed by ten (10) percent of the members in good standing.

Section 2

Meetings of the Board of Directors shall be conducted monthly at a date, time, and place as determined by the Board. Special meetings of the Board may be called at any time by the President.

Section 3

Business may be conducted at any general or special meeting of the Guild by majority vote of those present, providing that those in attendance shall be at least ten (10) percent of the active members in good standing. Business may be conducted at meetings of the Board of Directors, providing that at least five (5) members of the Board are present.

ARTICLE VIII - ROBERT'S RULES OF ORDER

Section 1

Business for all Guild meetings and Board of Directors shall be conducted according to the current issue of Robert's Rules of Order, Revised.

ARTICLE IX - AMENDMENTS

Section 1

These By-Laws may be altered, replaced, or amended by an affirmation vote of two-thirds (2/3) of the members present and voting at any general or special meeting of the Guild, provided that the notice of the proposed alteration, repeal, or amendment be contained in a notice of the meeting which has been mailed and/or emailed two (2) weeks prior to the date of the meeting.

Amended April 25, 1990 - ARTICLE III, Section 1 and 3. ARTICLE V, Section 1.
ARTICLE VI, Section 1,3, and 4.
Effective July 1, 1990.

Amended March 13, 2013 - ARTICLE III, Section 1,2,3,4. ARTICLE IV, Section 1.
ARTICLE V, Section 1. ARTICLE VI, Section 1, 3. ARTICLE VII, Section 1, 2, 3.
ARTICLE VIII, Section 1. ARTICLE IX, Section 1.
Effective July 1, 2013.