

DUBLIN AREA ART LEAGUE BYLAWS

ARTICLE I - NAME

- 1.1 This organization shall be known as the Dublin Area Art League, hereinafter referred to as DAAL.

ARTICLE II - PURPOSE

- 2.1 The purpose of DAAL is to support and encourage its artist members through interaction with fellow artists, to educate through workshops, demonstrations, and lectures, and to provide opportunities for presentation of local art to the community.
- 2.2 Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code or corresponding section of any future federal tax code.
- 2.3 No part of the net earnings of the organization shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable Compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE III - MEETINGS AND OPERATING YEAR

- 3.1 The meetings shall be held on the third Thursday of each month except in June, July, and August.
- 3.2 The DAAL operating, fiscal, and membership year shall begin on July 1 and run through June 30.

ARTICLE IV - MEMBERSHIP

- 4.1 Membership shall be open to area fine artists, photographers, digital artists, and art supporters upon payment of the annual dues. Fine arts, in this context, include both 2D and 3D art.

ARTICLE V - DUES

- 5.1 Dues shall be payable during July. Members in arrears by the September-meeting shall be notified and dropped from the membership roster. Dues paid by members joining between May 1 and June 30 will cover the current and the following membership year.

ARTICLE VI – BOARD OF TRUSTEES

- 6.1 DAAL shall be governed by a Board of Trustees (“Trustees”), which shall have all the rights, powers, privileges, and limitations of liability of directors of a non-profit corporation organized under the Non-Profit Corporation Act of Ohio. The Trustees shall establish policies and directives governing business and programs of DAAL and shall delegate to the officers, subject to the provisions of these Bylaws, authority, and responsibility to see that the policies and directives are appropriately followed.
- 6.2 The Board of Trustees shall have up to seven (7) members but no fewer than three (3) members. The number of Trustees may be increased or decreased within this range (and subject to 6.3) by a majority vote of a Quorum of current Trustees.

- 6.3 The Officers elected pursuant to Article VIII of these Bylaws shall serve Ex-officio as Trustees. The President elected pursuant to Article VIII shall serve as chair of the Board of Trustees. The Secretary elected pursuant to Article VIII shall serve as the Secretary of the Board of Trustees.
- 6.4 The term of a Trustee shall be two (2) years.
- 6.5 Each Trustee shall have the right to resign at any time upon written notice Thereof to the Chair of the Board or Secretary. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof, and the acceptance of such resignation shall take effect upon receipt thereof and the acceptance of such resignation shall not be necessary to make it effective.
- 6.6 A Trustee may be removed, with or without cause, at any duly constituted meeting of the Board of Trustees, by the affirmative of a two-thirds majority of then-serving Trustees.
- 6.7 The Board of Trustees meetings may be held at such time and place as shall be determined by the Trustees and may be in-person, telephonic, or electronic.
- 6.8 The Secretary shall be responsible for the recording of all minutes of each meeting of the Board of Trustees.
- 6.9 In the event a Trustee is unable to serve a full term, the remaining Trustees may appoint a member to fill the vacant position. For ex-officio Trustees, see Article VII.

ARTICLE VII - OFFICERS

- 7.1 The elected officers shall be: President, one or more Vice-Presidents, Secretary, and Treasurer.
- 7.2 Officers shall serve for a term of two (2) years.
- 7.3 In the event an officer is unable to serve a full term, the Trustees shall appoint a member to fill the vacant position.

ARTICLE VIII – ELECTION OF OFFICERS/TRUSTEES

- 8.1 The election of officers (who shall serve ex-officio as Trustees) shall be conducted at the May meeting, and Officers and Trustees elected shall take office

at the beginning of the subsequent operating year

- 8.2 The Nominating Committee shall be composed of the President, as advisor, and three volunteer members. The committee shall designate one of its members as Chair. The committee shall prepare a slate of officers (one member for each office), which the Chair shall present at the May meeting. If there are no nominations from the floor, the full slate will be put to a voice vote. If there are nominations from the floor, resulting in more than one member standing for any office, that officer shall be elected by a simple majority vote of the members.

ARTICLE IX - EXECUTIVE BOARD

- 9.1 The Executive Board shall consist of the President, Vice-President(s), Secretary, Treasurer, Past President, and current committee chairs.

ARTICLE X - COMMITTEES

- 10.1 The activities of DAAL shall, in part, be conducted through the work of standing committees and by such ad hoc committees as shall be deemed necessary.
- 10.2 The following are the DAAL standing committees: Program, Show, Membership, Communications, and Scholarship.
- 10.3 Committee chairs shall be appointed by the President with the approval of the Executive Board. The Executive Board shall constitute the Program Committee with the Vice-President(s) serving as chair(s).
- 10.4 The size of committees shall be determined by the chair of each committee based on need, or the chair may serve alone.

ARTICLE XI - QUORUM

- 11.1 The number of members present at a regular or special meeting of the membership shall constitute a quorum to conduct business. If a vote results in a tie, the President shall be the deciding vote.

11.2 At a meeting of the Executive Board, the presence of three (3) persons shall constitute a quorum to conduct business. If a vote results in a tie, the President shall be the deciding vote.

11.3 At a meeting of the Board of Trustees, the presence of three (3) persons shall constitute a quorum for the transaction of business. If a vote results in a tie, then the vote of the Chair of the Board of Trustees shall be the deciding vote. Ex-officio trustees shall be counted in the determining a quorum. If vacancies on the Board of Trustees result in less than three current trustees, the remaining trustee(s) shall represent a quorum.

ARTICLE XII – AMENDMENTS

12.1 The Bylaws may be amended by the members by a two-thirds majority vote of a quorum.

ARTICLE XIII – DUTIES OF THE OFFICERS

13.1 The President shall oversee all of the activities of the organization; he/she shall preside at all membership and Executive Board meetings and shall be an ex-officio member of all committees.

The President shall appoint all committee chairs with the approval of the Executive Board.

The President, or his/her appointee, shall be responsible for seeking financial aid and for forming ad hoc committees as necessary.

13.2 The Vice President(s) shall preside at meetings in the absence of the President and shall discharge other duties as deemed necessary by the President.

The Vice President (s) shall serve as chair of the Program Committee and be responsible for planning the activities and events for monthly meetings, as well as the location of said meetings.

- 13.3 The Secretary shall keep the minutes of all regular meetings and Executive Board and meetings and shall handle other necessary correspondence.

The Secretary shall keep attendance at regular meetings and at Executive Board meetings.

- 13.4 The Treasurer shall collect all dues, disburse funds, prepare a budget, maintain accurate financial records, and report to the Trustees and Executive Board on all monies received and disbursed.

The Treasurer shall maintain an up-to-date list of paid members.

ARTICLE XIV – DUTIES OF THE EXECUTIVE BOARD

- 14.1 The Executive Board shall assist the Vice President(s) in planning activities for the year, in coordinating the work of the various committees, and in approving any Presidential appointments and decisions.

- 14.2 The Executive Board shall apply for grants to cover League objectives.

ARTICLE XV - DUTIES OF COMMITTEE CHAIRS

- 15.1 The Show Committee, under direction of its Chair, shall be responsible for conducting member exhibits and securing the judge(s) for the Fall and Spring All-Member Show and other shows as needed.

- 15.2 The Chair of each show shall review and revise, if appropriate, the rules for entry/ participation in that specific show, and shall submit these rules to the President for Executive Board approval.

- 15.3 The Communication Committee/ Chair shall be responsible for publicizing the activities of the League, maintaining the newsletter, and maintaining a record of activities for grant application.

- 15.4 The Scholarship Committee/ Chair shall be responsible for reviewing and revising, if necessary, the criteria for scholarship application. Chair shall

contact Dublin Schools personnel regarding criteria, and after deadline, the committee will review and select recipients.

15.5 The Membership Committee/ Chair shall assist in recruiting new members and maintain an up-to-date membership directory. The directory shall be available to the membership and updated as often as necessary.

15.6 The size of committees shall be determined by the Chair of each committee based on need, or the Chair may act independently.

ARTICLE XVI – FINANCIAL REPORTING

16.1 The Treasurer shall complete required IRS forms, report to the Ohio Attorney General as to our charity status and ensure that DAAL complies with all applicable governmental filing requirements, including the payment of any required taxes and fees.

16.2 Annually, the Treasurer shall prepare a budget to be presented to the Board of Trustees for approval.

16.3 Upon request, but no less than annually, the Treasurer shall prepare a report of financial results and provide this report to the Trustees and the Executive Board.

ARTICLE XVII - LEAGUE-OWNED EQUIPMENT

17.1 Virtually all equipment owned by DAAL has been purchased with tax money granted to DAAL by the City of Dublin. Therefore, use of such equipment shall be restricted to DAAL activities, the exhibition of art by DAAL members, non-profits approved by the Executive Board, or to those activities in which DAAL may participate for the benefit of the Dublin community. Maintenance of said equipment and replacement of damaged or lost equipment shall be the responsibility of DAAL.

The condition and maintenance of equipment shall be under the supervision of the Show Chair, who shall report to the President

As revised and adopted 9/19/2024

and the Executive Board on such matters.

ARTICLE XVIII - DISSOLUTION OF DAAL

18.1 Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

I attest that these revised bylaws were duly adopted by a two-thirds majority vote of the membership present on September 19, 2024.

Lorraine Severance date: 9-19-24
Lorraine Severance
Secretary