

AUSTIN FIBER ARTISTS

Chapter Bylaws

I THE ORGANIZATION

- A. The organization name is Austin Fiber Artists (AFA)
- B. The fiscal year of the organization begins June 1st and ends May 31st.

II PURPOSE

The purpose of the Austin Fiber Artists is to:

1. Promote and advance fiber art with the education of its members and the public through exhibitions, workshops, wearable art style shows, and educational activities.
2. Promote mutual understanding and cooperation in artistic endeavors among fiber arts organizations.
3. Promote mutual understanding and cooperation in artistic endeavors among Austin area arts organizations.

III MEMBERSHIP

Individuals who are actively involved in the creation of original fiber art and/or who are interested in promoting fiber as art, will receive full membership privileges, including voting, upon payment of annual dues. (See Section IX, Dues)

IV MEETINGS

- A. Meetings of the general membership will be held monthly, or more often if so designated by the Board of Directors, at such place and time as may be designated by the Board.
- B. Special meetings of the members, for any purpose, may be called by the Board, or by a quorum (51%) of the membership, at such place and time as may be designated by that group calling the meeting. Only the business topic of the special meeting may be discussed. Written notice must be sent by U.S. mail or e-mail to all members seven days prior to a meeting with the specific issue(s) noted and an agenda included.
- C. Approval of any action is by majority: greater than 50%, voted by those members in attendance at the general meetings, unless otherwise specified in these bylaws. For non-routine matters, an exact count of attendance and the vote must be taken.

V OFFICERS AND DIRECTORS

- A. The Austin Fiber Artists shall be governed by the Board of Directors (the "Board") composed of the elected offices of President, two Vice Presidents, Secretary, Treasurer, Membership Chair, Communications Chair, Parliamentarian, and four at-large members.
- B. Each new board shall have no fewer than 2 members who have not served on the board in the previous two years.
- C. Officers shall be elected for a term of one year.
- D. Meetings of the Board of Directors will occur on a regular basis throughout the fiscal year, as designated by the President, provided that the board shall meet at least four

times each year. In order to transact business, a quorum consisting of 51% of the Board must be present.

- E. Each member of the Board of Directors is allotted one vote, regardless of the number of positions on the Board that person may hold.
- F. The Board of Directors may appoint committees that it deems necessary. Committee Chairs shall hold their positions for such term and with such powers and perform such duties as shall be determined by the Board. (See Section VIII, Committees)
- G. An officer may be removed from office after three consecutive absences from Board meetings or for reasons deemed by the Board to require dismissal.

VI DUTIES OF OFFICERS

A. The President shall:

1. be responsible for the governing of the organization;
2. call and preside at all board and general meetings;
3. maintain fiduciary responsibility;
4. serve as the liaison to other arts and community groups;
5. be responsible for mentoring the 1st Vice President.

B. The 1st Vice President shall:

1. perform the duties of the President in the event of absence;
2. assist the President as required;
3. be responsible for programs.

C. The 2nd Vice President shall:

1. perform the duties of the 1st Vice President in the event of absence;
2. assist the President as required;
3. be responsible for workshops and fundraising.

D. The Secretary shall:

1. keep minutes of all board and general meetings;
2. be responsible for the general correspondence for the organization as delegated by the President;
3. submit a copy of the minutes of all meetings to the President in a timely fashion;
4. collect and archive any printed matter, digital files and photos that pertain to the activities of the organization and its members and otherwise keep records of the actions and growth of the organization;
5. at the end of the term, submit to the President a separate and current list of all duly accepted resolutions and a current copy of the Bylaws and any Standing Operating Procedures and Policies.

E. The Treasurer shall:

1. receive and disburse all funds upon proper authorization;
2. account for all monies collected;
3. submit, in writing to the President, a financial report at the close of the fiscal year;
4. present a financial record to the membership at least semiannually;
5. provide financial data for an audit at the close of the fiscal year.

F. The Membership Chair shall:

1. actively recruit new members;
2. see that all new members receive all appropriate materials and have all information necessary to actively participate in all activities of the organization;
3. maintain membership records.

G. The Communications Chair shall:

1. oversee the publication of the newsletter;
2. oversee the maintenance of the website;
3. arrange for publicity for all outreach and fundraising projects and events;
4. keep the AFA membership abreast of activities in the community that may be of interest.

H. The Parliamentarian shall

1. serve on an ex-officio basis;
2. provide process guidance in Board meetings and membership meetings;
3. assist the president to ensure that operating policies are consistent with these bylaws.

I. The At-Large Members shall perform such duties as designated by the Board to further the goals of the organization.

VII STANDING COMMITTEES AND COMMITTEES

- A. The Nominating Committee shall be composed of two Board members appointed by the President and three members appointed by the membership at the January meeting.
- B. The Budget Committee shall consist of the newly elected President and Treasurer and the current President and Treasurer and shall present a budget and recommend dues for the fiscal year to the Board of Directors who shall present the budget to the membership in May.
- C. An Audit Committee consisting of the newly elected Treasurer and two other members appointed by the Board shall audit the Treasurer's financial records at the end of every fiscal year.
- D. Committees shall be formed to support the functions of Communications, Programs, Workshops, Fundraising and Membership.

VIII DUES

- A. Annual dues shall be recommended by the Budget Committee to the Board of Directors for approval and shall be presented to the members in May as part of the Budget.
- B. Dues shall be payable to the Austin Fiber Artists, and must be sent to the Membership Chair during the first 60 days of the fiscal year. Members whose dues are delinquent after that date shall be dropped from the membership. No notice is required. Dues may be prorated for new members.

IX ELECTIONS

- A. The Nominating Committee shall propose a slate of officers to be announced no later than the March General Meeting. The Nominating Committee shall have obtained consent of all persons to be nominated for office.
- B. Elections of officers by the members shall be held at a general membership meeting at least two months preceding the new fiscal year. Nominations may also be made from the floor at any time between the announcement of nominations and the time of the election, with the consent of the person nominated.
- C. The election shall be final by a show of hands of members present at the meeting. In a contested election, the vote will be by written ballot.
- D. Should a vacancy occur by the resignation of an officer-elect, the previously appointed Nominating Committee shall present a candidate at the first regular general membership meeting following the resignation.
- E. A vacancy in any office, except President, shall be filled by appointment made by the Board for the un-expired portion of the term. In the vacancy of the Presidential office, the 1st Vice President shall have and may exercise the powers of the President. In the absence of the 1st Vice President, the Board will designate a successor.

X AMENDMENTS

These Bylaws may be amended by a two-thirds majority vote of the membership. Notification of proposed changes to the Bylaws must be published at least one month prior to voting.

XI AUTHORITY

- A. The rules contained in the current edition of Robert's Rules of Order shall govern Austin Fiber Artists in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the organization may adopt.
- B. Sections of these Bylaws are superceded by any State of Texas or Federal regulations, rulings and procedures with which they are inconsistent.
- C. Electronic meetings, communications and voting by the Board of Directors and by the general membership shall be allowed, consistent with specific provisions of these Bylaws. Guidelines for electronic meetings and voting shall be set by the Board of Directors and voted on by the membership.
- D. The Board of Directors has the authority to set operating procedures and policies for AFA.

XII DISSOLUTION

When the Organization dissolves, all of its assets will be distributed to the Federation of Fiber Artists or to another organization exempt from taxation under Internal Revenue Code Section 501(c)(3), which has goals similar to those of the Austin Fiber Artists.