

Instructions for Chapter Bylaws

You are required to adopt the Bylaws as written. These versions have been written to ensure you comply with all rules and requirements for a SALI (dba IDAL) Chapter. There are a few sections that can be substituted for each other. These sections and instructions are listed below. **Please remember, if you change even one word of the Bylaws it must go through a review process with the National Board.**

Below are the four (4) sections and alternate wording that you can choose. Please read each version carefully, choose the one that works for your chapter and then cut and paste it into the appropriate section of the Bylaws. There are also a few places where dates or names must be completed. These are indicated with light grey text. You must then present the finished version of your Bylaws to your Chapter and a vote must be held to accept them. The vote must include a quorum of at least 1/5 of the current Chapter membership.

Section 1. Chapter

The affairs of the Chapter shall be controlled and administered by an Executive Committee, which shall be composed of four members, which will be: President, Vice President, Secretary, and Treasurer.

or

The affairs of the Chapter shall be controlled and administered by an Executive Committee, which shall be composed of five members, which will be: President, Vice President, Second Vice President, Secretary, and Treasurer.

Section 1. Positions

The officers of the Chapter shall be a President, Vice President, Secretary, and Treasurer.

or

The officers of the Chapter shall be a President, Vice President, Second Vice President, Secretary, and Treasurer.

Section 2. Method of Election

The general members shall elect all officers for a term of one year. A majority of a quorum present shall be necessary to constitute an election. Elections will take place at the September meeting.

or

a. The general members shall elect all officers for a term of two years. A majority of a quorum present shall be necessary to constitute an election. Elections will take place at the September meeting.

b. Board members will be elected in an alternating pattern to avoid complete replacement of the board at one time. The President and First Vice President will be elected at the end of even years (2006, 2008, etc). The Second Vice President, Secretary, and Treasurer will be elected at the end of odd years (2005, 2007, etc.)

Vice President

Will act in President's absence at meetings and be responsible for coordinating all new members activities including recruitment and helping new members through the registration process. Will be responsible for locating a suitable meeting place for all monthly meetings, for coordinating all members for any fundraising activities, and for overseeing all standing and special committees.

or

Will act in the President's absence at meetings and is responsible for coordinating all new members activities including recruitment and helping new members through the registration process.

Second Vice President

The Second Vice President will be responsible for locating a suitable meeting place for all monthly meetings, responsible for coordinating all members for any fundraising activities and overseeing all Standing and Special Committees.

Chapter Bylaws of International Decorative Artisans League

Article One Organization:

Section 1. Name and Affiliation

- a. The name of this Chapter of the Stencil Artisans League, Inc. (dba International Decorative Artisans League; IDAL) shall be Chapter Name
- b. All Chapters are under the supervision and control of IDAL as is required by the IRS for affiliation.

Section 2. Purpose

- a. The purpose of this Chapter shall be, in common with that of IDAL, education and preservation of the art of stenciling and related art forms
- b. The Chapter's mission statement is: IDAL is an international association of artisans, businesses and educators that provides inspiration, public awareness and member growth through education, philanthropy, and preservation of the arts.

Article Two Membership:

Section 1. Membership Qualifications

- a. Membership in this Chapter is open to persons who are members in good standing of IDAL, and who, in accepting membership, thereby agree to be bound in all things not contrary to law by these bylaws and those of IDAL.
- b. Non-resident members of IDAL may visit this Chapter as specified in the standing rules.
- c. Non-member guests may visit as specified in the standing rules.

Section 2. Membership Application and Election.

Application for membership shall be made in writing in the name of the applicant giving such information as is required on an application form approved by the Executive Committee. Membership will be made upon appearance at Chapter meeting and/or payment of Chapter and National dues (or presentation of proof of payment).

Section 3. Membership Suspension and Termination.

- a. A member may be suspended for a period or expelled for cause, such as violation of any of the bylaws or standing rules of Chapter, or for conduct prejudicial to the best interest of

the Chapter. Suspension or expulsion shall be by a two-thirds vote of the membership of the Executive Committee, provided that a statement of the charges shall have been mailed by registered mail to the member under charges at his last recorded address at least fifteen (15) days before final action is taken thereon, this statement shall be accompanied by a notice of the time when and place where the Executive Committee is to take action. The member shall be given the opportunity to present a defense at the time and place mentioned in such notice.

b. When any member shall be in default of payment of dues for a period of thirty (30) days from the beginning of the fiscal year of the Chapter or period for which such dues become payable, his membership may thereupon be terminated by the Executive Committee in the manner provided therein. The interest in the funds, property, and other assets of the Chapter of every member whose membership shall terminate for any reason, except the dissolution of the Chapter, shall immediately cease, and such member shall have no claim against the Chapter or against the other members.

Article Three Meeting

Section 1. Meeting Terms

Regular meeting of this Chapter shall be held as stated in the standing rules.

Section 2. Logistics

The board of directors shall have authority to change dates of meetings, and to set places and times for meetings, provided sufficient notice is given to members.

Section 3. Quorum

A quorum shall consist of not less than $\frac{1}{3}$ of the membership.

Section 4. Privileges

The privilege of holding office, making motions, debating, and voting shall be limited to members in good standing for the current calendar year.

Section 5. Voting

Voting by mail or proxy is not permitted unless an exemption is stated elsewhere in these bylaws.

Article Four Executive Committee

Section 1. Chapter

There will be no limit on the number of terms any one person may hold a position on the board, provided the person continues to be elected into that position.

Section 2. Qualification

Election of the Executive Committee is restricted to members not past due in respect to the payment of dues to the Chapter and the National League.

Section 3. Installation of Officers

After the election of the new Chapter officers, the retiring President shall oversee installation of newly elected officers at the October meeting.

Section 4. Executive Committee Meetings

- a. The Executive Committee shall meet at such times and places as may be determined by the President or the Executive Committee, and transact all business of the Chapter requiring attention. A majority of the members of the Executive Committee shall constitute a quorum. A majority vote of all members present shall be sufficient to adopt measures coming before the Executive Committee.
- b. Meetings of the Board of Directors shall be held either prior to or following regular Chapter meetings according to the standing rules. Meetings shall be held as necessary with a minimum of four per fiscal year.
- c. Majority shall constitute a quorum.

Section 7. Duties

- a. To transact necessary business in the intervals between Chapter meetings and other business referred to it by the Chapter.
- b. To submit an annual budget to the Chapter for approval.
- c. To review all non-budgeted expenses and make recommendations to the Chapter regarding payment.
- d. To assure that the Chapter follows all the rules, regulations and requirements of IDAL

Section 6. Standing Committees

The President is authorized to enlist a large and active corps of participants from all classes of Chapter membership to serve on standing committees working on behalf of the Executive Committee and the entire membership. There shall be no limitation on the eligibility for appointment to such committees.

- A. Nominating Committee. The Nominating Committee shall be appointed by the President and shall consist of not less than three members. The Nominating Committee shall prepare a slate of proposed officers for presentation at the meeting just prior to that during which elections will be held.
- B. Special Committees. The president may, at any time, appoint other committees, as needed, on any subject for which there are not Standing Committees, upon approval of two-thirds of the Executive Committee.

Article Five Chapter Officers

Section 1. Positions

Section 2. Method of Election

Section 3. Duties of Officers

The duties and powers of the officers of the Chapter shall be as follows:

President

Will preside over Chapter and Executive Committee meetings; approve meeting agendas, fundraisers, and other Chapter business; be the representative of Chapter to the National League; serve as education chairman; be responsible along with the Executive Committee for setting the monthly meeting agendas.

Vice President

Secretary

Will take minutes at Chapter meetings. Will prepare and send monthly minutes to National. Shall maintain and update Chapter member list and distribute as needed. Will prepare and edit and distribute the Chapter's monthly newsletter. Will send Bylaws and Standing Rules amendments to National as needed. Will send a current list of Chapter officers to National by September 30th of each year.

Treasurer

Will do all bookkeeping for Chapter, keep accurate records of monies received and disbursed, pay rent for meetings rooms if needed, and collect annual Chapter dues and any fees required for classes and special events. Will also complete and deliver to President the annual financial report as required by IDAL. Will make disbursements to teachers and for other Chapter expenses when provided with receipts and proper documentation.

Section 4. Bond of Treasurer

The Treasurer shall, if required by the Executive Committee, give to the Chapter such security for the faithful discharge of his duties as the Executive Committee may direct.

Section 5. Vacancies

All vacancies in any office shall be filled in the Executive Committee without undue delay, at its regular meeting, or at a meeting specially called for that purpose.

If a member of the board needs to step down for any reason, the remaining three board members will choose a replacement to serve out the remainder of the term. This replacement must be approved by all three remaining board members.

An existing board members may be asked to leave the board and be replaced if three board members agree to the removal of that member and on that member's replacement.

Section 6. Dues and Revenues

- a. The Chapter dues and revenues shall be fixed from time to time by a vote by Chapter members and recorded in the Standing Rules.
- b. The fiscal year end shall be December 31st.

Article Six Amendments and Changes

Section 1. The general membership shall have the power to alter, amend, or appeal the bylaws or adopt new bylaws, by a vote at the regular monthly meeting of the Chapter, provided the bylaws at no time shall contain any provision inconsistent with law or the Articles of Incorporation of the League.

- a. Proposed amendments to these bylaws shall be submitted in writing to the President for review by the Executive Committee
- b. These bylaws may be altered or changed by a $\frac{2}{3}$ vote of the members present at a meeting at which a quorum is present, provided the proposed changes have been presented in writing to the members at least two weeks prior to the the meeting at which voting takes place. Online Chapters may use electronic ballots and votes in lieu of attendance at a meeting.
- c. If at two successive meetings a quorum has not been present, these bylaws may be changed upon written ballot of the members, provided that majority of members return the written ballot.

CHAPTER ARTICLES and REQUIREMENTS

1. Chapter Name is chartered as an affiliated Chapter of the International Decorative Artisans League.

2. Chapter is subject to the supervision and control of International Decorative Artisans League, as provided for in the Requirements of Affiliated Chapters to the National League, as amended from time to time.

REQUIREMENTS OF AFFILIATED CHAPTERS TO THE NATIONAL LEAGUE

1. The purpose of the Chapter as stated in the Chapter's bylaws is consistent with that of the International Decorative Artisans League as contained in its articles of incorporation :

a. The corporation is organized for the following purposes: to cultivate, foster, encourage and promote interest and participation in the art of stenciling; to promote the improvement and advancement of the state of the art of stenciling both as to methodology and finished processes; to inform members of activities in the art; and to do all things necessary for the enhancement of the art.

b. The purposes for which the corporation (IDAL) is organized are exclusively religious, charitable, scientific, and literary and education within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal law. Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

2. The current Mission Statement of International Decorative Artisans League is also to be included in Chapter bylaws.

3. The Chapter's governing documents (bylaws) must conform to the Stencil Artisan's League, Inc. Chapter bylaw requirements as amended from time to time. Proposed bylaw changes must be submitted to the National office for review for compliance. If no conflict exists, the Chapter will be notified of National's approval and record such changes in the Chapter file.

4. Chapter presidents are required to maintain a permanent record of Chapter Bylaws, Standing Rules and any changes to each.

5. The Chapter is not a private foundation.

6. The Chapter has filed for and received its own Federal EIN and is prohibited from using the International Decorative Artisans League EIN.

7. All Chapter members have and maintain paid-up membership in International Decorative Artisans League.

8. Membership in the Chapter is open to all who support the objectives of the Chapter and who are interested in affiliation with a Chapter of the International Decorative Artisans League.

9. The Chapter year end is December 31st of each year

10. The Chapter has a bank account in the Chapter name only and with the Chapter EIN for use for all Chapter financial transactions. Details of the bank account are provided to International Decorative Artisans League upon opening and annually thereafter.

11. Chapters may not use the League emblem or logo, or state that the Chapter is a Chapter of IDAL, until affiliation has been granted by the written acknowledgment of the Chapter Affiliation chair. Affiliation will be granted only after all Affiliated Chapter Requirements have been met in full.

12. Annual Chapter information reports are required to be submitted to the national office for the purpose of IRS filings due before October 1st of each year. Reports must be received no later than September 1st. Annual information reports include:

- a. changes in bylaws, changes in the purpose, character or method of operation of the Chapter
- b. changes in Chapter name
- c. the current mailing and actual addresses (if different).

13. Annual (calendar year) reports must be submitted to the national office by the required date commencing with the year the Chapter is chartered and for all years thereafter. Annual reports are required by February 28th of each year. Repeated failure to provide the report by February 28th may cause revocation of the Chapter Charter and dissolution of the Chapter by the board of the International Decorative Artisans League. Annual reports may include:

- a. name and IDAL member number of Chapter members (Excel spreadsheet)
- b. sources of receipts and the nature of expenditures and other required financial detail
- c. copies of bank statements
- d. minutes of all Chapter and board/executive committee meetings and newsletters
- e. other information as required from time to time.

14. International Decorative Artisans League reserves the right to dissolve Chapters not in compliance with the spirit or fact of these Articles and Requirements or who act in ways detrimental to the reputation of International Decorative Artisans League.

15. On either voluntary disbandment of a Chapter or dissolution by National, any and all funds in the Chapter treasury will be forwarded to the National treasury via the National office. All returned resources are allocated to the Adele Bishop Scholarship Fund.

16. All written (including electronic) communication by Chapter members or the Chapter, including newsletters, Chapter emails, Chapter list serve or message board mail etc. will contain a disclaimer that that contents of the communication do not represent the opinions of International Decorative Artisans League or the Chapter.

17. Chapters are required to provide education to members and others and are encouraged to participate in philanthropic projects in their community.

18. Chapters and members are expected to conduct themselves in ways favorable to the International Decorative Artisans League and its Chapters.

Certified as adopted by the Chapter on, Date voted into minutes

Printed Name
President

President's Signature

Date , Chapter

Printed Name
Secretary

Secretary's Signature

Date , Chapter