

Standing Rules-revised 11/12/2023.

1. Membership dues in the amount of \$20 annually, shall be due December 1 for the following calendar year and will be delinquent after December 31. Dues for nominees running for office for that following calendar year shall be paid prior to the November meeting.
2. The financial records of the Chapter shall be kept on a calendar basis from January 1 through December 31. A year-end financial statement will be submitted for publication in the first Chapter newsletter of the following year.
3. Regular meetings of the Chapter shall be held not less than six (6) times annually, normally on the second Sunday of the month. Nomination of officers will take place at the September meeting; election of officers will take place at the November meeting; and installation of officers will take place at the December Christmas Party. The other three (3) meetings shall be decided by the Board at the beginning of the year and published in the first newsletter.
4. These Standing Rules may be amended, adopted, suspended, or rescinded by a two-thirds (2/3) vote of members present, and eligible to vote, wherein a quorum is present.
5. Every three (3) years, after the last revision date, the President will appoint a committee of not less than three (3) Chapter Members in good standing to review Bylaws and Standing Rules. This committee shall recommend revisions and or additions to the Executive Board, then to the membership for vote.
6. Awards: The Chapter may establish such awards as determined by the Executive Board.

By-Laws –Revised 11/12/2023.

ARTICLE 1: NAME

The name of this organization shall be Gateway Decorative Artists Greater St. Louis Chapter.

ARTICLE II: PURPOSE

The purpose of this Chapter shall be to stimulate interest in, education of, and appreciation for the art of decorative painting.

ARTICLE III: MEMBERSHIP

1. Membership in this chapter shall be open to anyone paying dues.
2. Guests are welcome, however, may attend no more than two meetings annually before joining.

ARTICLE IV: DUES

1. Membership dues are payable annually as designated in the Standing Rules.
2. A former member may be reinstated at any future date upon payment of current dues, and any and all outstanding accounts due the Chapter.

ARTICLE V: MEETINGS

1. Regular meetings of this Chapter shall be held as stated in the Standing Rules.
2. The Executive Board shall have authority to change dates, times and places of meetings, provided sufficient notice is given to members.
3. A quorum shall consist of not less than one-fifth (1/5) of the total membership.
4. The privilege of making motions and voting shall be limited to individual members.

ARTICLE VI: OFFICERS AND THEIR ELECTION

1. The elected officers shall be President, Vice-President, Membership Secretary, Recording Secretary, and Treasurer.
2. All nominees for elected offices shall come from the general membership. All nominees must have been members for not less than two years immediately preceding the time of election and have attended five (5) meetings. All nominees shall have computer access for email capability. Nominees running for President should have previous Gateway Board experience.

3. The term of office shall be two (2) years, commencing January 1 through December 31. The President and Membership Secretary will be elected in odd numbered years. The Vice-President, Recording Secretary, and Treasurer will be elected in even numbered years. If an officer resigns their term a new officer will be appointed for the rest of the term. Officers will not be subject to term limits.
4. Nominations shall normally take place at the September and November meetings, following the report of the Nomination Committee, as provided in ARTICLE IX: 1.a. Nominations from the floor for each office shall be accepted at each of these meetings. Anyone accepting the nomination in September or November shall have renewed Chapter dues prior to the November meeting. A member may only run for one (1) office at a time. A Plurality vote (largest number of votes given to one candidate) is required to elect if there is more than one (1) candidate for office. Voting shall be by ballot.
5. Vacancies in office, or in the case of inactivity of a Board Member, shall be filled by a majority vote of the Executive Board. Inactivity shall further be defined as when an officer has failed to attend four (4) consecutive meetings (Board and Chapter).
6. In the event of a tie vote, re-balloting will take place immediately for the candidates involved. All previously cast ballots (regular and absentee) will be collected by the Nominating Chair and sealed. Only members in attendance will cast ballots to break a tie.

ARTICLE VII: DUTIES OF ELECTED OFFICERS

1. The **President's** duties shall be:
 - a. Preside over the Chapter meetings.
 - b. Preside over meetings of the Executive Board and be responsible for orientation of new Board Members.
 - c. Appoint a Parliamentarian with Board approval. It should be someone in which the President has confidence. (See Article XI for Parliamentarian duties.)
 - d. Sign checks in the absence of the Treasurer.
 - e. Perform such other duties as usually pertain to the office.

- f. Be an ex-officio member of the Executive Board for the year following the elected term, serving in a non-voting advisory capacity, and must be a current year member.
 - g. Appoint all Standing and Special Committee Chairs, with Board approval. The President may serve in an unofficial capacity on all committees with the exception of the Nominating Committee.
 - h. Appoint tellers to count election ballots.
 - i. Keep accurate records of office expenditures and receipts for not less than the prior three (3) years
2. The **Vice-President's** duties shall be:
- a. Assist the President.
 - b. Preside in the absence of the President.
 - c. Be the chairman of the retreat and any special event or program designated by the Board and keep accurate records of each for no less than the prior three (3) years.
 - d. Shall succeed to the office of President in the event of a vacancy in that office.
 - e. To procure educational or related programs for each meeting.
 - f. To arrange and oversee seminars and special educational events.
 - g. To arrange and procure rooms for all Chapter meetings, seminars and Special Educational Events.
 - h. Keep accurate records of office expenditures and receipts for each planned program for not less than the prior three (3) years.
3. The **Recording Secretary's** duties shall be:
- a. Record minutes of all Chapter meetings in a book, which is the property of the Chapter, and which shall be a complete and clear record of activities.
 - b. Record minutes of all Executive Board meetings in a book, which is the property of the Chapter, and which shall be a complete and clear record of activities.
 - c. Record Major Board Decisions in a book, which is the property of the Chapter, and provide copies to all the Board Members.
 - d. Have available at all Chapter meetings a copy of Standing Rules. Bylaws and Major Board decisions for reference.

- e. Forward to the Board members one (1) copy of minutes from each meeting of the Chapter and Executive Board within two (2) weeks of the meeting.
- f. Preserve ALL Chapter and Board minutes and Major Board Decisions for every year.
- g. Keep accurate records of office expenditures and receipts for not less than the prior three (3) years.

4. The **Membership Secretary's** duties shall be:

- a. Conduct correspondence not specifically assigned to the other officers or committees.
- b. Keep all membership records.
- c. Compile, update, and distribute the annual membership directory.
- d. Oversee publicity.
- e. Oversee hospitality.
- f. Provide a membership address list for the Newsletter Editor, with updates as they occur.
- g. When requested, forward to the Nominating Committee Chair a list of eligible members qualified to run for office.
- h. Keep accurate records of office expenditures and receipts for not less than the prior three (3) years.
- i. Provide area representatives with a membership list for their area.
- j. Manage the website.

5. The **Treasurer's** duties shall be:

- a. Custodian of the Chapter funds. To disperse Chapter funds; to keep accurate records of all receipts and disbursements; and file all bills as proof of money paid, for not less than seven (7) years.
- b. To prepare and submit a budget for approval by the Executive Board.
- c. To maintain reimbursement procedures as outlined in "Reimbursement Policies and Procedures" (copies of which can be obtained from Treasurer).
- d. Present a statement of account in each newsletter of the Chapter and a year-end statement as outlined in Standing Rule #2.
- e. To prepare and file State and Federal Tax forms as necessary.

- f. To balance the books and have ready for audit prior to the assumption of office of new officers.
 - g. Oversee the investment of any funds in excess of one thousand dollars (\$1,000.00) with the approval of the President and one member of the Executive Board.
 - h. Must be bonded (Chapter will pay for the bonding.)
 - i. Keep accurate records of office expenditures and receipts for not less than the prior three (3) years.
6. Elected officers, at the end of their term in office, shall meet in person with their respective newly elected officers not less than one (1) week prior to the first Board meeting and shall relinquish to them all files, records, reports, and other necessary information.
- a. Each officer whether incumbent or outgoing shall provide to each Board Member a written inventory of Chapter supplies in their possession or being transferred to an incoming officer. It is also the responsibility of each officer to prepare a written annual report for distribution at the first Board meeting of the New Year.
 - b. It is the responsibility of each officer to ensure that their binders contain accurate, up to date copies of all major documents including, but not limited to: Bylaws and Standing Rules; Board and Chapter meeting minutes for a period of not less than three (3) years; and Major Board decisions document.

ARTICLE VIII: EXECUTIVE BOARD

1. The executive board shall consist of the elected officers of the Chapter.
2. The duties of the Executive Board shall be:
 - a. To transact necessary business in the intervals between Chapter meetings.
 - b. To establish the dates of the three (3) remaining meetings as stated in the Standing Rules.
 - c. To approve payment of routine bills
 - d. To approve the investments of any funds of at least one thousand dollars (\$1,000.00).

- e. President being ex-officio for one (1) year following the expiration of the term of office and will serve in a non-voting, advisory capacity to the executive board.
- f. The Executive Board may, at their discretion, from time to time choose to subsidize, partially or in full, an educational activity for the benefit of current Chapter Members, or the public in general, utilizing available funds.

ARTICLE IX: COMMITTEES

1. Standing Committees/Positions shall be Nominating, Refreshment, Charity, Librarian, Historian, and Newsletter Editor.
 - a. **Nominating Committee**- This committee shall consist of the appointed chair and any additional persons needed who shall prepare a slate for the election of officers. The Nominating Chair shall be responsible for printing and issuing ballots. Nominees must be members, and meet the qualifications as stated in ARTICLE VI: 2,3, & 4 and have given prior consent to the Nominating Committee. The Chair is responsible for checking with the Membership Secretary to verify that nominees are eligible members. The Chair will prepare a list of eligible voting members and prepare a sign in list for voter sign-in the day of the election. All ballots and tally sheets shall be given to the current President immediately following the voting to be held until after the installation of the officers.
 - b. **Refreshment Committee**-Participants on this committee will come from the general membership. This committee will be responsible for procuring refreshments and decorations for the meetings, under budgetary guidelines as established by the Board.
 - c. **Charity Committee**- This Committee shall consist of one or more co-chairman and additional persons needed to complete the tasks at hand. Oversee the charities, keeping accurate records of all charities, monies received and donations for a period of not less than three (3) years.
 - d. **Librarian**- Shall be responsible for the preservation of all patterns, and books. These materials will be brought to the Chapter meetings enabling the members to rent any of the above once selection has been made from the library listing on the website. Patterns from the 1978 and 1993 St. Louis National Convention make up the library. Keep

- accurate records of committee expenditures and receipts until the annual report has been submitted to the board.
- e. **Historian**- The purpose of this position is to chronicle the history of events within the Chapter. Be responsible for taking or obtaining photos of these events, when possible. Keep accurate records of committee expenditures and receipts until the annual report has been submitted to the board.
 - f. **Newsletter Editor**- Shall ensure that the Newsletter is published and delivered at least fourteen (14) days prior to established meetings. The delivery of said Newsletter will be electronic. Keep accurate records of expenditures and receipts for not less than the prior three (3) years. Provide to members information relative to special events, seminars, etc. Be responsible for getting information to the Web Editor in a timely manner. Keep one copy of each newsletter.
2. **Special Committees**- The Executive Board may from time to time create such other committees as necessary and which are not in conflict with other provisions of these bylaws. The composition and duties of any such committees shall be defined by the Executive Board upon their formation. The members shall be appointed by the President in accordance with the Board approval.
- a. **Audit Committee**- This committee shall consist of three (3) members, or an independent auditor, who shall verify the accuracy of the financial records of the Chapter prior to the assumption of office of the new officers. (The Treasurer is not a member of the committee but must be present to answer questions.)
 - b. **Standing Rules and Bylaws Committee**- as outlined in Standing Rule #5.

ARTICLE X: AMENDMENTS

1. These bylaws may be altered or changed by a two-thirds (2/3) vote of the members present at a meeting at which a quorum is present, provided that the proposed changes have been presented to the members through the Chapter's newsletter at least ten (10) days prior to the meetings at which the voting takes place.

2. If, at two (2) successive meetings, a quorum has not been present, these bylaws can be changed upon written ballot of the members, provided that a majority of the members return the written ballot.

ARTICLE XI: PARLIAMENTARY AUTHORITY

1. The current edition of Robert's Rules of Order shall be the Parliamentary Authority for all matters of procedure.
2. The Parliamentarian's duties shall be:
 - a. Advise the President on questions of procedure in transacting the business of the Chapter efficiently and impartially. Not to be involved in the decision-making process.
 - b. Maintain currency of the Standing Rules and Bylaws by assuring that all amendments are published in the Chapter newsletter.

ARTICLE XII: DISSOLUTION

In the event of the dissolution of the Chapter, all liabilities and obligations of the Chapter shall be paid, satisfied, and discharged, or adequate provision made, therefore. Any remaining funds as are in the treasury at the time shall be given to another non-profit group, as determined by a majority of the remaining members, and shall not benefit any individual member.

ARTICLE XIII: ABSENTEE VOTING

1. An absentee ballot listing the slate of nominees submitted by the Nominating Committee, with a space for eligible write-in candidates may be requested electronically or in writing from the Nominating Chair. The ballot shall be issued by the Nominating Chair or one of the committee members to a confirmed eligible voting member.
2. The absentee ballot shall be returned and postmarked on or before the deadline date established by the Nominating Chair and printed in the September and November newsletters.
3. Absentee ballots shall be held unopened by the Nominating Committee Chair until the November meeting, when the Nominating Chair, in the

presence of the other tellers, will open and tally the ballots for the final report.

4. The Nominating Chair and the appointed tellers will then take all ballots cast and tally them for the final report.