



Lake of the Woods Arts Bylaws

Adopted August 1, 2022

ARTICLE 1 – NAME

The club will be known as Lake of the Woods Arts, hereinafter referred to as “the Club.”

ARTICLE 2 – PURPOSE

The Club is a place for practicing artists to hone their skills, develop their techniques and portfolios, collaborate with other artists, have opportunities to exhibit their work, and create bonds with the community through the arts. Additionally, the Club will support the arts in Orange County Schools.

ARTICLE 3 – MEMBERSHIP

3.1 Membership is open to any interested party living in Lake of the Woods. Members in good standing who have moved out of Lake of the Woods but still wish to participate as active members in the club may retain their membership. Members must pay yearly dues and are entitled to the first option on all rights and privileges of the Club. These rights include, but are not limited to, voting in club business decisions.

ARTICLE 4 – OPERATION

4.1 The administrative and fiscal year of the club runs from January 1 through December 31.

4.2 The Board, elected by the membership, will govern the Club to ensure the purpose and operation of the Club are, and continue to be, as defined in this document.

4.3 Meetings

4.3.1 One meeting each year will be designated as the annual business meeting for club elections, reports on the position of the club and its committees, and calendar planning for the upcoming year. This meeting will take place in March each year.

4.3.2 General Membership meetings will generally be held each month. A meeting agenda will be provided to all members before each meeting. Meetings may be canceled or rescheduled by a majority vote of the board with at least 48 hours' notice. Club members may meet and conduct business by any method that allows all participants to simultaneously communicate with each other. Attendance constitutes participation. If any votes taken verbally are unclear, they should be taken by roll call

4.3.3 The Board may appoint additional committees as needed and as determined by a majority vote of the Board. Other meetings for committee discussions or other business can be called as needed.

ARTICLE 5 – VOTING AND ELECTIONS

5.1 At least one-fourth (1/4) of all club members constitutes a quorum. No less than a majority vote of all members present and voting is required to approve business requiring member approval. Notice of an agenda item that may call for a member vote will be included in the agenda for that meeting.

5.2 Officers will include, but are not limited to: President, Vice President, Treasurer, and Secretary. Additional board members may be added as determined by the elected board. Officers will be nominated and elected by active membership vote at the Annual Business Meeting.

5.2 Each elected or nominated officer must be a member. Any qualified, consenting member may be nominated ~~either~~ in advance or from the floor during the election process. All Board positions will be filled by vote at the annual business meeting.

5.3 Board positions will run for a 2-year term and may be extended by a second term through a positive vote from the membership at the annual meeting. Officers may stand for no more than two consecutive terms but may stand for reelection after standing down for one full term.

5.4 Board vacancies will be filled by board appointment until the next Annual Business Meeting when a proper election can be held.

ARTICLE 6 – OFFICERS AND THEIR DUTIES

6.1 The board's responsibilities include general club management, preparing an agenda of interests for the meetings, recommending ways, means, and events by which the club may thrive and grow, and performing other duties as provided in these by-laws.

6.2 A majority of the members of the board constitutes a quorum, and a majority vote of the board members, present and voting, is required for all business unless otherwise provided in these bylaws. Board members unable to attend a meeting where a known vote will be taken will be given the opportunity to vote by email before the meeting.

6.3 The board will meet regularly at a designated place and time as determined. Minutes of the board meetings will be made available to the General Membership. The board may hold special meetings at the call of the president or a majority vote of the board members, provided at least 48 hours prior notice is given to board members with details of the meeting. If any votes taken verbally are unclear, they should be taken by roll call.

6.4 The board may take no action in conflict with an action of the membership. An action of the board may be rescinded or amended by a two-thirds (2/3) vote of the club members present and voting, provided at least 14 days prior notice is given to the members.

6.5 Officers' Duties

6.5.1 President - acts as the club's executive officer, presides at all meetings of membership and board, and is a co-signatory to the Club bank account and credit card.

6.5.2 Vice-President - acts in the absence of the president. The vice president may take on other projects that enhance the club membership.

6.5.3 Secretary – keeps the club's records, promptly reports membership changes to the board, keeps minutes of club and board meetings, and sends meeting reminders and agendas for membership meetings.

6.5.4 Treasurer – handles and accounts for all club funds on the authority of the board, maintains financial records, prepares an annual budget each year, and reports monthly on club accounts to the board and membership. The treasurer pays the Virginia sales tax after the show and sale and pays the credit card expenses promptly.

6.5.5 Publicity Chair – oversees social media, promotional advertising, announcements of upcoming events, preparation of promotional graphics, and writing articles to promote the club.

6.5.6 Special Events Chair - promotes art-based endeavors to involve members for their own benefit and to offer artistic enrichment to our community through the arts and talents of members of The Club.

6.6 Standing Committees (appointed by the Club's officers)

6.6.1 Publicity – oversees social media, promotional advertising, and announcements of upcoming events, prepares promotional graphics, and writes articles to promote the club.

6.6.2 Special Events – promotes art-based endeavors to involve members for their benefit and to offer artistic enrichment to our community through the arts and talented members of the Club.

ARTICLE 7 – FUNDS AND ACCOUNTING

7.1 Monies received for club activities, regardless of source, may be used only for those activities.

7.2 The committee will adopt and operate according to a budget of estimated income and expenses.

7.3 The club's financial records will be examined annually by an independent individual appointed by the board.

7.4 The board determines the banking institution(s) to be used, and the president and treasurer serve as signatories to the account.

7.5 Club membership fees must be approved by a two-thirds vote of the members present and voting, provided at least 14 days' notice of the vote, and the proposed amount is given to the members.

7.6 If club operation ceases for any reason, the board will recommend proper distribution of remaining funds or assets.

ARTICLE 8 – AMENDMENTS

The bylaws will be made readily available to the membership. Proposed amendments to the bylaws will be presented to the membership by the board for a vote. A quorum must be met for the vote to take place. Any active member can propose a bylaw change by submitting the change in writing for the committee's consideration.

June 6, 2022, approved as amended

Karen O'Donnell, LOW Arts Secretary

December 2, 2024, approved as amended

Eve DeVito, LOW Arts Secretary

February 2, 2026, approved as amended

Daria Bessom, LOW Arts Secretary