

By-Laws for Southern Oregon Decorative Artists

Article I – **Name**

The name of the not-for-profit club shall be Southern Oregon Decorative Artists, aka SODA, formed in 2022. We were formerly known as Siskiyou Decorative Artists (established in 1992) a chapter of the international organization the Society of Decorative Painters. It is our intention to form this club in compliance with IRS Code 501(c)(7) using EIN 88-4115120. The principal address of this club shall be the residence address of the currently elected president of SODA, in the State of Oregon.

Article II – **Purpose**

The purpose of this club shall be to stimulate interest in and appreciation for the art of tole and decorative painting.

Article III – **Membership**

Membership in this club is open to all adult persons. He or she in accepting membership and being in good standing thereby agree to be bound in all things not contrary to law and by these By-Laws.

Article IV – **Dues**

Membership dues shall be determined by vote of the membership.

Dues for membership in SODA are \$25.00 per year. For the first year of membership only, dues shall be pro-rated bi-annually.

2.1 - If a member joins in the first half of the year, the first year dues will be \$25.00

2.2 - If joining during the second half of the year, the first year dues will be \$12.50.

3. Dues for all subsequent years of membership will be \$25.00. Dues are payable October 1 and late December 1.

Article V – **Meetings**

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

A quorum shall consist of not less than 1/5 (20%) of the membership.

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

Article VI – **Elected Officers**

The elected officers of this club shall be President, Vice President, Secretary, Treasurer and Membership.

The term of office for each office position shall be one year. Voting for elected officers by the general membership shall be held each year with each office being open.

Duties of the officers shall be as follows:

The **President** shall preside at meetings of the club and meetings of the board of directors, shall be a member ex-officio of all committees with the exception of the nominating committee, and shall perform such other duties as usually pertain to the office.

The **Vice President** shall preside in the absence of the President, shall assist the President, and shall serve as coordinator of seminars.

The **Secretary** shall record minutes of all meetings of the club and the board. These minutes shall be disseminated to all board members and available to any member in good standing. These minutes shall be kept in books and/or computer files which are the property of the club and shall be a complete and clear record of activities.

The **Treasurer** shall receive all monies of the club, shall keep an accurate record of receipts and expenditures and pay all bills, shall present a statement of account at every meeting of the club and board, and shall prepare a complete report at the end of each calendar year. The **Membership** chair shall serve as coordinator of membership. This is to include keeping a current roster, notifying general membership of changes, getting proper information to new members, and such other items as deemed necessary by the board.

Article VII – **Appointed Officers**

Appointed officers of the club may be chosen for special duties as deemed necessary by the President and with the approval of the Board of Directors.

The President shall appoint the Newsletter Editor, Ways & Means Chairperson and Website Chairperson all of whom shall serve on the board with voting privileges.

The term of office shall be one year.

The number of appointed officers with voting privileges shall not exceed the number of elected officers.

There may be volunteer positions which will be appointed from time to time which are deemed to be necessary to the smooth running of this club. They may include hospitality, sunshine, etc. These are very valuable assets but are not voting board members.

Article VIII – **Board of Directors**

The Board of Directors shall consist of the elected officers, Newsletter Editor, Ways & Means Chairperson and Website Chairperson.

The duties of the Board of Directors shall be:

To transact necessary business in the intervals between club meetings and such other business as may be referred to it by the club.

To submit an annual budget to the club for approval.

To invoke rules as necessary for public health and the welfare of the club members.

With unanimous approval, the Board of Directors may make purchases of up to \$200 without the approval of the general membership.

Article IX – **Dissolution**

In the event of the dissolution of the club, all liabilities and obligations of the club shall be paid, satisfied and discharged or adequate provision made therefore. The disposition of any remaining funds in the treasury at the time shall be determined by a majority of the remaining members.

Article X – **Miscellaneous**

The financial records of the club shall be kept on a calendar basis from January 1 through December 31.

Members will adhere to a set of seminar policies to be set forth by the Board.

No part of the net earnings shall inure to the benefit of, or be distributable to its members, officers, or other private persons, except that the Club shall be authorized and empowered to pay reasonable compensation for services rendered in furtherance of the purposes set forth in this document.

Approved by the Board of Directors 3/15/2024