

**ORGANIZATIONAL GUIDELINES
MENDOCINO COUNTY ART ASSOCIATION**

ARTICLE I

NAME

This organization shall be called the MENDOCINO COUNTY ART ASSOCIATION (hereinafter called MCAA), a social club located in the City of Ukiah, Mendocino County, California.

ARTICLE II

VISION STATEMENT AND OBJECTIVES

VISION STATEMENT – The Mendocino County Art Association is a social organization formed to promote the mutual enjoyment of creative art and to foster a spirit of greater collaboration among MCAA artists

OBJECTIVES

1. Offer opportunities for members to increase their knowledge and/or appreciation of various art forms through a variety of educational venues.
2. Promote and encourage wider interest in creative art in Mendocino County by providing and informing MCAA members of workshops, exhibits and educational opportunities.
3. Provide opportunities for members to display their art at local businesses and feature their work on the MCAA website.
4. Promote greater communication between artists through newsletter, email and website.
5. Provide opportunities for artistic collaboration.

ARTICLE III

MEMBERSHIP

1. Individuals may become a member by paying dues:
 - a. Adult memberships are \$35 a year
 - b. Junior Memberships (12-18 years) are \$17.50 a year
2. An individual joining MCAA for the first time, after July 1st, need only pay half the annual membership fee to become a member.
3. If for financial reasons, dues may need to be increased, the Board which carries the fiduciary responsibility for MCAA, will conduct a financial evaluation and if necessary will implement an increase in MCAA dues.
4. Renewal of membership dues are payable by January 1st. Should dues not be received by February 1st, membership, participation in organizational activities, preferred pricing on events, (demos, workshops, open studio), receipt of the MCAA directory, and other membership benefits will be suspended until dues are brought current.
5. A visitor's donation, received at a MCAA workshop, will be applied to their annual dues, should they choose to become a member within the same calendar year.

ARTICLE IV

THE BOARD

The Board is limited to no more than 13 voting members consisting of the Elected Officers, Specific Committee Chairpersons and Board Members at Large.

1. Elected Officers: President, Vice President, Past President, Secretary and Treasurer.
2. Board Members:
 - a. Specific Committee Chairpersons - The following chairpersons: Educational Programs, Membership, Newsletter and Publicity will serve on the Board, as their duties necessitate that the Board be closely informed on their area of responsibility. Their duties are described in Article VI: Committee Chairpersons and Duties.
 - b. Board Members at Large - Individuals recruited from the general MCAA membership, who neither hold an elected office nor are a specific committee chairperson, who are interested in furthering the strengths of the organization.

ARTICLE V

BOARD MEMBERS & DUTIES

Elected Officers:

1. President
2. Vice President
3. Past President
4. Secretary
5. Treasurer

A. Elected Officer Duties

1. President – is the official representative of MCAA, presides over meetings, is an ex officio member of all committees and may call meetings as needed. Prepares and sends the agenda to all members two weeks prior to the board meeting.
2. Vice President - acts as presiding officer in the absence of the President, assists where needed, keeps and maintains supplies needed for the Annual November meeting and MCAA events and organizes the December Holiday and Installation Luncheon.
3. Past President - serves as an adviser to the President and assists as needed.
4. Secretary –takes minutes of all meetings and shall be in charge of correspondence and custodial records. Keeps track of any proposed Organizational Guidelines changes, if any, which may need to be made for the following year.
5. Treasurer - shall receive all income, make all deposits, pay all expenses, maintain detailed records of the above transactions, gives a Year- to-Date report at Board meeting and is responsible for retrieving MCAA mail from the post office box. Maintains essential records of liability insurance coverage, provides evidence of insurance when needed, copies and forwards the original City of Ukiah’s liability release forms, signed by the Open Studio participants, to the City’s recreational department for their three activity seasons. The PFD copies are to be retained for MCAA records.

MCAA Check Signing Requirements: The checking account and any financial business will require two signatures of authorization, the Treasurer, the President or an authorized board member.

Term of Elected Officers: All Elected Officers serve for one year and may serve consecutive terms in the same office, if reelected.

B. Board Member Duties

Board Members are to attend Board meetings, assist in the decision making process, participate in MCAA events and contribute where needed. Those Specific Committee Chairpersons shall also be responsible for providing updates on their area of responsibility.

Term of Office for Board Members: All Board Members serve for a minimum of one year and may serve consecutive terms.

C. Vacancies

1. In the absence of both the President and Vice President at a Board meeting, the Secretary or Past President shall preside.
2. If the office of President is vacated the unexpired term will be filled by the Vice President. If any other office becomes vacant, it shall be filled by a current Board Member.

ARTICLE VI

COMMITTEE CHAIRPERSONS AND DUTIES

MCAA has a number of organizational duties that are managed by volunteers from our membership. Listed below are the various Committee Chairpersons positions with a brief synopsis of their duties.

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| 1. Business Exhibit Chairperson | 7. Membership Chairperson ** |
| 2. Critique-a-Lot Chairperson | 8. Newsletter Chairperson ** |
| 3. Educational Program Chairperson ** | 9. Open Studio Chairperson |
| 4. Electronic Message Chairperson- | 10. Publicity Chairperson ** |
| 5. Historian Chairperson | 11. Webmaster Chairperson |
| 6. Instructional DVD Library Chairperson | |

** Specific Committee Chairpersons also serve as Board Members due to the nature of their job responsibilities.

Other Committee Chairpersons may also serve on the MCAA Board as Elected Officers or Members at Large.

Chairpersons shall provide, if necessary, progress reports that can be shared at the quarterly Board Meetings, at meetings of the general membership, on the website, in newsletters, and/or in electronic messages.

Chairperson' Duties:

1. Business Exhibits Chairperson: Recruits and coordinates member participation in displaying artwork at various venues.
2. Critique-a-Lot Chairperson: Conducts monthly meetings with members interested in having their artwork critiqued by those in attendance.
3. Educational Program Chairperson: Organizes educational programs for the membership. Forwards the information to the Publicity, Newsletter, Electronic Message and Webmaster Chairpersons for distribution to membership and to the general public.

4. Electronic Message Chairperson: Sends reminders, information on demos, workshops, deadlines and miscellaneous information to members. Essential information will be included in the next Newsletter publication.
5. Historian Chairperson: Collects all publicity newspaper clippings, photographs, etc. and permanently mounts them in the MCAA scrapbook. The scrapbook will be presented for all to see at the Annual November meeting. The Held Poage Research Library agreed in 2012 to house all our historical memorabilia for safekeeping.
6. Instructional DVD Library Chairperson: Maintains the media library and makes it available to members to check out at the monthly demo or workshop meetings and monitors their return.
7. Membership Chairperson: Maintains a current membership roster, distributes the roster to Board members each year, produces the annual membership directory and continually updates Board Members and those Committee Chairpersons, who would have a need for a complete roster, of changes that take place throughout the year in personal contact information of members.
8. Newsletter Chairperson: Produces a monthly newsletter (except June and July) informing members of programs, board meetings and other art related information.
9. Open Studio Chairperson: Manages open studio location and collects fees and liability release forms as required and forwards both the collected fees and release forms to the Treasurer.
10. Publicity Chairperson: Notifies the press and Newsletter Chairperson of upcoming events, maintains the MCAA Facebook page, updates the Art Council of Mendocino County (ACMC) calendar and maintains a supply of brochures at various county locations.
11. Webmaster Chairperson: Edits and maintains MCAA webpage based on materials and information provided by MCAA members.

ARTICLE VII

RECRUITMENT, ELECTION AND INSTALLATION OF ELECTED OFFICERS, BOARD MEMBERS AND COMMITTEE CHAIRPERSONS

1. Recruitment

- a. In the second quarter of the year, a nomination committee shall be formed from current Board members. The committee will identify and then recommend to the Board, candidates to fill vacating Elected Officer, Board Member and Committee Chairperson positions.
- b. In the latter half of the year, a request will go out asking for volunteers who would be willing to volunteer and replace outgoing Board Members and/or Committee Chairpersons.

2. Election

At the November Annual Membership Meeting, an appointed member shall facilitate the following:

- a. A slate of candidates for the Elected Officers positions shall be presented for the upcoming year.
- b. Officers shall be elected by a simple majority vote (51%) of members in attendance.
- c. Board Members and Committee Chairpersons will be presented.

3. Installation

At the December luncheon meeting an appointed member shall facilitate the following:

- a. Introduce the incoming Elected Officers
- b. Introduce Board Members
- c. Install Elected Officers and Board Members
- d. Introduce Committee Chairpersons

ARTICLE VIII

MEETINGS

1. Number of Meetings per Year - Board meetings will be held no less than once a quarter, as any fewer would compromise the running of the organization. These meetings are in addition to the November Annual Membership meeting and the December Holiday and Installation Luncheon meeting.
2. The first Board meeting of the year will be held on the second Monday of January with the remaining meeting dates for the year established at that time.
3. Board meetings shall be conducted by the President. Board Meetings shall, along with other business, include the approval of minutes of the Board's previous meeting and a Year-to-Date report by the Treasurer.
4. Board Quorum
 - a. For purposes of conducting business as the MCAA Board, a quorum is defined as a minimum of 50% or more of current Board makeup.
 - b. To carry a vote, it will require 51% of the quorum in attendance.
 - c. On business conducted outside of scheduled Board Meetings, a reasonable attempt shall be made so that every Board Member shall be given an opportunity to vote.
5. Board meetings are open to MCAA members to attend.
6. All those in attendance shall conduct themselves in a professional and respectful manner.

ARTICLE IX

PROCEDURE FOR AMENDING THE ORGANIZATIONAL GUIDELINES

The Organizational Guidelines are to be reviewed every year and, if necessary, updated.

1. During the course of the year, the Board shall identify any changes that may need to be made.
2. In the third quarter of the year these changes, if any, shall be reviewed by a formed subcommittee, revised, presented to the Board for approval, and the proposed changes to the Organizational Guidelines shall, on an annual bases, be forwarded to membership for a vote using email or postal mailings. Solicitation shall include a "respond by" date of no less than 30 days, and no more than 45 days.
3. The approval of the proposed changes requires a simple majority (51%) of members having cast a vote. (In order to help assure that voting results best represent the interests of the membership, all members are strongly encouraged to cast a "Yes" or "No" vote).

ARTICLE X

FISCAL POLICY

Approval is required if an expenditure arises that is not in the approved budget or if it would compromise for the year an existing budget line item. After conferring with the Treasurer regarding this expenditure, and its impact on the budget, the President will conduct the approval process, either at the next regular Board meeting or by gathering consensus from Board members, via phone or email. Once votes are cast, the President will forward all voting emails to the Secretary for inclusion into minutes.

ARTICLE XI

MCAA STATUS

In May 2014 current President, Dorleen McBride, and current Treasurer, Toni Onori, met with Dick Knox, Attorney, as well as with Ray Worster, CPA, regarding the feasibility of renewing our long lapsed non-profit status with both recommending MCAA retain a social club status. Mr. Worster also commented that a social club is allowed a bank balance of not more than \$25,000 without any tax liability.

ARTICLE XII

EXIT PLAN

In the event that the Mendocino Art County Association elects to disband, and after all financial obligations are met, any remaining assets will be given to program(s) promoting art in Mendocino County.

END OF ORGANIZATIONAL GUIDELINES