

CLAY STUDIO OF GREEN VALLEY BYLAWS

ARTICLE I-- NAME

The name of the Club shall be "Clay Studio of Green Valley", a non-profit organization (hereinafter known as the "Studio").

ARTICLE II – PURPOSE

The purpose of the Studio shall be:

- To continue, in cooperation with GVR, to provide and operate a well-equipped facility for GVR members who are interested in working in clay.
- To provide instruction, workshops and an atmosphere conducive to the development and expansion of members' talents.
- To make available to members "open" Studio time for individual work.
- To maintain clear lines of communication between the Studio Board of Directors and the appropriate GVR staff and their Board of Directors.

ARTICLE III – MEMBERSHIP

1. All GVR members holding membership or tenant cards in good standing with GVR are entitled to become members and participate at any meeting or activity of the Studio.
2. Guests of a member must be accompanied by that member and , if 18 years of age or older, must hold a GVR Guest Card.
3. All members shall abide by published GVR Rules and Regulations and the member Code of Conduct. Violations may jeopardize the privileges of the offending individual through GVR suspension procedures. All members are expected to abide by the policies of the Studio. Violators may be subject to disciplinary action by the Studio.

ARTICLE IV – BOARD OF DIRECTORS

1. The governing body shall consist of a Board of Directors composed of ten (10) members in good standing. Three (3) Directors shall be elected each year prior to the Annual Meeting by written ballot. Ballots shall be sent to each member along with the Notice of the Annual Meeting. Ballots must be returned prior to the Meeting. Cumulative voting is not permitted. Each of the three (3) nominees receiving the most votes shall be elected as a Director for a three (3) year term. The next three nominee names shall be retained as a list from which vacancies shall be filled. In case this list is exhausted, the Board shall appoint a member in good standing to fill the vacancy.
2. The immediate Past President of the Board of Directors shall serve as the tenth member of the Board in a nonvoting, advisory capacity.
3. A Nominating Committee shall consist each year of the three (3) outgoing Directors who shall prepare a slate of Nominees for election to the Board of Directors. They shall submit this list to the Board of Directors not less than 60 days in advance of the next Annual Meeting.
4. Directors shall not hold office for more than two consecutive terms, but may be eligible for election again after a lapse of one year. Director terms shall run from January 1 through December 31.

5. Five (5) voting members of the Board of Directors present shall constitute a quorum for the transaction of business provided due notice of the meeting has been given to all members of the Board.
6. The Board of Directors shall meet monthly, or at the call of the President. Notice of meeting shall be given in writing, in person, by telephone, or by e-mail. All meetings shall be valid if the President verifies that notice was given and this is so noted in the minutes.
7. The general membership may request a special meeting of the Board of Directors, by written request to the President, signed by ten (10) members in good standing, and stating the purpose of the meeting. Only business as stated in the purpose of the special meeting may be conducted at said meeting.
8. Roberts Rules of Order shall govern the meetings in all applicable cases and in which they are not inconsistent with the Bylaws or any special rules of order that the Board may adopt.
9. The duties of the Board of Directors shall be to supervise the affairs of the Studio including but not limited to :
 - a. To determine policy for the operation of the Studio,
 - b. To approve schedules and guidelines for workshops and classes in cooperation with GVR,
 - c. To make policies governing member meetings,
 - d. To establish the hour and place of business meetings, and
 - d. To maintain and publish records necessary for the operation of the Studio.
10. The Board of Directors shall, each year, appoint an Auditor whose responsibility is to review and audit the Treasurer's books.
11. Any Director missing more than three (3) consecutive meetings may be removed by vote of the Board of Directors.
12. The Board of Directors may establish limits on expenditures. Such limits shall be specified in the Board Policies and Procedures Manual.

ARTICLE V – OFFICERS DUTIES AND RESPONSIBILITIES

1. **PRESIDENT.**
 - a. The President shall preside at all meetings of the members and the Board of Directors.
 - b. The President shall act as liaison officer between the Studio and GVR.
2. **VICE-PRESIDENT.**
 - a. In the absence of the President the Vice-President shall preside at all meetings of the members and the Board of Directors and assume all duties of the President.
 - b. The Vice-President shall be responsible for the arrangement of time and location of all meetings.
 - c. The Vice-President shall be responsible for applying for and obtaining any necessary approvals from GVR, governmental agencies, etc., for any activities or events requiring such approval.
3. **SECRETARY.**
 - a. The Secretary shall record all minutes of membership and Board of Director meetings. These minutes shall be published, distributed to all members of the Board of Directors and in the Studio and on the website. The Secretary shall retain all routine correspondence and other administrative records for three years prior to the current year and retain permanent records for the life of the organization.

4. TREASURER
 - a. The Treasurer shall arrange for a bank account in an FDIC insured Financial Institution and shall arrange for the appropriate signature annually. The Board Secretary shall sign when required by the Financial Institution.
 - b. The Treasurer shall record all income and expenditures of the Studio, and regularly deposit monies to the Studio accounts.
 - c. The Treasurer shall prepare annual financial reports, have records available upon request by GVR and make available those materials necessary for the annual audit.
 - d. The Treasurer shall retain all financial records in accordance with legal requirements.
 - e. The Treasurer may, if approved by the Board of Directors, use the services on an Assistant Treasurer.
 - f. The Assistant Treasurer and the Studio President also shall have authority to sign checks.

Article VI – MEMBERSHIP MEETINGS

1. At least two membership meetings shall be held during the fiscal year. One on these meetings shall be the annual Meeting.
2. The Annual Meeting shall be held during the month of November, as determined by the Board of Directors, at such time and place as convenient for the assembly of the members.
3. Notice of the Annual Meeting shall be given by the President, at least 30 days in advance, by written notice, posted, and by e-mail.
4. A membership meeting may be called by the membership upon request to the President. The request shall be signed by not less than 20% of members in good standing of the Studio, stating the purpose of the meeting.
5. A quorum at all membership meetings shall consist of those members present.
6. Robert's Rules of Order shall govern the meetings in all applicable cases and in which they are not inconsistent with the By-Laws or any special rules of order the Board may adopt.

Article VII – DUES AND FISCAL PERIOD

1. The fiscal year shall be the calendar year, January 2 through December 31.
2. Annual dues shall be determined by the Board of Directors.
3. Dues are due and payable for the following year no later than January 1 of each year. Non-payment of dues shall result in cancellation of membership. If such a canceled member pays the full annual dues within one year, that Person's membership shall be renewed for that calendar year.

ARTICLE VIII – COMMITTEES AND MEMBERS SERVICES

1. The Board of Directors shall establish committees as needed to ensure the safe and appropriate operations of the Studio. These shall include, but not limited to the following standing committees:
 - a. EDUCATION COMMITTEE.
This committee shall be responsible for reporting to the Board on matters of class scheduling, class reviews and class waivers.
 - b. MAINTENANCE & SECURITY COMMITTEE.
This committee shall report to the Board on matters of housekeeping, repairs, security and safety.
 - c. FINANCE COMMITTEE.

The Finance Committee shall make recommendations to the Board regarding any and all Studio financial policies and practices.

d. MEMBERSHIP COMMITTEE.

The Membership Committee shall be responsible for reporting to the Board on matters of member records, new member applications, renewals and member communications.

e. MONITOR COMMITTEE.

The Monitor Committee shall be responsible for establishing a monitoring system to assure that only Studio members and their guests utilize the facility and appropriate member services when the Studio is open. The committee shall establish a Monitor Training Program, recruit monitors and schedule monitors.

f. SUPPLIES COMMITTEE.

This committee shall be responsible for purchasing and stocking the necessary Studio Supplies, and managing inventory.

g. SOCIAL EVENTS COMMITTEE

Shall be responsible for planning all aspects of social Events including membership meetings

h. INFORMATION TECHNOLOGY COMMITTEE.

The Information Technology Committee shall oversee all member information services and Studio Information Technology.

i. KILN OPERATIONS COMMITTEE

This committee shall be responsible for all aspects of firing including Raku.

j. BYLAWS COMMITTEE

This committee is responsible for preparing needed documents for consideration by the Board including but not limited to modification of the studio bylaws.

2. The Board of Directors may authorize the subdivision or reorganization of any of the standing committees as they deem necessary.

ARTICLE IX – AMENDMENTS

1. Proposed amendments of the bylaws shall be submitted in writing to the Board of Directors who shall submit them to GVR for approval. When approved by GVR, the “Board of Directors shall place them on the agenda for the next general or special membership meeting.
2. Amendments to the bylaws must be approved by a majority vote of the membership in good standing and who are in attendance at the general or special membership meeting for which notice of bylaw amendment vote has been given in advance.
3. Written copies of any proposed amendments must be made available to the membership at least one (1) month in advance of the meeting at which a vote is to be taken.

ARTICLE X –COPIES OF BYLAWS

1. A final copy of the approved and signed bylaws and all subsequent amendments, shall be made available to members and to GVR. Copies shall be available at all membership meetings.

ARTICLE XI –DISSOLUTION

1. Upon dissolution of the Studio, any assets after all bills have been paid shall be transferred to GVR.

Amended 11/2003
Amended 9/30/2005
Amended 1/5/2006
Corrected 3/23/2006
Revised 11/17/2008

Amended 11/14/2008
Amended 11/12/2010

President *Dona J. Nairn* **Date** 11/12/2010
11/12/2010

Secretary *Dee L. Craig* **Date**

Approved by GVR *Andrea L. Blackshear* **Date** 6/10/2010