

GVR CLAY STUDIO OF GREEN VALLEY

BYLAWS

Approved September 15, 2023

MISSION STATEMENT

The GVR Clay Studio of Green Valley's mission is to encourage members to develop their full creative potential, in an environment where members can come together to collaborate with other clay artists and enjoy a supportive, respectful, and rewarding experience. We wish to create a unique environment in which members with varying abilities and experience can feel free to imagine, learn, and create.

ARTICLE I NAME AND ADDRESS

The name of the Club shall be "GVR Clay Studio of Green Valley", a non-profit organization, located at 921 W Via Rio Fuerte, Green Valley, AZ 85614.

(GVR Clay Studio of Green Valley hereinafter known as the "Studio" and Green Valley Recreation hereinafter known as "GVR").

ARTICLE II PURPOSE

The purpose of the Studio shall be:

- In cooperation with GVR, to provide and operate a well-equipped, safe facility for GVR members who are interested in working in clay.
- To provide instruction, workshops, and "open" Studio time in an atmosphere conducive to the development and expansion of members' talents.

ARTICLE III MEMBERSHIP

- 1) All GVR members holding membership or tenant cards in good standing with GVR are entitled to become members and participate in any meeting or activity of the Studio after completing the requirements for joining as established by the Studio.
- 2) Guests must meet GVR definition of a guest. Guests of a member must be accompanied by that Studio member and, if 18 years of age or older, must hold a GVR guest card.
- 3) All members and their guests shall abide by published GVR Rules and Regulations and the Studio member Code of Conduct. Violations may jeopardize the privileges of the offending individual through GVR suspension procedures. All members and

their guests shall abide by the policies of the Studio. Violators may be subject to disciplinary action by the Board.

- 4) The Board shall establish a Code of Conduct policy for the membership.

ARTICLE IV BOARD OF DIRECTORS

- 1) The governing body shall consist of a Board of Directors composed of nine (9) members in good standing.
- 2) The immediate Past President (if not a current Board member) may serve as a nonvoting advisor for one year.
- 3) A temporary Nomination Committee shall be established by the Board and 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. After the deadline date, no further candidates shall be considered.
- 4) Should there be only three (3) candidates, no election shall be held. Should there be more than three (3) candidates, then a vote of the membership shall be taken. Should there be less than three (3) candidates, the candidates submitted shall be approved with no election and any vacancies shall be filled by appointment by the Board of Directors for the term of those vacant positions.
- 5) Directors shall not hold office for more than two consecutive terms but shall be eligible for election again after a lapse of one year. Director terms shall run from February 1 through January 31.
- 6) Five (5) voting members of the Board of Directors shall constitute a Quorum for the transaction of business, provided due notice of the meeting has been given to all members of the Board.
- 7) The Board of Directors shall meet monthly, or at the call of the President. Notice of the meeting shall be given either in writing, in person, by telephone, or by email. All meetings shall be valid if the President verifies that notice has been given. Meetings are open to all members.
- 8) 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.
- 9) Robert's Rules of Order shall govern the meetings. The Board may adopt special rules of order.

- 10) 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 instructors, schedules, and guidelines for classes in cooperation with GVR.
 - c) To establish the hours and place of business meetings.
 - d) To maintain and publish records necessary for the operation of the Studio.
 - e) The Board may assign other Directors to sign checks in addition to the President, Treasurer, and Assistant Treasurer as needed.
- 11) The Board of Directors shall, each year, arrange for a review of the Studio's financial records.
- 12) The Board of Directors shall establish a Code of Conduct policy for the Board of Directors.
- 13) The Board of Directors shall establish an annual budget.

ARTICLE V OFFICERS DUTIES AND RESPONSIBILITIES

1) PRESIDENT

- a) The President shall preside at meetings of the members and the Board of Directors.
- b) The President shall act as a liaison officer between the Studio and GVR.
- c) The President may assign duties for Directors.
- d) The President shall have the authority to sign checks.

2) VICE-PRESIDENT

- a) In the absence of the President, the Vice-President shall preside at meetings of the members and the Board of Directors and assume 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 Directors meetings.
- b) These minutes shall be published on the website and distributed to all members of the Board of Directors.
- c) 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 Studio.

4) TREASURER

- a) The Treasurer shall oversee all financial procedures and functions of the Studio.
- b) The Treasurer shall arrange for bank accounts in an FDIC insured financial institution and shall arrange for the appropriate signatures annually.
- c) The Treasurer shall record all income and expenditures of the Studio and oversees the deposits of money to the Studio accounts. With Board approval, a bookkeeper may be hired to maintain a journal of income and expenses, and prepare such reports as required by law and by the Board.
- d) The Treasurer shall prepare annual financial reports, have records available upon request by GVR, and make available those materials necessary for the annual review.
- e) The Treasurer shall retain all financial records in accordance with legal requirements.
- f) The Treasurer may, if approved by the Board of Directors, use the services of an Assistant Treasurer.
- g) The Treasurer, Assistant Treasurer, and the Studio President shall have authority to sign checks.

ARTICLE VI MEMBERSHIP MEETING

- 1) The Annual Membership Meeting shall be held during the month of January, as determined by the Board of Directors, at such time and place as convenient for the assembly of the members. Notice of the Annual Membership Meeting shall be given by the President at least 30 days in advance.
- 2) A quorum at all membership meetings shall consist of those members present.

ARTICLE VII DUES AND FISCAL PERIOD

- 1) The fiscal year shall be the calendar year of January 1 through December 31.
- 2) Annual dues shall be determined by the Board of Directors.
- 3) Members shall receive a notification of renewal of membership in December of the current year for the following year. Dues are due and payable no later than January 1 of the new year. Non-payment of dues shall result in cancellation of membership after January 1 of the new year. If such a canceled member pays the full annual dues, their membership shall be renewed for that calendar year.

ARTICLE VIII COMMITTEES

- 1) The Board of Directors shall establish committees as needed to ensure the safe and appropriate operations of the Studio.
- 2) The President, with the approval of the Board, shall appoint a Committee Chair to each established Committee.

ARTICLE IX AMENDMENTS, CORRECTIONS, AND APPROVALS

Proposed amendments and/or corrections of the Bylaws shall be submitted in writing to the Board of Directors. The approved Bylaws shall then be submitted to GVR for approval. Once approved by GVR, the Board of Directors shall place them on the agenda for the next Board meeting or special membership meeting. Proposed amendments and/or corrections 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. The Bylaws must be then approved by a majority vote of the membership in good standing and who are in attendance at the Board meeting or special membership meeting.

ARTICLE X COPIES OF BYLAWS

A final copy of the approved and signed bylaws shall be made available to members and to GVR. Copies shall be available in the Studio and on the Studio website.

ARTICLE XI DISSOLUTION

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 1/5/2005
Corrected 3/23/2006
Amended 11/14/2008
Amended 11/12/2010
Amended 11/20/2015
Amended 12/12/2020
Amended, Corrected, and Final Approval 09/15/2023.

President: Julie Jacques Date: 9/15/2023
Name:

Approved by GVR: [Signature] Date: 9/21/23
Name: