

PORTLAND BEAD SOCIETY BY-LAWS
REVISED BY THE MEMBERSHIP FEBRUARY 20, 2008

ARTICLE I: NAME

The name of this organization shall be "The Portland Bead Society (PBS)".

ARTICLE II: MISSION

The purpose of this society shall be to study beads and related subjects and to disseminate the knowledge acquired.

ARTICLE III: MEMBERSHIP

Section 1. A. Membership shall be open to all persons over 15 years of age who are interested in the objectives of this society.

B. Any eligible person may become a member upon submission of a properly completed application and of the required dues to the Membership Chair.

C. Only members may vote and hold office.

Section 2. A. The amount of the annual dues shall be proposed by the Board and be voted upon by the general membership.

B. An initial membership period lasts for twelve months and commences in the month that the application and dues are received.

C. A current member in good standing may renew membership for twelve months upon submission of the required dues.

D. Participation in PBS-sponsored events will require a member to be in good standing as defined by the board.

E. Life-time membership shall be granted to presidents, past-presidents, and founding officers as delineated in the PBS records.

ARTICLE IV: GENERAL MEMBERSHIP MEETINGS

Section 1. General meetings shall be held at a time and place designated by the President and approved by the Board.

Section 2. Ten percent (10%) of the membership shall constitute a quorum.

ARTICLE V: ELECTED OFFICERS

Commencing September 1, 2008, the elected officers shall be: President, President-Elect, Secretary, and Treasurer.

ARTICLE VI: ELECTIONS

Section 1. A. Commencing in 2008 and continuing every even-numbered year thereafter, the President-Elect shall be elected at the April general meeting and shall serve a term of two years as an apprentice for the standing President's remaining term of office.

- B. Commencing in 2009 and continuing every odd-numbered year thereafter, the Secretary and Treasurer shall be elected at the April general meeting and each shall serve a two-year term starting in September of that year.
 - C. Commencing in September of 2010 and continuing every even-numbered year thereafter, the President-Elect shall assume the office of President and serve in that capacity for two years.
 - D. The outgoing President shall serve two additional years on the Board as Past President.
 - E. The President and the President-Elect shall serve no more than one two-year term in each position, except see G. below.
 - F. The Secretary and the Treasurer shall serve no more than two consecutive two-year terms, except see G. below.
 - G. Term Limits Exception: If no candidate is identified for elective office, any elected officer who has fulfilled his/her term limits may run for an additional consecutive term.
 - H. After a two-year hiatus, any previously-elected officer may once again run for any elective office.
- Section 2.
- A. By January, the President shall appoint a nominating committee of three past presidents and two persons from the general membership. The committee shall prepare a list of preferably two candidates for each elective office. This list shall be presented at the March general meeting. Past-elected officers may be substituted for any past presidents who are unavailable.
 - B. Nominations may also be made from the floor during the March general meeting.
- Section 3.
- A. At the April general meeting, provided a quorum of the membership is present, a majority of the members attending shall elect the officers.
 - B. The President shall appoint a pro tem elections committee to prepare and count the ballots.
 - C. Following the April election and until the end of their terms on August 31, outgoing elected officers shall train newly elected officers to assume their roles by September 1 of each election year.
 - D. Before August 31 of the election year, outgoing elected officers shall deliver all materials pertaining to their offices to the newly elected officers.

ARTICLE VII: DUTIES OF ELECTED OFFICERS

Section 1. The President shall:

- A. Preside at all general and Board meetings.
- B. Call meetings of the Board and Executive Committee.
- C. Prepare an agenda of business to be shared with all Board members at each board meeting.

- D. Conduct all Board and general meetings in a business-like manner following Board-approved rules of order.
 - E. Express a vote only to break a tie.
 - F. Nominate chairs of standing committees to be confirmed by a two-thirds (2/3) vote of the Board.
 - G. Recommend to the Board that other committees be established.
 - H. Be the ex officio member of all committees except the nominating committee.
 - I. Assist the President-Elect to prepare for active office.
- Section 2. The President-Elect shall:
- A. Assist the President as needed to prepare to assume that office.
 - B. Assist other Board members as assigned by the President.
 - C. Assume the duties of the President when she/he is absent.
- Section 3. The Secretary shall:
- A. Record the proceedings of general, Board, and Executive Committee meetings.
 - B. Prepare the minutes of each general and Board meeting for publication in the appropriate PBS venue.
 - C. Provide minutes of each Board meeting to the Board members for review and approval at the next Board meeting.
 - D. Keep copies of all revisions of the by-laws and standing rules, and keep the by-laws current.
 - E. Assume the duties of President if the President and President-Elect are absent.
- Section 4. The Treasurer shall:
- A. Collect all dues and other income, and manage PBS funds.
 - B. Keep accurate records of receipts and payments.
 - C. Promptly pay previously authorized bills.
 - D. Present Profit and Loss Statement and Balance Sheet at each Board meeting.
 - E. Prior to the new fiscal year, prepare an annual budget for the subsequent year in collaboration with the Board.
 - F. Assume the duties of the President if the President, President-Elect, and Secretary are absent.

ARTICLE VIII: DUTIES OF OTHER BOARD MEMBERS

- Section 1. The Program Committee Chair shall:
- A. Assume leadership of the Program Committee and appoint its members.
 - B. Provide for program speakers or alternatives at general meetings, make travel and accommodation arrangements for the same, and be responsible for any correspondence, including contracts and classes. Program reimbursement shall be limited to PBS-sponsored events.
 - C. Arrange classes for visiting speakers when applicable.

- D. Provide audio-video (AV) support for the program and maintain AV equipment in good working order.
 - E. Provide schedules of programs for general meetings and class schedules for publication in the appropriate PBS venue and placement on the website.
- Section 2. The Newsletter Editor shall:
- A. Determine and announce deadlines for submissions to the PBS newsletter.
 - B. Edit all submissions except advertisements to the newsletter and postcard.
 - C. Submit all edited materials to the newsletter publisher for publication in the newsletter and postcard.
- Section 3. The Newsletter Publisher shall:
- A. Receive and prepare all edited submissions provided by the Newsletter Editor.
 - B. Receive all ads for the newsletter.
 - C. Format and design the newsletter and postcard.
 - D. Submit the newsletter and postcard for printing and mailing to all members.
- Section 4. The Librarian shall:
- A. Purchase, acquire, and maintain a library on beads and related subjects.
 - B. Provide the membership with a list of recent acquisitions.
 - C. Oversee the process of all items loaned to members.
- Section 5. The Membership Coordinator shall:
- A. Make applications for membership available.
 - B. Collect and submit membership dues to the Treasurer.
 - C. Maintain current membership records.
 - D. Submit current membership addresses to the printer.
 - E. Process and distribute membership cards to active members.
- Section 6. The Volunteer Coordinator shall:
- A. Recruit and coordinate volunteers for PBS events.
 - B. Acknowledge volunteer service.
- Section 7. The Advertising Coordinator shall:
- A. Accept advertisements for the newsletter and website and submit them to the Newsletter Publisher and Website Coordinator.
 - B. Deliver advertising revenues to the Treasurer.
 - C. Submit PBS advertising to national publications at the direction of the Board.
- Section 8. The Website Coordinator shall:
- A. Maintain, improve, and update the PBS website.
 - B. Receive and place paid advertisements and links onto the website.
- Section 9. The Education Awards Coordinator shall:

- A. Work with the Board to determine the amount of education awards.
 - B. Notify the membership, via the appropriate PBS venue, of available education awards, application deadlines, and recipients.
 - C. Work with the Treasurer to distribute the education awards.
- Section 10: The Bead Bazaar Committee Chair shall:
- A. Assume leadership of the Bead Bazaar Committee and appoint its members to plan, execute, and evaluate the annual Bead Bazaar.
 - B. Solicit vendor applications from qualified PBS members via the appropriate PBS venue, select participants, and provide timely communications.
 - C. Receive vendor fees and submit to the Treasurer.
 - D. Prepare and present timely reports to the Board.
- Section 11: The Grant Coordinator shall:
- A. Publish a Request for Grant Proposals (with deadlines) in the September and October newsletters.
 - B. Receive grant proposals and mail grant application forms to requestors.
 - C. No later than February, present grant proposals to the Board to determine the merit of grant applications during the Board's review of the application forms.
 - D. Present Board-approved grant proposals to the membership for a vote at the next general meeting.
 - E. Maintain all communication with grant requestors, including notification of acceptance or denial of requests.
- Section 12: The Art and Elegance in Beads (A&E) Committee Chair shall:
- A. Assume leadership of the A&E Committee and appoint its members to plan, execute, and evaluate the annual A&E show.
 - B. Solicit vendor applications from qualified PBS members via the appropriate PBS venue.
 - C. Receive vendor fees and submit to the Treasurer.
 - D. Maintain a good working relationship with other guilds involved in the show.
 - E. Prepare and present timely reports to the Board.
- Section 13: The Bead Retreat Committee Chair shall:
- A. Assume leadership of the Bead Retreat Committee and appoint its members to plan, execute, and evaluate the Bead Retreat.
 - B. Publish a Bead Retreat application form for PBS members via the appropriate PBS venue.
 - C. Receive and submit participant fees to the Treasurer.
 - D. Coordinate on-site activities at the Retreat.
 - E. Prepare and present a timely report to the board.
- Section 14: The Audit Committee Chair shall:

- A. Assume leadership of the Audit Committee and appoint its members to audit the financial records following established procedure.
- B. Prepare and provide timely reports to the Board.

Section 15. The Museum Gift Program Committee Chair shall:

- A. Assume leadership of the Museum Gift Program Committee and appoint its members to plan, execute, and evaluate artists' work for donations to museums.
- B. Publish the call for PBS members-only and national bead artists' submissions via the appropriate PBS and national venues.
- C. Oversee the selections of artists' work and donations of the purchased beaded artwork.
- D. Ensure that the final selection of beadwork is shown to and voted upon by the membership at a general membership meeting.
- E. Prepare and present timely reports to the PBS Board.

ARTICLE IX: THE BOARD

Section 1. Board members shall adhere to the provisions outlined in the Board-approved modification of "Internal Revenue Service Good Governance Document".

- Section 2.
- A. The Board shall consist of the elected officers (President, President-Elect, Secretary, and Treasurer) and Board-approved members.
 - B. Three (3) elected and five (5) appointed Board members shall constitute a quorum of the Board. A quorum must be present to constitute a Board meeting.
 - C. The Board shall make standing rules by a majority (51%) vote.
 - D. Expenditures of PBS funds require approval by a majority (51%) vote of the Board.
 - E. Meetings of the Board shall be held at such time and place as directed by the President or upon request of five of its members.
 - F. There shall be a minimum of five Board meetings a year.
 - G. If a standing president vacates office, the current President-Elect shall assume the office of President. An election shall be held as soon as possible to fill the office of President-Elect.
 - H. Vacancies occurring in the Board, except the office of President and President-Elect, shall be filled from the general membership by a two-thirds (2/3) vote of Board members.
 - I. When leaving office, elected/appointed officers shall turn over all paperwork and other property of PBS to their successors.
 - J. Non-Board members may attend Board meetings but may not vote.

- Section 3. A. The Executive Committee shall consist of the elected officers (President, President-Elect, Secretary, and Treasurer) and the immediate Past President.
- B. The Executive Committee may meet to consider and resolve urgent or sensitive issues.
- C. Executive Committee meetings may be called by the President or by three of its members.

ARTICLE X: COMMITTEES

- Section 1. Standing committees shall be Art and Elegance in Beads, Audit, Bead Bazaar, Bead Retreat, Museum Gift Program, and Program.
- Section 2. All other committees shall be recommended by the President and approved by the Board as deemed necessary.

ARTICLE XI: PUBLICATIONS: Newsletters and postcards shall be published as needed to announce future programs and special events and to make meeting minutes available to the members.

ARTICLE XII: FINANCES

- Section 1. A. PBS receipts and expenditures shall be recorded in accordance with good business practice and accounting principles.
- B. All receipts, invoices, and expenditures shall be documented for the purpose of reimbursement.
- Section 2. A. The Board will assist the Treasurer in preparing and approving an annual budget at a separate meeting prior to the start of the new fiscal year.
- B. The Board-approved annual budget and prior year's financial report shall be published in the next available newsletter.
- C. Following publication in the newsletter, the annual budget shall be approved at a general meeting by two-thirds (2/3) vote of the members present provided a quorum of the membership is present.
- D. Other than normal operating expenses, expenditures in excess of five hundred dollars (\$500) shall be submitted to the membership for approval by a two-thirds (2/3) vote of the members present at a general meeting provided a quorum of the membership is present.
- Section 3. A. The fiscal and program year for PBS shall be January 1 through December 31.
- B. The President, Treasurer, and the Society's CPA shall prepare and submit the annual tax statement.

ARTICLE XIII: EXPULSION: By a ninety percent (90%) vote of the Board in a closed session, any Board member may be removed from the Board for dereliction of duty, violation of the Good Governance policy, or conviction of a felony.

ARTICLE XIV: AMENDMENTS: These by-laws may be amended by two-thirds (2/3) vote of the members present at any general meeting provided a quorum of the membership is present and the amendment was published in the newsletter prior to said meeting. The President shall submit amended by-laws to the Internal Revenue Service as required by the terms of the PBS' tax exempt status.

BY-LAWS ADOPTED SEPTEMBER 15, 1988
REVISED BY THE MEMBERSHIP MARCH, 1998
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