

Mission Statement of the Peachtree Decorative Artists Guild

The mission of The Peachtree Decorative Artists Guild is to provide opportunity for its members to grow in professionalism, education, and skill; to be an active networking and social organization for those working in or having an interest in the decorative arts; and to promote the decorative arts, and specifically the Guild, within the community.

Values Statement of the Peachtree Decorative Artists Guild

As the PDA increases its good reputation and visibility within the community, the value of member reputation depends upon the ethical conduct of everyone affiliated with The Peachtree Decorative Artists Guild. Each of us sets an example for each other, as well as other professionals, by our pursuit of excellence with powerful standards of performance, professionalism, and ethical conduct. It is the individual responsibility of every member to uphold the values of the Guild.

The following are values inherent to the Guild:

- Members of the Peachtree Decorative Artists are asked to conduct their professional practice in a manner that will inspire the respect of clients, the public, and fellow decorative artists.
- Observe the highest standards of integrity in all professional actions.
- Maintain and enhance the reputation, standing, and good name of the Guild and its membership.
- Contribute to the advancements of the profession through development and support of Guild values and the education of fellow members and consumers.
- Represent oneself as a member of the Guild only while a current member.
- Recognize the authority of the Guild in all matters relating to the interpretation of this values statement.
- Recognize the Board of Directors retains the right to censure, bar from membership, suspend, or expel from the Guild any individual who has been determined to have not held to the spirit of the values stated herein by acting not in the best interests of the Organization as a whole or to any of its individual members.

Bylaws Of the Peachtree Decorative Artists Guild

Article One Name

The name of this organization is the Peachtree Decorative Artists Guild.

Article Two Mission

The mission of The Peachtree Decorative Artists Guild is to provide opportunity for its members to grow in professionalism, education, and skill; to be an active networking and social organization for those working in or having an interest in the decorative arts; and to promote the decorative arts, and specifically the Guild, within the community.

Article Three Membership

Section 1. Membership Qualifications. Membership in this Guild shall be open to all Individuals expressing a personal or professional interest in decorative arts.

Section 2. Membership Application and Election. Application for membership shall be made in writing in the name of the applicant giving such information as is required on an application form approved by the Board of Directors and such additional information as the Board of Directors may require. An applicant shall become a member without further action upon furnishing the information requested, payment of the applicable dues, and acceptance to abide by the Guild's Values Statement.

Section 3. Dues and Fees. Membership dues are \$100.00 annually. The calendar year runs from January 1 through December 31. Dues and fees are set by the Board of Directors annually. Dues shall not increase by more than 50% per year. Dues are not pro-rated. Meeting fees are set by the Board annually. Currently, a meeting fee for non-members of \$25 for Tuesdays, and \$100 for Saturdays will be assessed.

Section 4. Membership Renewals.

a. A member shall be considered a member in good standing when dues are current and renewed within the annual enrollment period.

b. Membership termination. When any member shall be in default of payment of dues for a period of three (3) months from the beginning of the fiscal year of the Guild, his/her membership may thereupon be terminated by the Board of Directors in the manner provided herein. The interest in the funds, property, and other assets of the Guild of every member whose membership shall terminate for any reason, except dissolution of the Guild, shall immediately cease, and such member and the representative of such member shall have no claim against the Guild or against the other members or their representatives or any of them. Membership will be reinstated upon payment of the annual dues.

Section 5. Disciplinary Procedures & Resignation. A member may be censured or suspended for a period, or expelled for cause such as violation of any of the By-laws or Rules of the Guild, or for conduct prejudicial to the best interest of the Guild, or in violation of the Guild Values Statement. Suspension or expulsion shall be by a two-thirds vote of the Board of Directors, provided that a statement of the charges shall have been mailed by registered mail to the member under charges at his/her last recorded address at least fifteen (15) days before final action is taken thereon; this statement shall be accompanied by a notice of the time when and place where the Board of Directors is to take action in the premises. The members shall be given an opportunity to present a defense at the time and place mentioned in such notice. No membership dues or other monies paid to the Guild shall be refunded to suspended members.

Article Four Board of Directors

Section 1. Officers. The affairs of the Guild shall be controlled and administered by a Board of Directors which shall be composed of President; Vice President; Secretary; Programs Director; Treasurer; Membership Chair; Assistant Programs Director; Philanthropic Chair; Communications / PR Chair, Immediate Past President.

Section 2. Nominations and Elections.

a. Nominations: These officers shall be selected by the Nominating Committee and the slate presented to the membership one month before the election. A Nominating Committee shall be selected by the Board by September 1. The Nominating Committee shall consist of 3-5 members, including the Immediate Past President, The Nominating Committee shall be selected from the general membership, and will be approved by the Board. Members will be asked to volunteer or nominate an individual to serve on the Board. The list of names will be submitted to the Nominating Committee to review their qualifications. A final list of candidates, one per position, will be chosen by the Nominating Committee and be submitted to the PDA membership for a vote of approval.

b. Elections. Upon expiration of the regular term of office of any Director, a majority of the members voting shall elect a successor Director who shall serve for a term of one

year. The slate of nominations will be presented to the general membership for approval by written ballot at the October meeting.

c. Eligibility and Term of Office: Election to office or to the Board of Directors is restricted to members, not past due in respect to the payment of dues to the Guild. The Membership shall elect all officers for a term of one (1) year. Officers may serve in the same position for two (2) consecutive years. No officer shall be eligible for re-election in the same office until one (1) year after the expiration of his/her second term in that office. No Director who has served six (6) consecutive years shall be eligible for re-election as a Director until one (1) year after the expiration of the Director's term of office. The term of office begins January 1 and ends December 31. For ease of transition, the outgoing Programs Chair shall have the January meeting program set.

Section 3. Removal from Office and Board Vacancies. Should any director absent himself from three (3) consecutive meetings of the Board of Directors, resign or die while in office, his/her office shall be declared vacant, unless otherwise determined by the Board of Directors. All vacancies in any office shall be filled by the Board of Directors without undue delay, at its regular meeting, or at a meeting specially called for that purpose. Any Director may resign by giving notice of same to the President or any other then serving Director.

A Director may be removed by a two-thirds (2/3) vote of the entire Board of Directors where notice of the proposed action is given in advance to all of the Directors. A Director shall be considered incapacitated if for any reason the Director is not able to carry on the duties of the office and the remaining Directors have declared such Director incapable of serving.

Section 4. Board Meetings. The Board of Directors shall meet at least once quarterly in addition to the initial transition meeting in January. The Board shall meet at such times and places, either in person or via electronic communication, as may be determined by the President of the Board, and transact all business of the Guild requiring attention. A majority of the members of the Board present in person or electronically, shall constitute a quorum. A majority vote, either in person or electronically, of all members present shall be sufficient to adopt measures coming before the Board. The President of the Board shall call special meetings, either in person or electronically, of the Board whenever he/she deems it expedient, or at the request of five (5) directors.

Section 5. Duties and Powers. Duties and powers of the officers of the Guild shall be as follows:

a. President. Shall assume responsibility for the functioning of the organization. Shall plan agendas for and preside at the meetings of the Guild and of the Board of Directors. Shall be a member ex officio, with right to vote, of all committees except the Nominating Committee. May appoint committees and define their functions. Represents the Guild in making public its policy decisions. Makes meeting room reservations for following year in late summer. Works alongside the Program Director establishing monthly programs. Prepares a report to the membership of the Guild at the beginning of his/her

term. Appoints an officer pro tem as required. May appoint new members to the Board as needed. Is a voting member of the Board of Directors.

b. Vice President. Is appointed by the President. In case of the absence of the President, or his/her inability from any cause to act, the Vice President shall perform the duties of his/her office. Is a voting member of the Board of Directors.

c. Secretary. Prepares the minutes of meetings of the Board of Directors and the business portion of the Guild's monthly meetings. Delivers the minutes from the previous meeting at Board of Director meetings. Maintains the permanent records of the Guild. Conducts correspondence for the Guild. Is a voting member of the Board of Directors.

d. Treasurer. Handles all financial transactions of the Guild. Pays bills incurred by the Guild within the budget adopted by the Board of Directors or otherwise authorized by the President. Funds may be drawn upon the signature of the Treasurer for amounts under \$750. Checks must be co-signed by the President for amounts of \$750 or above. Delivers financial reports at Board of Directors meetings and at monthly meetings of the Guild. Submits a year-end written financial report. Funds, books, and other financial records shall at all times be under the supervision of the Board of Directors and subject to its inspection and control. Is a voting member of the Board of Directors.

e. Programs Director. Shall create the monthly meeting program topics and secure instructors for programs starting at the February meeting, thru the following January meeting. Shall create the program topics from the results of an annual survey prepared by the Programs Director and distributed at the January meeting annually. The Programs Director shall attend every monthly meeting and assist the instructor if needed. Shall relay meeting information to Communications Chair on a monthly basis. Shall also contribute written articles to quarterly newsletter. Shall collect meeting rsvp list, to then be distributed to Membership Chair prior to each monthly meeting. Is a voting member of the Board of Directors.

f. Assistant Programs Director. Shall assist Programs Director with procuring speakers, helping instructors during the monthly programs, organizing field trips, and general aid in anything needed to help programs run smoothly. Assistant Programs Director must be present at meeting in absence of Programs Director. Is a voting member of the Board of Directors.

g. Membership Chair. Shall be responsible for recruiting and welcoming new members, retaining current members, and re-acquiring past members. Shall create and distribute a membership application form. Shall maintain membership roster and coordinate updates with the Treasurer, Programs Director, and Communications Chair. Shall prepare new member welcome packets and present them at the monthly meeting to new members. Shall place a new member with a current member as a "buddy." Shall assist Treasurer during monthly meeting registration. Shall keep inventory of, distribute, and re-order New Member referral cards when necessary. Is a voting member of the Board of Directors.

h. Communications/PR Chair. Shall work in conjunction with a webmaster to promote the Guild. He/she shall try to increase Guild recognition to the general public, and create awareness of the Guild in the arts community. He/she shall prepare a PR plan and present it to the Board by the February meeting. Is a voting member of the Board of Directors.

i. Philanthropic Chair. Shall find avenues for charitable work where the membership can participate in using their artistic talents in the areas of Faux Finishing, Murals, Stenciling, and Decorative Painting. Organizes, and act as coordinator, for any philanthropic project the Guild is involved in. All information on Philanthropic Projects shall be forwarded in writing to Communications Chair for inclusion in website. Is a voting member of the Board of Directors.

j. Immediate Past President. Serves on the Nominating Committee. Is a voting member of the Board of Directors.

Article Five Parliamentary Authority

The Guild follows Robert's Rules of Order, second edition.

Article Six Right to Amend

The members in good standing shall have the power to submit in writing, any amendment to the existing By-laws. Proposed amendments to the By-laws will be voted upon once a year, during officers' elections in October. Any proposed changes to the By-laws will be reviewed by the Board of Directors for consideration. Any proposed changes with valid merit will be included in writing, in the ballot of proposed officers presented to the membership for approval at the October meeting. Such action must be approved by a majority of the members or by two-thirds of the votes cast by the members during that time.