

BYLAWS
KALIGRAFOS CALLIGRAPHY GUILD
APPROVED MAY 1982

AMENDED May 1983, Jun 1984, Oct 1986, Oct 1988, Sep 1990, May 2000, Feb 2011, Apr 2013,
May 2015

Name: Kaligrafos Calligraphy Guild

Mission:

The purpose of the Guild shall be to provide a forum in which members share calligraphic interests and promote the study, practice, and appreciation of calligraphy and related arts in their historical and present day applications with an emphasis on education.

Membership: There shall be no limit to the number of members of the Guild, and membership shall be open to all individuals interested in supporting the Guild's purpose. Members in good standing shall be current in payment of the annual dues, may vote, hold office, **and feel an obligation to serve on a committee or in some other capacity for the Guild.**

Implementation Limits: No part of the net earnings of the Guild shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other private persons. The Guild is authorized to pay reasonable compensation for services rendered and to make distributions that further the purposes of the Guild. The Guild shall not carry on any activities forbidden to a guild exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or to a guild, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954.

Dues: The annual dues shall be determined by two-thirds vote of the Executive Board (hereinafter referred to as Board).

Honorary Membership: Upon the signed recommendation of five (5) members that is approved by the Board, the Guild may confer an honorary membership status upon an individual who has rendered notable service to the Guild. The Honorary Membership shall be the status of that member for the duration of membership in the Guild. The Honorary Member may choose, upon conference, to be either an "Honorary Active Member" or an "Honorary Associate Member". An Honorary Active Member shall continue to pay dues and have all the obligations of membership as noted in these Bylaws. An Honorary Associate Member shall have none of the obligations of membership and shall be entitled to all of the privileges except those of making motions, voting, and holding office.

MEETINGS

The Guild shall have at least **eight (8) Regular Meetings** at a place and time designated by the Board. All Regular Meetings, educational, and social functions of the Guild shall be open to the public. When fees are involved, non-members may be assessed a higher amount than members.

Annual Meeting: The Regular Meeting in May shall be the Annual Meeting. Election of officers shall be held and annual reports shall be presented at this meeting.

Special meetings can be called by the President, the Board, or upon written request of ten (10) members in good standing, submitted to any of the four (4) elected officers. The purpose of the meeting shall be stated in the call. Except in cases of necessity, at least five (5) days notice shall be given.

Quorum: The quorum for the Regular Meetings shall be twenty (20) members or twenty-five per cent (25%) of members in good standing, whichever is less.

OFFICERS AND COMMITTEES

The elected officers of the Guild shall be the Executive Committee:

President
Vice-president
Secretary
Treasurer

The Executive Committee, shall make appointments of the Standing Committee Chairmen.

The appointed officers of the Guild shall be the chairmen of the following Standing Committees:

Communications	Membership
Exhibits	Newsletter
Fund Raising	Programs
Historical/Archivist	Workshops
Library	

The elected and appointed officers shall be voting members of the Board.

Special Committees may be appointed as deemed necessary to carry on the work of the Guild, function only for a specified task, and cease to exist once their tasks are completed. The President of the Guild shall appoint special Committees with the assistance and approval of the Board.

Special Committees required by these Bylaws are: Audit, Bylaws, and Nominating.

EXECUTIVE BOARD

Board Membership

The elected officers and the Chairmen or Vice-chairmen of the Standing Committees of the Guild shall be the Board and have a vote. The immediate Past President may serve on the Board in an advisory capacity for one (1) year. The President may invite other members to attend a meeting or a portion of a meeting when the agenda calls for such.

GENERAL DUTIES OF ALL ELECTED OFFICERS AND CHAIRMEN

- A. Promote the purpose and program of the Guild
- B. Have general supervision of the affairs of the Guild
- C. Have at least four (4) meetings a year, determining its own meeting schedule
- D. Have special meetings as necessary, which may be called by the President or shall be called upon the request of three (3) Board members
- E. Conduct electronic meetings when business cannot be handled in the scheduled meetings, following the "Special Rules of Order" (an Addendum to the Standing Rules) for these meetings
- F. Have six (6) members of the Board constituting a quorum for any Board meeting
- G. Fill vacancies, which may occur during the fiscal year in the elected or appointed offices, by majority vote
- H. Keep notes and operational material pertinent to the responsibilities of their respective office, and submit a report for the Annual Meeting in May (copy to Secretary, President and Historian/Archivist)
- I. Make appointments of the Special Committees
- J. Submit requests to the Treasurer at the end of the fiscal year for inclusion in the next fiscal year's proposed budget to be presented for approval by the membership
- K. Approve the bank to be used for the Guild's account
- L. Have its minutes made available to Guild members at regular meetings, with highlights published in the Newsletter
- M. Be subject to the orders of the Guild, with none of its acts conflicting with these Bylaws or the Standing Rules; and
- N. Perform such other duties as specified within these Bylaws or as may be assigned by the Guild.

THE PRESIDENT SHALL:

1. Preside at all meetings of the Guild and its Board, or secure an alternate (VP or other Past President)
2. Be an ex-officio member, without vote, of all committees except the Nominating Committee
3. See that Standing Committee Chairmen are appointed by the Executive Committee
4. See that Special Committees are appointed when appropriate

5. Authorize expenses submitted in excess of the approved budget; and sign checks in the absence of the Treasurer
6. Represent the Guild in all external official communications and events
7. Call meetings of the Executive Committee, if needed for decisions; and
8. Be familiar with all committees concerning their personnel, responsibilities, and progress on current projects.

THE VICE-PRESIDENT SHALL:

1. Assist the President as requested with the meetings of the Guild and its Board
2. Perform the duties of the President in the latter's absence, inability to serve, or by request
3. Be the official greeter of members and guests at the Regular Meetings of the Guild
4. Serve as Parliamentarian and:
 - (a) Serve as Chairman of a Parliamentary Sub-committee, as needed, especially in relation to updates for the Job Description Manuals
 - (b) Advise the President or members on parliamentary procedures when requested
 - (c) Check the quorum for each regular meeting and inform the President
 - (d) Be a member of the Bylaws Committee, maintaining a current copy of the Bylaws and Standing Rules.

THE SECRETARY SHALL:

1. Maintain two years worth of past official records of the Guild, which includes its minutes along with current Bylaws/Standing Rules and other legal documents, and give to the Historical Committee these records past this time frame
2. Keep accurate minutes of all meetings of the Guild and its Board
3. Distribute copies of all minutes to the Board for approval, and make the most recent minutes of all meetings available to the members
4. Keep an accurate list of the officers, Chairmen of the Standing and Appointed Committees, and Special Committee Chairmen with current contact data
5. Provide the Vice-president with any ongoing motions or changes that should be included in the Bylaws and/or Standing Rules
6. Send to the Newsletter Editor a brief summary of all meetings of the Guild and its Board on matters for publication to the membership, observing the deadline set
7. Conduct such correspondence for the Guild as may be necessary; and
8. Co-ordinate distribution of notices to the membership as directed.

THE TREASURER SHALL:

1. Keep an accurate and current accounting of all receipts and expenses, and retain information for five (5) years when all records go to the Historical Committee
2. Deposit in the Guild's account all monies collected and make all authorized expenditures
3. See that the bank approved by the Board has current cards for the signatures of the elected officers for the Guild's account
4. Submit for approval by the Board a proposed budget within three (3) months following the previous fiscal year and when there is a new incoming Treasurer, provide assistance in the budget preparation
5. Submit reports at all meetings of the Guild and its Board, which includes the status of income and expenses in relation to the approved budget
6. Maintain the Guild's sales tax exemption certificate, complete any necessary IRS filings, and oversee any insurance policies the Board has approved; and
6. Submit the books and records to the Audit Committee immediately following the close of the fiscal year, and in time for the Audit Committee's report to be presented to the members within three (3) months.

DUTIES OF COMMITTEES

ALL STANDING COMMITTEE CHAIRMEN SHALL:

- A. Promote the purpose and program of the Guild
- B. Recruit personnel as needed
- C. Recruit a Vice-chairman, if the Committee's responsibilities are heavy, and report same to the Board
- D. See that there is representation at Board meetings, with either the Chairman or Vice-chairman in attendance, with one vote
- E. Notify the President when their Committee cannot be represented at a Board meeting
- F. Submit reports for the Annual Meeting in May (copy to Secretary, President and Historian/Archivist)
- G. Submit requests to the Treasurer at the end of the fiscal year for inclusion in the next fiscal year's proposed budget to be presented for approval by the membership
- H. Keep notes and operational material pertinent to the responsibilities of their respective office; and
- I. Perform whatever additional duties the Guild prescribes.

THE COMMUNICATIONS COMMITTEE SHALL:

1. Include responsibilities pertaining to publicity and electronic communications
2. Publicize to the public the programs and purpose of the Guild in order to gain interest in the Guild
3. May publish a brochure about the Guild for distribution to the public, receiving assistance from the Membership Chairman on method of joining, from the Program and Workshops Chairmen on the Guild's program plans, and from the Exhibits Chairman on planned exhibitions
4. Seek all types of publicity for the Guild and implement those ideas with board approval
5. Arrange for a member to speak to other organizations on calligraphy and related subjects when asked
6. Maintain and update the Guild's Web site, especially in regards to the group's meetings, programs, workshops, exhibitions, and see that the Web site includes such items as an inventory of the library's contents and how to request same; a gallery of members' work; fund raising offerings; and
7. See that the site's host contract is current.

THE EXHIBITS COMMITTEE SHALL:

1. Seek places and events in which calligraphic works of the Guild's members can be exhibited to the public to assist in the purpose of the Guild; and
2. Regularly sponsor displays of members' calligraphic works.

THE FUND RAISING COMMITTEE SHALL:

1. Seek projects and events for the Guild which can be of financial benefit, as needed; and
2. Implement all projects the Board votes to undertake.

THE HISTORICAL COMMITTEE SHALL:

1. Have the Historian as its chairman who shall also act as archivist on the Guild's web site and for those items that are not or cannot be put on the website.
2. Maintain and keep current the Guild's historical records, which includes minutes, Bylaws/Standing Rules, and other important documents on the website if possible and by paper copies otherwise; and
3. Maintain a catalog of items saved with the location of those items. Items on the website will be password protected and access to all records will be given provisionally upon written request to the board.

THE LIBRARY COMMITTEE SHALL:

1. Maintain a facility for collections of books, publications, and other properties that would be of interest to the membership
2. Maintain a checkout system so that members may borrow from the library
3. Seek additions to the library and inform members of new acquisitions; and
4. Maintain a list of the contents of the library on the website.

THE MEMBERSHIP COMMITTEE SHALL:

1. Collect membership dues from rejoining and new members at the annual renewal date of May 1, and submit all monies to the Treasurer in due time

2. Maintain an accurate list of members and their contact information, current records noting payment of dues and any other necessary information
3. Notify the membership about new members with full contact data
4. Remove from active membership those members who have not renewed their membership by July 1, and notify them of this action
5. See that nametags are available for all members
6. Publish a Membership Directory annually and publish updates monthly
7. See that new members receive a Membership Directory, nametag, and any other necessary information
8. Maintain the membership sign-in book and see that it is available at meetings; and
9. Appoint a sub-committee (Sunshine Committee) who shall be responsible for sending cards to members upon bereavements, illnesses, births, and other occasions.

THE NEWSLETTER COMMITTEE SHALL:

1. Have the Editor as its chairman
2. Publish a newsletter and any other electronic communications of interest to members, setting publishing deadlines and instructions for submission
3. Seek information and articles from the officers, chairmen, and other members
4. Obtaining necessary permission for publication when using information from other calligraphy guild publications
5. Receive assistance from the Membership Chairman in maintaining accurate contact information of members; and
6. Send out Newsletters in time for the membership to receive one-week advance information on meetings, programs, workshops or other events.

THE PROGRAM COMMITTEE SHALL:

1. Be responsible for programs for the Regular Meetings and other optional educational opportunities, coordinating all necessary arrangements, including honorariums and expenses, and equipment needed
2. Present program plans for the upcoming fiscal year to the Board for approval
3. Coordinate plans with the Workshops Committee to avoid conflicts in scheduling and programming
4. Submit information concerning all programs to the Newsletter Editor and the Communications Chairman by the deadlines
5. Provide information to the membership, either through the newsletter or at Regular Meetings, when notified of special events, activities, programs, classes, and special-interest groups in the area; and
6. May coordinate play day activities (2 per year) with the Workshop Chairperson

THE WORKSHOPS COMMITTEE SHALL:

1. Offer workshops and related programs as a part of the educational program of the Guild
2. Coordinate plans with the Program Committee and the Exhibits Committee in order to avoid conflicts in scheduling and programming
3. Present plans for the upcoming fiscal year for workshops and related programs to the Board for approval
4. Be responsible for all arrangements of workshops and related programs, coordinating all details concerning time, place, costs, instructors, publicity, and making reservations
5. Implement and enforce workshop guidelines and policies of the Guild as noted in the Standing Rules
6. Submit information concerning all workshops and related programs to the Newsletter Editor and Communications Chairman by the deadline for same; and
7. See that visual aids and equipment or other materials are available for use by workshop instructors.

SPECIAL COMMITTEES

Special committees shall be appointed as necessary.

The following Special Committees are required:

A. **The Audit Committee** shall consist of as many members as deemed necessary to audit the Treasurer's records annually and report to the Guild at the August Regular Meeting. The Treasurer shall not be one of the members, but can be present to answer questions of the auditors.

B. **The Bylaws Committee** shall consist of as many members, including the Vice-president, as deemed necessary to propose amendments to the Guild in order to keep the Bylaws and Standing Rules current.

C. **The Nominating Committee:** see below

NOMINATIONS AND ELECTIONS

The Board shall appoint a Nominating Committee consisting of a chairman and two (2) members and one alternate. The members of this Committee shall be presented at the January Regular Meeting, and may begin receiving nominations immediately.

The Nominating Committee shall prepare a slate of candidates for the elective offices up for election. The offices of President and Secretary shall be up for election in the even-numbered years, and the offices of Vice-president and Treasurer shall be up for election in the odd-numbered years.

A to-date slate shall be presented at the April Regular Meeting and the final slate presented at the time of election at the May Regular Meeting.

The elected offices of President, Vice-president, Secretary and Treasurer shall serve for a term of two years and may be re-elected for a second term, but shall not serve for more than two (2) consecutive terms in any one office. Terms of office shall begin June 1. Retiring officers shall serve to June 1.

The Board shall fill vacancies by a majority vote.

FINANCES

1. The Treasurer of the Guild shall be responsible for the accounting of the Guild finances.
2. The fiscal year and the budget year of the Guild shall begin June 1 and end May 31.
3. Members of the Guild shall pay annual membership dues as determined by the board.
4. A preliminary budget prepared by the Treasurer in consultation with the officers and Standing Committee Chairmen shall be submitted to the Board by July 31 yearly, with a final draft approved by the Board as soon as possible thereafter. The budget shall be presented to the membership at the next Regular Meeting, and no later than the September Regular Meeting of the fiscal year. The budget may be amended by the Board as necessary following a status report from the Treasurer.
5. The Treasurer shall disburse funds in accordance with the approved budget following authorization by the President. The Board shall be empowered to reserve an amount approved in the budget as a discretionary fund for miscellaneous or necessary use. The Board, or when necessary, the elected officers may direct the disbursement from the discretionary fund by the Treasurer in order to promote the purpose of the Guild.
6. The President shall appoint an Audit Committee no later than the April Regular Meeting.
7. Expenses incurred in carrying out the Guild's purposes and other routine administrative expenses incurred in the management of the Guild shall be paid from the treasury as set forth in the budget. Justifiable and budgeted expenses incurred by members and officers in carrying out the work of the Guild may be reimbursed.

PARLIAMENTARY AUTHORITY

The Bylaws and Standing Rules set forth here and voted on by the members of the Guild shall govern the guild. Robert's Rules of Order may be consulted if there is a question as to how to proceed with any action not covered by these Bylaws and Standing Rules.

DISSOLUTION

On the dissolution of the Guild, the Board shall, after paying all of the liabilities of the Guild, dispose of all the assets of the Guild in a manner that conforms to the requirements of Section 501(c)(3) of the Internal Revenue Code of 1954. Any assets not so disposed of shall be disposed of by the appropriate Court of Common Pleas, and shall be distributed in accordance with the above.

AMENDMENTS TO BYLAWS

These Bylaws can be amended at any Regular Meeting of the Guild by a two-thirds vote, provided the proposed amendment(s) is submitted for review at the previous Regular Meeting and/or by email.

Amended May 2015