



*Watercolor Society of Alabama*

## **CONSTITUTION**

### **ARTICLE ONE**

#### **NAME**

The organization shall be known as the Watercolor Society of Alabama.

### **ARTICLE TWO**

#### **PURPOSE**

The purpose of this organization shall be to promote and foster work in watercolor (aqua media), which the Society specifies as a water-soluble media used in an aqueous manner. "Aqua Media" is defined as watercolor, casein, gouache, egg tempera, and acrylic paints as well as metallic, ink, watercolor crayon and watercolor pencil. The aqua media can be applied to watercolor paper, watercolor or illustration board, Yupo, or synthetic paper. Collage items, if used, must be painted by the artist on one or a combination of the following: watercolor paper, white rice paper without inclusions, white tissue paper, Yupo or other synthetic papers. Texture mediums are not permitted. The finished painting cannot be varnished. WSA shall offer incentives to assist artists working in this medium through the exhibition and competition held annually by the Society. Further objectives include service to the art viewing public and students by enabling Alabamians to view choice works in this medium from all regions of the United States of America.

### **ARTICLE THREE**

#### **MEMBERSHIP**

##### **A. Associate Membership**

This membership shall be extended to any individual paying annual dues. Associate Members, in good standing, may participate in all Watercolor Society of Alabama activities and may vote and hold office. An Associate Member who has acquired points toward Juried Membership must pay annual dues to maintain status. Paying dues for delinquent years may effect reinstatement.

##### **B. Juried Membership**

This membership shall be extended to any individual whose work is juried into the Society's annual national competition and/or any resident artist in the State of Alabama whose work is juried into three of the Society's Alabama Member Shows. Juried Members, in good standing, shall have the right to vote, hold office and participate in all Watercolor Society of Alabama activities. Payment of annual dues is required to maintain status. Paying dues for delinquent years may effect reinstatement.

##### **C. Signature Membership**

This membership shall be awarded to any member in good standing who achieves three (3) points in accordance with the following:

1. Must have been juried into and exhibited in three (3) separate WSA National Exhibitions. (Total of 3 points)
2. Must have been juried into and exhibited in two (2) separate WSA National Exhibitions and in two (2) separate WSA Members Exhibitions. (Total of 3 points)
3. Must have been juried into and exhibited in one (1) National WSA Exhibition and in four (4) separate WSA Members Exhibitions. (Total of 3 points)
4. Payment of annual dues is required to maintain status. Paying dues for delinquent years may effect reinstatement.
5. The Membership Chairman shall notify an individual no later than sixty (60) days after qualifying.

**D. Honorary Membership**

Honorary Life Membership may be bestowed upon exceptional and distinguished watercolorists of national reputation at the discretion of the members by a majority vote at the annual meeting.

**E. Membership Lists**

The membership lists of the Society are for the use of the Directors of the Society in the execution of their duties. The names, addresses, and other information that may be contained in these lists is privileged information and may not be provided/sold to outside interests, commercial or private. The Board may, at its discretion, waive this ruling when patron organizations request the list and will use the information on behalf of/or for direct benefit of the Society. Any organization that is provided the list must agree to the terms of this Article.

**ARTICLE FOUR**

**A. BOARD OF DIRECTORS**

The Board of Directors shall be comprised of the Executive Board and the Directors-At-Large. The Board of Directors is the governing body of the Society and must comply with government requirements. The Board shall have all powers to the full extent allowed by the law. All powers and activities of this Society shall be exercised and managed by the Board, or if delegated, under ultimate direction of the Board. Their responsibilities are as defined in the Society Bylaws. The authorized number of Directors shall be a minimum of five (5) Directors to a maximum number of fifteen (15). The Board of Directors may change the exact number, titles, and duties of Elected Officers/Directors, within these specified limits, from time to time as circumstances of the Society may require.

**B. OFFICES OF THE BOARD**

The Executive Board of Directors shall be elected by the Membership to hold the following offices: President, President Elect, First Vice President, Second Vice President, Third Vice President, Treasurer, Recording Secretary, Corresponding Secretary and Historian. The Society President shall also serve as the President of the Board of Directors. The immediate Past President shall hold the office of Parliamentarian as an advisor to the President. From one to five additional Directors may be appointed by the Executive Board to serve as Directors-At-Large as needed to accomplish Society activities. Directors shall be entitled to vote on all matters that come before the Board for decision. Executive Board of

Directors responsibilities are as defined in the Society Bylaws. The Executive Board of Directors shall define Directors-At-Large responsibilities.

**C. TERM OF OFFICE**

The term of office for the elected Officers shall be two years. Directors-At-Large may be appointed for as long as the Board deems their position is needed.

**D. BOARD OF DIRECTORS MEETINGS**

The Board of Directors shall hold a minimum of two meetings during the fiscal year. The first meeting should occur within the first quarter of the fiscal year and the second meeting should be held prior to the annual membership meeting. Special E-mail meetings may be held to handle Society business. The times and places of the meeting will be at the discretion of the President. A majority of the voting members of the Board constitutes a Quorum.

**ARTICLE FIVE**

**ELECTIONS AND MEETINGS**

Elections shall be held at the annual meeting. The date and place of this and other meetings are at the discretion of the President.

**ARTICLE SIX**

**NATIONAL COMPETITION**

The Society shall sponsor a National competition and an Alabama Member Showcase annually. The times and places are to be arranged by the President and the President Elect as provided for in the Society Bylaws. The Exhibitions parameters shall require that all entries comply with the definition of "watercolor" (reference Article II – Purpose). A policy of guidelines for all WSA exhibitions will be adopted and provided to Members and Jurors. The guidelines will specify eligibility, fees, venue, jurors, and show parameters as approved by the Board of Directors.

**ARTICLE SEVEN**

**FISCAL AND LEGAL AUTHORITY**

The fiscal year for the Society shall be from October 1st through September 30th. The Society President shall be authorized to sign legal documents, or upon the President's absence, the President Elect shall be authorized to do so. The Society President and Society Treasurer shall be authorized to sign Society checks. Each member of the Executive Board will assume office on October 1st in the year each member was elected and shall serve until the later of the expiration of each member's term or such time as a successor has been duly elected.

**BY-LAWS**

**A. DUTIES OF OFFICERS AND DIRECTORS:**

**1. Responsibilities**

The Board of Directors serves as the decision making body for the Society.

**2. Compensation**

Elected Officers and Directors-At-Large shall be entitled to reimbursement for necessary costs and expenses reasonably incurred in connection with the Society's business. Reimbursement must have been specified as a budget item or approved by the Board of Directors.

**B. EXECUTIVE BOARD RESPONSIBILITIES**

**1. The President shall**

- (a) Oversee and direct the affairs of the Society.
- (b) Preside at all meetings of the Society.
- (c) Serve as ex-officio member of all committees.
- (d) Prepare, in conjunction with the Treasurer, a proposed budget.
- (e) With assistance of the President Elect, arrange for gallery space for the Society's exhibitions at least one year in advance for the Alabama Membership Showcase and other WSA sponsored exhibitions, and two years in advance for the Annual National Exhibition.
- (f) With assistance of the President Elect, arrange for jurors of selection and awards for the Society's Exhibitions.
- (g) Present a report of the year's activities at the annual Membership meeting.
- (h) Mentor the incoming Board Member on the President's responsibilities.

**2. The President Elect shall**

- (a) Assist the President in achieving the goals of the Society as described in paragraph 1. above.
- (b) Serve as the annual Members' Showcase Chairman; coordinate Showcase activities with the President, Publicity Director, committee members, exhibition venue, and jurors.
- (c) Prepare a report to the Board of Directors re: Alabama Membership Showcase.
- (d) Mentor the incoming Board Member on the President Elect's responsibilities.

**3. The First Vice President shall**

- (a) Serve as the annual National Exhibition Director; coordinate National Exhibition activities with the President, Public Relations Director, committee members, exhibition venue, and jurors.
- (b) Arrange for preparation/printing/mailing of the National Exhibition Catalogue.
- (c) Prepare a report to the Board of Directors re: National Exhibition.
- (d) Mentor the incoming Board Member on the Exhibition Director responsibilities.

**4. The Second Vice President shall**

- (a) Serve as the Membership Chairman for the Society
- (b) Conduct all acts pertaining to admitting new members.
- (c) Be responsible for the Membership Directory and keep an accurate and current roster of the Membership (by category) of WSA; notify the President, and E-Newsletter Director of changes, adds, and drops.
- (d) Prepare and present Signature Membership Certificates at the Annual Membership Meeting.
- (e) Be the holder of the Society Seal.
- (f) Prepare a report to the Board of Directors for presentation at the Annual Membership Meeting.

(g) Mentor the incoming Board Member on the Membership Director's responsibilities.

5. **The Third Vice President** shall

- (a) Serve as the Public Relations Director for the Society and develop a public relations program to publicize the Society's endeavors.
- (b) Prepare press releases for local, state, and national publications about the Society's exhibitions and workshops.
- (c) Provide the Board of Directors with news releases regarding publicity activities.
- (d) Mentor the incoming Board Member on the Public Relations Director's responsibilities.

6. **The Treasure** shall

- (a) Assist the President in the development of the annual budget.
- (b) Receive and deposit all monies in the name of the Watercolor Society of Alabama.
- (c) Record all receipts and expenditures.
- (d) Pay bills and charges identified in the approved budget or approved by the Board.
- (e) Report to the Board as requested and present an annual Financial Summary to the Membership at the annual membership meeting.
- (f) Prepare required tax forms and submit these to the appropriate state and federal agencies after approval of the Annual Report by the Board.
- (g) Mentor the incoming Board Member on the Treasurer's responsibilities.

7. **The Recording Secretary** shall:

- (a) Prepare and keep the minutes of the Society and the Board of Directors.
- (b) Provide members of the Board with copies of the minutes.
- (c) Maintain Bylaws and notify the President when proposed actions appear to be in conflict with the Bylaws.
- (d) Mentor the incoming Board Members on the Recording Secretary responsibilities.

8. **The Corresponding Secretary** shall

- (a) Prepare correspondence as delegated by the President/Board.
- (b) Issue notices of meetings, elections, and other information as requested by the President/Board.
- (c) Mail Newsletter and Prospectus copies to members who do not have E-mail addresses.
- (d) Mentor the incoming Board Member on the Corresponding Secretary responsibilities.

9. **The Historian** shall maintain the historical record of the Society.

10. **The Parliamentarian** shall serve as an advisor to the President and resolve questions of parliamentary procedures base on Robert's Rules of Order, which shall prevail.

C. **THE DIRECTORS-AT-LARGE RESPONSIBILITIES**

Directors-At-Large shall be appointed by the Executive Board to serve at the discretion of the Executive Board of Directors. During their term of service, all Directors-At-Large have the

same privileges as the Executive Board of Directors to attend Board Meetings and to vote.

**E. NOMINATIONS AND ELECTIONS**

1. All members whose dues are paid for the calendar year have the privilege of voting and holding office.
2. A nominating committee appointed by the President shall present a slate of officers at the annual meeting. Nominations from the floor shall be accepted providing the nominee has agreed to accept the responsibility for the duties of the office.

**F. DUES AND FEES**

1. Member dues shall be determined by the Board of Directors when warranted to meet the demands of the Society. The dues amount shall be published to the Membership NLT December 1 of each year.
2. The membership year shall be January 1<sup>st</sup> through December 31<sup>st</sup>, with dues payable NLT March 31<sup>st</sup> of each year.
3. Renewing member dues paid after March 31<sup>st</sup> shall be considered delinquent and the member will be charged a \$5.00 delinquent fee. The Membership Director, or the President may waive the late fee of \$5.00 when appropriate.
4. Renewing member, whose dues are delinquent, submitting dues after October 1<sup>st</sup> shall pay the \$5.00 delinquent fee but the membership will be carried over to the following membership year.
5. New members dues submitted after Oct 1<sup>st</sup> but before January 1<sup>st</sup> shall be carried over to the following membership year.
6. The Board of Directors will determine entry fees for all WSA sponsored competitions.

**G. AMENDMENTS**

1. The Constitution and By Laws may be amended at a regular meeting by a majority vote of the members present, provided all members have been informed by mail (insofar as is possible) that the meeting is to be held.
2. The Constitution and By Laws may also be amended by a majority vote of members notified by mail of the proposed amendments who respond by a written ballot by a specified deadline.

**H. NON-DISCRIMINATION**

Membership in the Watercolor Society of Alabama and any and all activities and benefits in connection therewith shall be conducted on a non-discriminatory basis without regard to race, color, religion or national origin of the individual.

Last Amended: September 10, 2011