

THE SAN DIEGO BRUSH WHACKERS, INC.
SAN DIEGO, CALIFORNIA

BYLAWS of the SAN DIEGO BRUSH WHACKERS, INC.

ARTICLE I. NAME

The name of this non-profit organization shall be The San Diego Brush Whackers, Inc., San Diego California, hereinafter referred to as SDBW.

ARTICLE II. PURPOSE

The purpose of SDBW shall be to stimulate interest in the appreciation of the art of decorative painting.

ARTICLE III. MEMBERSHIP

1. Membership in SDBW is open to any person who in accepting membership, thereby agrees to be bound in all things not contrary to law by the bylaws. Non-member guests are welcome to visit one meeting/paint-in annually without being required to join SDBW. Non-member guests may not actively engage in the business of SDBW.

ARTICLE IV. DUES

1. Membership dues shall be determined only by vote of the membership.
2. Membership dues shall be paid annually, on a calendar year basis. Dues for the ensuing calendar year are payable November 1st. New membership privileges are effective November 1st, with the exception of voting or running for office, which shall begin January 1st.
3. Amount of dues shall be as stated in the Standing Rules.

ARTICLE V. MEETINGS

1. Regular meetings of SDBW shall be held as stated in the Standing Rules.
2. The Executive Committee shall have authority to change dates of meetings and set the times and a place for meetings, provided sufficient notice is given to members.
3. A quorum shall consist of not less than 1/5 of the membership.
4. The privilege of holding office, making motions, debating and voting shall be limited to members in good standing.

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ARTICLE VI. ELECTED OFFICERS

1. The elected officers of SDBW shall be President, 1st Vice President. 2nd Vice President, Secretary and Treasurer.
2. The term of office shall be two years. No officer may hold the same office for more than two consecutive full terms.
3. Duties of the officers shall be as follows:
 - a. The President shall preside at meetings of SDBW and meetings of the Executive Committee; shall be a member ex-officio of all committees, with the exception of the nominating committee; shall sign checks in the absence of the Treasurer; and shall perform such other duties as usually pertain to the office. The President shall be responsible to see that all required reports and correspondence are submitted to the Executive Committee.
 - b. The 1st Vice president shall preside in the absence of the President; shall assist the President; and shall serve as the Coordinator of Programs.
 - c. The 2nd Vice President shall serve as the Coordinator of Membership.
 - d. The Secretary shall record minutes of all meetings of SDBW and the Executive Committee. These minutes shall be kept in books or in a digital format and are the property of SDBW, and shall be a complete and clear written record of activities. The Secretary shall provide a copy of the minutes of each meeting to the Newsletter.
 - e. The Treasurer shall receive all monies of SDBW, shall keep an accurate record of receipts and expenditures, shall pay all bills upon approval of the Executive Committee, shall file tax returns with the IRS and Franchise Tax Board, and shall prepare a complete report at the end of the calendar year. The Treasurer shall provide a copy of the report to the President to be presented to the Executive Committee.

ARTICLE VII. APPOINTED OFFICERS

1. The President, with the approval of the Executive Committee, may appoint officers of SDBW, to be selected for special duties as deemed necessary.

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- a. Such appointed officers shall include Newsletter Editor, Ways and Means and Historian. All annually appointed officers shall be voting members of the Executive Committee.
- b. The term of office shall be **two** years. No appointed officer may hold the same office for more than two consecutive full terms. However, rather than having a vacant position the officer may continue to serve.
- c. The number of appointed officers, with vote, shall not exceed the number of elected officers.
- d. Special committees may be appointed as deemed necessary by the President with approval of the Executive Committee. They shall exist until their purpose is fulfilled.

ARTICLE VIII. EXECUTIVE COMMITTEE

1. The Executive Committee shall consist of the elected and appointed officers of SDBW.
2. The duties of the Executive Committee shall be:
 - a. To transact necessary business in the intervals between board meetings and such other business as may be referred by SDBW.
 - b. To prepare an annual budget and submit it to the membership for approval in **December**.
 - c. To approve and pay all expenses within the limits of the budget **by December 31st**.

ARTICLE IX. FINANCES

1. The Executive Committee, upon recommendation of the Treasurer shall designate all financial institutions that shall be the depository of SDBW funds. The President and Treasurer shall execute signature cards.
2. To insure the accounting procedures are accurate, consistent and current, an audit committee designated by the Executive Committee shall perform a year-end audit of the Treasurer's records. Special audits may be scheduled if deemed necessary due to change of officers, etc.

ARTICLE X. NOMINATIONS AND ELECTIONS

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1. Nominations shall be made in the fall for the coming year.
 - a. The President with the approval of the Executive Committee shall appoint a Nominating Chairperson. The Nominating Chairperson shall be appointed at least two months before the meeting at which elections will be held.
 - b. The Nominating Chairperson shall prepare a slate for the election of officers and shall submit it to the members at least two weeks prior to the meeting at which elections are to be held, either through means of the Newsletter or E-mail communication.
 - c. There shall be provisions for nominations from the floor for each office at the meeting at which elections are held, provided that prior consent of the nominee has been obtained.

2. Elections shall take place before the end of the calendar year.
 - a. Officers shall be elected prior to the first of the year, shall take office January 1st and shall hold office until a successor is duly named.
 - b. A majority vote is required to elect. If there is more than one candidate for office, voting shall be by written ballot.
 - c. A vacancy in the office of President shall be filled by the 1st Vice President for the remainder of the term. A vacancy in an office other than the President shall be filled by majority vote of the Executive Committee.

ARTICLE XI. AMENDMENTS

1. All proposed amendments must be approved by the Executive Committee.
2. After approval by the Executive Committee, these bylaws may be changed by a 2/3 vote of the members, either present at the meeting or by absentee ballot, provided a quorum has been met and proposed changes have been presented to the members in writing at least two weeks prior to the meeting at which voting is to take place.

ARTICLE XII. PARLIAMENTARY AUTHORITY

Robert's Rules of Order, Newly Revised, shall be the parliamentary authority for all matters not in conflict with these bylaws.

ARTICLE XIII. DISSOLUTION

In the event of dissolution of SDBW, all liabilities and obligations of SDBW shall be paid, satisfied, and discharged or adequate provision made therefor. Any remaining

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funds in the treasury or assets at that time shall be given to a like organization, as determined by a majority of the remaining members.