

## BY-LAWS

### TENNESSEE ASSOCIATION OF CRAFT ARTISTS

#### ARTICLE I: NAME, PURPOSE

Section 1. The organization shall be called the Tennessee Association of Craft Artists, doing business as Tennessee Craft.

Section 2. The purpose of the organization is to encourage, develop and promote the crafts and the craftspeople of Tennessee.

#### ARTICLE II: MEMBERSHIP

Section 1. Membership is open to any interested individual, group, or organization.

Section 2. To be a member in good standing, dues shall be paid in full. The Governing Board shall from time to time at its discretion establish membership classifications and dues therefore as necessary.

Section 3. An Honorary Member shall be a person who has made an important contribution to the development of the crafts in the State of Tennessee. Honorary Members, nominated by the Board and elected by the general membership, shall have all the privileges of membership in good standing for life.

#### ARTICLE III: THE GOVERNING BOARD

Section 1. The Governing Board (hereinafter referred to as the Board) of the Tennessee Association of Craft Artists (hereinafter referred to as TACA) shall consist of one (1) member elected from each of the recognized chapters, at least three (3), but no more than eleven (11), members-at-large elected state-wide, and whatever officers the Board deems necessary to the successful discharge of its duties. However, in no case shall there be fewer than three (3) designated officers, one of whom shall serve as president. Members-at-large shall include selected non-artist, community leaders.

Section 2. Any member in good standing may serve as a member of the Board.

Section 3. There shall be recognized local chapters following a petition in writing to the Board and upon approval of such petitions by a majority of the members, present and voting, of the Board.

#### ARTICLE IV: ELECTION OF THE BOARD

Section 1. A nominating committee composed of 3-5 Board members in good standing shall submit a slate of one or more candidates for each office and at-large position to the membership 30 days prior to election. A person may not be nominated without her or his consent.

Section 2. The term of office shall be for two years. No person shall hold the same position on the Board for more than two consecutive terms.

Section 3. The officers shall be elected by the membership and take office January 1st. The members-at-large shall be elected in a similar manner on alternate years.

Section 4. A majority of votes cast by members in good standing shall elect.

Section 5. The Chapter representatives to the Board shall be elected, one each for a two year term of office beginning January 1st, by the majority vote of those members from the region in attendance and in good standing at a general meeting held within the geographical region.

#### ARTICLE V: DUTIES OF THE BOARD

Section 1. The Board shall be responsible for conducting the business and implementing the projects of this organization; shall fill vacancies of officers and at-large members until the next election; and shall call general membership meetings and plan those agendas. It shall employ an administrator or other employees whose duties and title shall be defined by the Board.

Section 2. The Board may meet at such place and time as shall be fixed by the consent of its members.

Section 3. The president of the Board shall have the authority to call special meetings of the Board on 20 days notice to each Board member by mail, and it shall be the duty of the president to call special meetings whenever three (3) Board members shall request him/her to do so.

Section 4. The Board is responsible for interpreting the By-Laws. The Board is subject to the orders of this organization and none of its acts shall conflict with these orders.

#### ARTICLE VI: EXECUTIVE COMMITTEE

Section 1. The president of the Board, upon assuming office, shall convene an executive committee to serve for the duration of the president's term of office. Members of the executive committee shall be the president, who will chair the committee, vice president, secretary, treasurer, and two Board members elected by the Board at the beginning of each year.

Section 2. The duties of the executive committee shall be as follows: a) to establish an agenda for meetings of the Board and/or of the general membership; b) to exercise the powers of the Board in the management of the business affairs of the organization; and c) to carry out such additional activities as are assigned it by the president.

Section 3. The president shall report to the Board any actions taken by the Executive Committee at, or prior to, the Board's next regularly scheduled meeting.

#### ARTICLE VII: MEETINGS

Section 1. At least one general membership meeting shall be held annually. Special meetings may be called by the president and/or on petition of 10 percent of the members in good standing.

Section 2. All members shall be notified in writing at least two weeks in advance of any meeting.

Section 3. All members in good standing are eligible to vote.

Section 4. At all meetings of this organization those members present shall constitute a quorum.

ARTICLE VIII: FISCAL YEAR

Section 1. The fiscal year shall be from July1 to June 30.

ARTICLE IX: COMMITTEES

Section 1. The president of the Board shall have the authority to establish, appoint the membership of, and charge committees as needed to accomplish the work of the Association, except as otherwise provided in the By-Laws.

ARTICLE X: RULES OF CONDUCT

Section 1. The Board may adopt rules for conduct in its own meetings. All general meetings shall be governed by Roberts' Rules of Order, Revised, in all cases where they are not inconsistent with the laws of this organization.

ARTICLE XI: AMENDMENTS

Section 1. These By-laws may be amended. Upon a two thirds vote of approval by the Board's membership, the Board will recommend proposed amendments to the general membership. Thirty days notice must be given, following which a mail ballot will be sent to the general membership. Two thirds of those voting must approve the proposed amendment, at which time the proposed amendment will take effect.

Revised (07/2011)