

Constitution and Bylaws of the Georgia Watercolor Society, Inc.

Article I – Name, Purpose, Definition

Name: The name of the organization herein conceived shall be the Georgia Watercolor Society, Inc. (GWS) a nonprofit 501(c)(3) art organization.

Purpose: GWS exists to create, foster, and sustain interest in the art of watermedia painting; to sponsor education programs; to offer scholarships to high school students; to increase the skills of its members; and to further the understanding and appreciation of watermedia art on the part of its members and the general public.

Definition: Watercolor painting is defined as water-based pigments, including watercolor, acrylic, tempera, casein, and gouache on paper, watercolor canvas, or other watercolor grounds, including synthetic papers such as “Yupo” or “Polyart” brands. Water-based oil paint is not included in this definition. The prospectus for each show may further delineate this definition.

Article II – Membership

Membership is open to all persons 17 years of age and over, regardless of place of residence, who pays annual dues and who remain in good standing with the Society. In exceptional cases, a membership may be terminated for cause by the Board of Directors.

All members shall have the right to vote, hold office, and participate in all activities of the Society.

A. Associate Membership

Associate membership shall be extended to any individual paying annual dues regardless of place of residence.

B. Exhibiting Membership

An exhibiting member must enter, have been accepted, and exhibit at least one watercolor painting in one GWS Exhibition. Only the payment of annual dues is required to maintain status. Reinstatement due to non-payment of dues may be affected by payment of delinquent years' dues since acquiring exhibiting status.

C. Signature Membership

To become a signature member, one must earn three points as follows: Enter and have been accepted and exhibit paintings in three or more GWS Exhibitions, including at least one GWS National Exhibition to earn a total of three points. Each Member Exhibition counting as one-half point and each National Exhibition counting as one point. The President shall notify an individual not more than sixty (60) days after qualifying. Only the payment of annual dues is required to maintain Signature status. Reinstating Signature status due to non-payment of dues may be affected by paying delinquent years' dues since acquiring status.

D. Lifetime Membership

Any member paying the then current Lifetime membership dues to the Society in one calendar year is excused from further payment of dues. Past Presidents of GWS after completion of their terms shall be excused from further payment of dues and are given "Lifetime" membership status.

E. Honorary Membership

1. This status is granted to GWS Exhibition jurors by the Board in recognition for outstanding contribution to the Society and requires no payment of dues.
2. This status is voted on and given by the Board to those non-members willing to serve on the Board in recognition for outstanding contribution to the Society and requires no payment of dues.

F. Patron Membership

Persons who have an interest in art may become patrons of the Society by making an annual contribution of the then current Patron membership dues or more.

G. Student Membership

Student membership is open to any high school or college student 17 to 22 years of age with an interest in art.

H. Benefactor Membership

Persons interested in supporting the arts and efforts of the Society may make a one-time contribution of \$1500 or more.

I. Family Membership

Two members who live in the same household may pay dues at the then current Family dues which is a lesser amount than for two individual members. Family members will receive one set of materials sent to GWS members.

Article III – Executive Officers, Board Members and Committees

A. Executive Board

At the annual membership meeting the following officers shall be elected in accordance with the procedures provided herein: President, First Vice President, Second Vice President, Recording Secretary, and Treasurer.

1. President

The President shall be the chief executive officer of the Society and shall perform such duties as pertain to the office and are required by the Bylaws or directed by the Board. Shall preside at all meetings. Shall appoint chairs of all standing committees and shall be ex-officio (non-voting) member of all other committees. The President shall give an

annual report on the activities of the Society at the annual meeting. Said report should be presented in written form to the incoming President.

2. First Vice President

Shall serve as President Elect of the organization, and therefore will work as apprentice to the President to assume that office the following year. Exhibition venues and exhibition jurors/judges/workshop instructors will be identified and contracts negotiated and secured by the First Vice President. A close working relationship between the offices is imperative. This officer will serve as and assume the duties of the President in his/her absence. In years when the First Vice President is unable to assume the Presidency, other qualified candidate(s) will be presented to the membership at the annual meeting.

3. Second Vice President

Shall be the National Exhibition Chair and appoint such committees as deemed necessary to accomplish all tasks related to the show. The executive board must be kept informed of progress regarding the show and will help or provide direction as needed. A written report of the National Exhibition will be provided to the following year's chair.

4. Recording Secretary

Shall keep minutes, attendance, and a record of proceedings at all Board and general membership meetings. Copies of the minutes will be provided to the Board members within thirty (30) days following the meeting by electronic mail or other appropriate means.

5. Treasurer

Shall receive all funds due, pay all legitimate financial obligations, keep accurate accounts of all financial transactions of the Society, always making such information available to the Board. A summary financial report will be made to the membership at the annual meeting. The treasurer shall see that an accountant performs an annual review of the financial accounts prior to the June annual board meeting.

B. Board of Directors

1. **Composition.** The above listed elected officers, together with appointed committee chairs, shall constitute the Board of Directors.
2. **Authority, duties, and responsibilities.** The Board of Directors is granted general authority, as a policymaking body, to take all legitimate actions appropriate to the proper functioning of the Society and the advancement of its interests. The Board shall meet at the discretion of the President not less than once a year. Board members are authorized to conduct Society business, including Board vote by mail, electronic mail, telephone, or other appropriate methods. The quorum for Board meetings will be a majority of the executive officers and chairs of standing committees.

C. Standing committees

The appointed officers of the Society shall be the chairs of the standing committees. They shall be appointed by the President. Chairs of standing committees may appoint their own committee members. Ad hoc committees may be appointed by the President as needed. Details of the then current Standing Committees and the committee members are available on request to the President.

Article IV – Bylaws

- A.** The provisions of adopted bylaws and amendments thereto shall govern the GWS.
- B.** Proposed amendments to the Constitution or Bylaws may be submitted by an interested member and will be considered by the Board of Directors. Action by the Board on all proposed amendments shall be final and shall be in effect immediately, provided such is not vetoed or modified by a majority vote of the general membership present and voting at the next annual meeting.
- C.** Voting by mail or other appropriate means is permissible if initiated by the Board and when members are polled for votes and the votes equal or exceed 10% of the members; that vote shall be final and in effect immediately and shall not be addressed at the annual meeting. Tangible records of such votes shall be preserved and made available to any member.
- D.** The fiscal year of the Georgia Watercolor Society, Inc. (GWS) is from June 1 to May 31.

Article V – Membership Dues and Fees

Membership Dues

Each member except lifetime or honorary members shall pay annual dues. GWS Board members and chairs of standing committees are exempt from paying annual dues during their terms of office. Payment of such dues shall be made prior to January 31 of each calendar year and shall be deemed delinquent if not paid by that date. No member whose dues are delinquent after April 1 shall be entitled to participate in any Society activity. The Board shall direct that such member's name be removed from the membership roll of the Society. Dues paid by new and existing members during the months of October, November, and December shall apply to the following year's membership.

Article VI – Activities

A. Meetings

The annual meeting shall be held at the time and place of the National Exhibition for the election of officers or any other business. Under extraordinary circumstances when it is not possible to hold the meeting in person, a digital or online means will occur.

B. Exhibitions

- 1. National Juried Exhibition.** An annual National Juried Exhibition shall be planned and conducted in accordance with the following general rules:

- a. Exhibition shall be open to all members and non-members unless excluded for cause.
 - b. All entrants shall pay a non-refundable entry fee and other appropriate fees.
 - c. Exhibition Guidelines for conducting the National GWS Exhibition may be provided by the GWS Board, and these guidelines will determine the rules and practices for conducting the exhibitions.
 - d. A prospectus based on Exhibition Guidelines shall be provided to all entrants. This prospectus will provide instructions and rules for submissions.
- 2. Member Juried Exhibition.** An annual Member Juried Exhibition shall be planned and conducted in accordance with the following general rules:
- a. Exhibition shall be open only to members unless excluded for cause.
 - b. All entrants shall pay a non-refundable entry fee and other appropriate fees.
 - c. Exhibition Guidelines for conducting the Member GWS Exhibition may be provided by the GWS Board, and these guidelines will determine the rules and practices for conducting the exhibitions.
 - d. A prospectus based on Exhibition Guidelines shall be provided to all entrants. This prospectus will provide instructions and rules for submissions.
- 3. Jury of Selection**
- a. Shall be composed of one or more watercolor painters of national prominence.
 - b. Shall not serve any two years in succession and shall not have paintings or art in shows he/she judges.
 - c. Shall be the sole judge of which paintings submitted shall hang in the exhibit and which shall receive awards, although the GWS Board may, at its discretion, exclude accepted paintings not meeting entry requirements.

Additional exhibitions may be planned at the discretion of the GWS Board.

Article VII – Miscellaneous Rules and Procedures

- A.** If deemed necessary, an auditor's report shall be presented to the membership at the annual meeting.
- B.** Treasurer Bond. The treasurer shall not be required to furnish bond.
- C.** Rules of Order. Robert's Rules of Order, Revised shall apply in all appropriate cases.
- D.** Election Procedure
 - 1. Election shall be at the annual meeting, with results determined by a majority present and voting, along with any absentee votes submitted. Other nominations may be made from the floor or by mail or email.
 - 2. All officers are elected annually for the term of one year.
 - 3. Any vacancy in office shall be filled for the balance of the term by a member elected by the Board of Directors or appointed by the President or highest-ranking officer with the approval of a majority of the Board members.

Article VIII – Statement of Non-Discrimination

GWS does not and shall not discriminate based on race, color, religion (creed), gender, gender identity, age, national origin (ancestry), ethnicity, disability, marital status, sexual orientation or identity, military status, in any of its activities or operations. These activities include, but are not limited to, hiring, and firing of staff, selection of volunteers and vendors, provision of services, decisions regarding exhibition entries, awards, scholarships, or any other benefits to members and/or the community. GWS is committed to providing an inclusive and welcoming environment for all its members, staff, volunteers, and the community at large, and every member of this society is expected to uphold this policy.

Revision History	
August, 2022	Membership updates and clarifications; simplification of committees; organization of Bylaws (pending acceptance of membership at annual meeting)
January, 2019	Additional language under First Vice President
January, 2018	Addition of Article VIII Non-discrimination language