

By-Laws of

Maryland Society of Portrait Painters, Inc.
c/o Maryland Hall for the Creative Arts
801 Chase Street
Annapolis Maryland 21401

Amended and Revised February 9, 2016

Article I: The organization

Sec.1.

The name of this organization shall be the Maryland Society of Portrait Painters, Inc. hereinafter referred to as the "Society" a non-profit Corporation formed under the non-profit corporation laws of the State of Maryland on August 22, 1983 and having its principal office in Anne Arundel County, Maryland.

Sec.2.

This Corporation shall not be authorized to issue capital stock. No part of the net earnings of the corporation shall incur to the benefit of, or be distributable to its members' officers or other private persons. The corporation shall pay reasonable compensation or reimbursement of expenses for services rendered, and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. There shall be no political activities or any other activities not permissible to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Sec.3.

Distributions may be made to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article II: Objectives

The purposes for which the Society was formed are as follows:

- 1) The primary purpose of the Society is to encourage, support and promote the development of professional portraiture in any medium in Maryland and vicinity, but not limited thereto.
- 2) To provide educational opportunities for artists and the public through demonstrations, workshops, art exhibitions and the Society's website.

Article III: Membership

Sec.1.

Members shall be classified as follows:

1. Accredited Members
2. Members

- 3. Associate Members
- 4. Honorary Members

Sec.2.

Accredited Members are practicing portrait painters who are members of the Society in good standing at the time of the adoption of these By-Laws.

- a. Status of Accredited Member is attained after a Member in good standing has three to five works (not student work), reviewed and accepted by an anonymous panel of judges.
- b. Accredited Members may attend general meetings of the Society, have full voting privileges, may serve on Committees, may hold office, may participate in sponsored exhibitions, may attend sponsored social functions, and receive Society information. Accredited Members have the right to use "Maryland society of Portrait Painters" or "MSPP" after their signatures.

Sec.3.

Members are artist actively developing their skills as portrait painter

- a. New Members may join by submitting an application along with annual dues. An Artist may submit his/her work for accreditation when she/he feels the work will meet the level of proficiency required for Accredited Membership.
- b. Members may attend general meetings of the Society, have full voting privileges, serve on committees, hold office, attend sponsored social functions and receive Society information.

Sec.4.

Associate Members are any individuals; organizations or corporations interested in art who wish to participate in the growth and development of the Society and maintain direct contact with the world of portraiture.

- a. Associate Members may join by submitting an application and paying the specified annual dues.
- b. Associate Members shall have the right to serve on Committees and will receive Society mailings of shows and social events.
- c. Associate Members will not have the privilege of voting.

Sec.5.

Honorary Members. The Board may from time to time award a lifetime Honorary Membership, not to exceed one (1) each year, to any person to whom it wishes to express respect in the field of portraiture. Honorary Members will not be eligible to vote or hold office.

Sec.6.

Code of professional ethics of Society members: Each Member subscribes to and practices honorable conduct with respect to portrait clients, Society colleagues, and business associates. In addition, the Society subscribes to the non-discrimination provisions of Title IV of the Civil Rights ACT of 1964.

Article IV: Dues and Income

Sec.1. The annual dues of the Society shall be determined by the Executive Board.

Sec.2.

Dues for all classes of membership shall be payable in January each year. Any member in arrears after March 31st will be dropped from the roster.

Sec.3.

Amount of dues for new members, who join after July 1, will be reduced by one-half for the first year.

Sec.4.

Payment of dues constitutes an agreement to abide by these By-Laws.

Article V: Meetings

Sec.1.

All general meetings are open to the public and shall emphasize educational programs to increase knowledge and appreciation in particular as it pertains to portraiture.

Sec.2.

One annual meeting of the General Membership shall be scheduled with the board selecting the specific date.

Article VI: Officers, Executive Board

Sec.1.

The elected officers of the society shall be the President, Vice-president, Treasurer, and Recording Secretary.

Sec.2.

The Executive Board shall consist of the four elected officers and volunteer chairs of such Standing Committees as:

1. Events Chair
2. Accreditation Chair
3. Membership Chair
4. Webmaster
5. Member-At-Large

Sec.3.

Other committees may be formed and dissolved as required to fulfill the needs of the Society. Chairs of any added committees will be considered members of the Executive Board.

Article VII: Duties of Officers and the Executive Board

Sec.1.

The President- shall preside over all general and board meetings and with the approval of the board:

- Recommend policies for the successful operation of the society.
- Appoint the chairman and members of all committees.
- Make appointments to fill any vacancies which may occur.
- May convene the board in special sessions if necessary.

Sec.2.

The Vice-President-shall

- Perform duties and exercise the powers of the President in his absence.

Sec.3.

The Treasurer-shall

- Keep a checking account in the name of Maryland Society of Portrait Painters and pay all legitimate bills contracted in the name of the " Society".
- Keep proper records and provide a current report at Board meetings and at times upon request of the Board.
- Send statements for and receive payments for all dues and be responsible for keeping any records that pertain to membership, along with the Membership Chair.
- File any forms required to maintain State and Federal tax laws under guidance of the President.

Sec.4.

The Recording Secretary-shall

- See that minutes are kept of all meetings (board and general).
- Send out either by email or slow mail all necessary notices.
- The updating and storage of all legal documents relevant to the organization.

Sec 5.

Events Chair-shall

- Secure venue for the Annual Meeting.
- Actively pursue and organize learning opportunities including but not limited to Demos, Paint-outs, Panel Discussions, Critiques, etc.
- See that various tasks necessary to holding a successful event is delegated between members.

Sec 6.

Exhibitions Chair-shall

- Actively seek out various venues where members may exhibit as well as being the point of contact for such events.

- Submit any documentation that may be required to secure exhibition space such as organization information, images, proposal narratives, and proposals for supplemental programs.
- See that various tasks necessary to holding a successful event are delegated between members.

Sec 7.

Accreditation Chair-shall

- Receive and prepare any paperwork necessary for accreditation.
- Distribute appropriate information for review by the accreditation board.
- Reply to applicant and inform them of the results. Applicant may request feedback, which will be provided by an appointed accredited member.
- Keep on file for a minimum of two years any and all pertinent information as it relates to requirements for accreditation.

Sec 8.

Membership Chair-shall

- Maintains active general, accredited, associate and honorary membership including contact information (receives newly accredited members names' from Accreditation Chair)
- Mails annual President's Letter along with membership renewal form.

Sec 9.

Webmaster-shall

- Update website as necessary working with board to establish content and 'look' of site.
- If needed, delegate web work or E-Newsletter to assistant webmaster

Sec 10.

Member At Large-shall

- Assist others in task that by their very nature require the help of additional support.

Article VIII: Nominations and Elections –

Sec.1. Elections shall be held biannually at the meeting, which shall be held in odd numbered years. Each term shall be two years beginning the following January 1.

Sec.2 The President shall appoint one member from the board to act as the chairman for the nominating committee, which will consist of two additional active members to meet in June to select a slate of candidates for the next election meeting.

Sec.3 The slate of candidates for President, Vice-President, Secretary, and Treasurer shall be determined by September biannually.

Sec.4 Officers shall be elected by the artist membership from the slate presented by the nominating committee or nominations made by the floor at the election meeting. Election shall be determined by a show of hands, unless a member calls for a secret ballot.

Sec.5 Members must attend election meeting in order to vote.

Article IX: Amendments to these Bylaws

Sec.1.

Amendments to, or revisions of these By-laws may be proposed by the Executive Board or by the members to the Executive Board. If approval of the revision is achieved by two-thirds of the Executive Board, the proposed amendment or revision will be presented at the next meeting for a vote by the general membership. If approved, the IRS must be notified of this change.

Article X: Dissolution

Sec.1.

Upon the majority vote of the membership to dissolve the Society, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Executive Board shall decide which qualifying organizations will benefit from these assets.