

Bylaws
for
The Licking County Art Association

Reviewed and approved by the Board of Trustees
10/16/2025

Article I: NAME

The name of the organization shall be the Licking County Art Association (LCAA). It is registered with the government as the Licking County Art Association. We are doing business as The Licking County Arts. Roberts Rule of Order apply for decisions made by the LCAA Board of Trustees.

Article II: MISSION

The mission of the Licking County Art Association is to provide leadership in the development of art education, exhibitions, and outreach programming: to be a liaison for artists, not-for-profit organizations, businesses, and government in partnerships that develop diverse art opportunities for artists in Licking County.

Article III: MEMBERSHIP

1. Membership in the LCAA shall be open to all interested persons, or businesses and composed of categories as set by the Board of Trustees.
2. The Membership dues and classifications shall be as set by the Board of Trustees. Current memberships shall be due on the date of their paid membership. The membership page on the web site will input name, email, password and date when last paid. Members will receive an email notice.

3. Article IV: Board of Trustees

1. The Government of the Organization: The responsibility for the furtherance of the organization purposes and the management of its real and personal property shall be

vested in a Board of trustees consisting of no more than fifteen (15) voting members.

2. Terms of Office: Trustees must be members of LCAA. They should agree to serving for a term of at least two years to demonstrate a willingness to help build the LCAA organization.
3. Election to the Board: Any LCAA member with a genuine desire to serve may become a member of the Board of Trustees, in good standing as a member for 6 months. That member should express his/her desire to the President of the Board, whether verbally or in writing. The President will bring the matter before the Board at the next Board meeting, at which time the Board will vote on the new member.
4. Vacancy: Vacancies may be filled at any time, following the procedure above for Election to the Board.
5. Attendance at meetings: Failure to attend a majority of the meetings of the Board of trustees may be cause for termination of membership on the Board. Each member must abide by the bylaws and represent the Board with written approval if involved in community activities representing LCAA. Failure to comply may involve termination by Board action only. Notice will be given by letter signed by the President.

Article V: OFFICERS AN officer can serve up to two years

1. The officers of LCAA shall be as follows:
 - a. President: The President shall monitor the general operations of LCAA and its activities. He or she shall also monitor the activities and performance of any and all employees of the LCAA. He or she shall preside at all meetings of the LCAA and Board of Trustees. The President shall serve until another is elected or he/she resigns.

- b. Vice President: The Vice President shall assist the President and, in the absence of the President, shall perform his/her duties. The Vice President shall serve until another is elected or he/she resigns.
 - c. Secretary: The Secretary shall be responsible for keeping the records of the LCAA and record all proceedings of the LCAA and the Board of Trustees and to be approved by the Board at the next meeting. The Secretary may help with correspondence and other duties as determined by the LCAA.
 - d. Treasurer: The Treasurer shall be responsible for keeping and disbursing all funds of the LCAA, subject to the direction of the Board of Trustees. The treasurer may delegate authority for disbursement of funds necessary for routine operations.
2. Election of Officers: Election of Officers of the LCAA shall be elected by the Board of Trustees from the members of the Board at its regular meeting in June of each year. Should a vacancy occur, the Board may appoint a member of the Board to fill such a vacancy during any regular or special meeting of the Board of Trustee. The President shall at the May meeting appoint a nominating committee of two (2) or more Board members who shall, at the June meeting present a slate of proposed Officers of the Board of Trustees for the ensuing year.
3. Compensation: All officers and members or the Board of Trustees of the LCAA shall serve without financial compensation and or using LCAA for your own financial or personal gain. This means Board members cannot be paid for services acquired beyond reimbursement for supplies, necessary equipment or other LCAA needs approved before hand by the Board Treasurer. Board members cannot represent LCAA in the community without the Knowledge of or consent of the Board.

ARTICLE VI: COMMITTEES

1. The Executive Committee shall consist of the Officers of the Licking County Art Association (President, Vice President, Secretary, and Treasurer. It is the purpose of the Executive Committee to assist and advise in the operation of the facilities and staff of the Association and make emergency policy decisions. The Executive Committee is responsible to the Board of Trustees. The President of the Licking County Art Association will chair this committee and report on all Executive Committee activities to the Board of Trustees. At least three (3) of the four (4) Executive Committee members must be present for a quorum.

2. A budget committee shall be appointed by the President from the members of the Board of Trustees and to include the Board Treasurer financial reports but that person should not be a member of the committee. The Budget Committee shall have the responsibility of overseeing the budget. The Budget Committee shall also be responsible for an annual audit of the books of the Association. The Budget Committee may, at its discretion, employ an independent accountant to assist in the annual audit. The audit shall take place prior to September of each year, and the report of the committee shall be presented to the Board no later than the November meeting each year.

3. The following standing committees, whose LCAA membership need not be limited to members of the Board of Trustees, but chaired by a member of the board of trustees, may be appointed by the President with approval by the Board. Standing Committees will be approved yearly by July 1. All committees are responsible for attending and reporting, activities and inviting ideas from those attending the Board meetings. Approvals from the

Board of Trustees are important in keeping with LCAA mission.

- a.** Bylaws committee is responsible for yearly review and approval by July 1 of each year. Suggested changes may be brought forth and reviewed by the Board.
- b.** Fundraising committee is responsible for seeking out grants, donations, funds beyond membership fees.
- c.** Membership committee is responsible for retaining and recruiting members by providing resources, engaging and identifying member needs.
- d.** Public Relations Outreach committee keeping the message of LCAA in line with the mission statement, building trust and relationships with the public, and positively showcasing LCAA activities with the media.
- e.** Education Committee provides quality art related activities and experiences in the community.
- f.** Exhibition committee plans for exhibitions by seeking out community participation, engages artist participation, provides clear guidelines to all participants, promotes advertisement and final evaluation of the event.
- g.** Social Media Committee develops and implements website strategies to promote social media accounts and profiles. Monitors web site advertising. Maintains a membership file in order to communicate events and meeting information of LCAA.

Creates a policy for membership that includes best practice guides, with appropriate use of photography, popular music or other content without copy right licensing. Include a statement for web

sites: “make possible web site visitors aware of sensitive or controversial materials.”

4. The President may appoint such other committees as the Board suggest.
Other guidelines may be required with each committee depending on the type of activity desired by the committee with Board approval.

ARTICLE VII MEETINGS

1. *Board of Trustees:* regular meetings shall be held each month unless the Board deems it unnecessary, such as during the Christmas season. All regular meetings of the Board of Trustees shall be open to the general membership of the LCAA and shall serve as monthly meetings for the general membership. Special meetings of the membership of the Association may be called by the President or the Board of Trustees to conduct business which requires general membership participation, or upon request of 25 active members. A Board of Trustees special meeting notice may be in writing or by other electronic means or personal contact, whichever method or methods the President may deem appropriate. A requirement is specified for 48 hours advance notification time; such being dependent upon the emergency need.
2. *General Membership:* LCAA Members may attend any Board meeting. General Membership meetings may be held any time deemed appropriate. These may coincide with art activities, gallery show openings, fundraisers, etc. They may also be called by the President to conduct business or upon the request of 25 active members. A member in good standing (paid membership) may attend any board meeting and make a motion to the Board of Trustees within proper guidelines.

3. *Quorum:* Quorum for a Board of Trustees meeting shall be one half (1/2) plus one (1) of the existing Board at the time of the decision. A quorum for a members meeting shall consist of those present at the time of the meeting in person or virtual. Voting may be in person or virtual.

ARTICLE VIII: ADENDMENTS

These LCAA Bylaws may be amended at any annual or special meeting of Licking County Art Association by a majority vote of those active members present and voting. Notices will be given through email unless a LCAA member has designated another form of communication.

ARTICLE IX: MISCELLANEOUS

1. Real Estate: The real estate of LCAA shall be managed and controlled by the Board of Trustees who shall have the authority to buy, sell, mortgage, lease or otherwise convey any and all interest in the LCAA in any real estate it now owns or hereafter acquires, without first obtaining approval of the membership.
2. Personnel: the Board of Trustees shall have the authority to employ staff members as deemed necessary for conducting business and cultural activities of LCAA. Paid staff are not voting members of the Board. A legal and detailed description of the job will be required and signed by the Board of Trustee President and Treasurer and approved unanimously by the Board.
3. The fiscal year is designated as beginning July 1 and ending June 30 of the following year.

*Licking County Art Association, Newark Arcade, 31N. Third Street Unit 33
Newark, Ohio 43055*

lickingcountyartsassociation.org