



UTAH WATERCOLOR SOCIETY BYLAWS

Revised October 2022

Article I: NAME

The name of this organization shall be Utah Watercolor Society. Its headquarters shall be in Salt Lake City, Utah. The official abbreviation shall be UWS.

This organization was formed on December 30, 1974 and will continue to operate as a Utah Nonprofit Corporation and Cooperative Association exempt from taxes under IRC 501 (C) (3).

No part of the earnings of this organization shall inure to the benefit of, or be distributable to any member, except that the Society may be authorized and empowered to pay for services rendered and make payments and distributions as set forth in the bylaws.

Upon dissolution of this organization, all assets not otherwise disposed of shall be distributed exclusively for the purpose of the Society to such organizations complying with IRC 501 (c) (3).

Article II: PURPOSE AND GOALS

PURPOSE

To advance the art of painting in watercolors.

To hold yearly exhibitions of watercolor paintings. *Watercolors are defined as paintings in transparent and/or opaque water media or water-soluble media as called for in the exhibition prospectus.

GOALS

To further activity and interest in the medium and to reaffirm the permanence and the importance of watercolor as a medium in its own right.

To promote artistic growth continuously as individuals and as a group and to maintain exhibits of the highest professional quality.

To assist in the organization of Member Chapters within the State of Utah, and upon the receipt of a request for charter from such member group(s), to issue a Member Chapter Charter upon approval of the Board of Officers of UWS.



Article III: MEMBERSHIP

CLASSIFICATIONS OF MEMBERSHIPS:

General Membership - Shall be extended to those Residents of Utah, who have paid the required dues. UWS members who have moved out of state may maintain membership, providing dues remain current. A General Member, who has served previously on the Board of Officers for at least three (3) years, may hold office in the organization as President or Vice-President.

One-Star Membership – Shall consist of those who have exhibited in one juried annual Spring Exhibition, applied for membership, paid all fees and dues, and been notified of their election to One-Star Membership not less than 30 days after the annual Spring exhibit. It is the responsibility of Star Members to maintain accurate records of their status. A One-Star Member may hold office in the organization as President or Vice-President, provided he/she has served previously on the Board of Officers for at least two (2) years.

Two-Star Membership - Shall consist of those who have exhibited in two juried annual Spring open exhibitions, applied for memberships, paid all fees and dues and been notified of their election to Two-Star Membership not less than 30 days after the annual exhibit. It is the responsibility of Star Members to maintain accurate records of their status. A Two-Star Member may hold office in the organization as President or Vice-President, provided he/she has served previously on the Board of Officers for at least two (2) years.

Student Membership - Shall be granted to students in public or private high schools, or students currently enrolled in a college or university curriculum for fine art. Student Members may participate in activities of the Society except to vote and hold office. If a Student Member chooses to enter exhibitions, their work will be judged according to the same standards as those used for all other entrants. Should Student Members fulfill the requirements as stated above, they may qualify as a One-Star or Two-Star Member. Dues for students shall be at a rate determined by the Board of Officers. Student members must be aged 18 or older.

Honorary/Lifetime Membership - May be granted by the Board of Officers to any person who has made a significant contribution to the Society or to the stature of watercolor as an art medium. Honorary Members are not required to pay dues and are lifetime members. Honorary Membership is awarded to the President upon completion of his/her term of office.

Signature Membership – The Utah Watercolor Society Signature Membership shall be awarded by merit alone. Acceptance into eight (8) separate UWS qualifying juried exhibitions is required. Achieving UWS Two-Star Membership is a prerequisite for Signature Membership; this requires the member to be accepted into two (2) separate UWS Annual Spring Open Exhibitions. The other six (6) qualifying exhibitions for Signature Membership include the Western Federation of Watercolor Societies Annual Exhibition, the UWS annual Fall Exhibition starting with Fall 2006 and the UWS Annual Spring Open Exhibition. (The Fall exhibition qualification is not retroactive for acceptance prior to 2006.) At least one of these paintings must have won an award. Each applicant must furnish the Committee with dates and documentation of



awards won and participation; retroactive to the year the Society was founded in 1974. Members may petition to the UWS Board of Officers, in writing, requesting Signature Membership designation based on other significant professional achievements or recognition in art exhibition or publication. The UWS Board will consider such petitions on a case-by-case basis. New Signature Members shall receive certificates of Signature Membership at the annual membership meeting (held in June). The certificate at another time if need arises as determined by the Board or Executive Officers. Once an artist has been awarded UWS Signature Membership status, they retain that designation for life. Signature Members may sign original artwork with the designation of the UWS after their names.

MEMBER CHAPTERS

A **Member Chapter** may be formed by twelve or more UWS members in an area of the state where none now exists. The number of members in a Chapter shall not be limited nor shall the number of Chapters in the state. Local residence is not a requirement for Chapter membership.

Each chartered Chapter shall be designated as the "Utah Watercolor Society Chapter" upon approval of Board of Officers. Chapters shall be designated by city or other geographical location. There shall be no duplication of Chapter designations.

Application for Charter shall include two copies of proposed Chapter Bylaws, which shall set forth the purpose and goals of the Chapter; a roster of member applicants; and the names of the proposed Chapter Officers.

Bylaws of each Chapter shall comply with and shall not be in conflict with the Society Bylaws. Members of the new Chapter shall approve and submit their bylaws to the Society Recording Secretary who, following approval by the UWS Bylaws Revision Committee, will present them to the Society Board of Officers for final approval. In a like manner, any revisions shall be filed with the UWS Recording Secretary within 90 days of adoption by the Chapter.

The **Chapter Recording Secretary** shall send copies of minutes of all chapter membership and chapter board meetings to the Society President, who will ensure that they are retained as society records indefinitely.

Dual Membership is permitted. A Dual Member is defined as a UWS member whose primary mailing address may be in one part of the state and in addition belongs to a Member Chapter in another area. The Chapter of choice may require payment of a Chapter fee. A Dual Member may only enter juried UWS shows either through the UWS or through their Chapter, not both.

Chapter fees paid directly to the Chapter by Dual Members who have already paid UWS membership fee, or by Chapter-only members who live outside the state of Utah, shall not be subject to the dues split with the Society. Chapter members who live outside the state of Utah, and do not otherwise qualify for regular UWS membership status, are not considered Dual Members and may only enter Chapter-sponsored exhibitions. Dual Membership for UWS members who live outside the designated geographic chapter area will be considered on a case-by-case basis.



The **Chapter Treasurer** shall coordinate with the Society Treasurer or Bookkeeper to coordinate the split of the Annual Dues between the Chapter and the Society for those Chapter Members whose primary mailing address is within the designated city or other geographic location. Chapter dues split shall be settled by September 30th of each member year for chapter members who have registered by that time. Additional settlements may be coordinated throughout the member year as needed when additional chapter members join or renew membership. Dues split shall be 1/3 to the UWS and 2/3 to the Chapter.

The **Chapter Membership Chair** shall coordinate with the Society Membership Chair to determine a list of Chapter Membership (with names, addresses, phone numbers, email addresses, and membership categories) and changes in membership status, including notification of death or relocation.

When a Chapter is inactive for more than a year, its charter, property and funds in the treasury after settlement of all obligations of the Chapter shall be forwarded to the Society Board of Officers, where they shall be held in escrow for a period of 5 years. Should the Chapter be reactivated within five (5) years, the charter, property, and funds shall be returned.

VOTING RIGHTS

Each member, as defined in the Articles of Incorporation, shall have the right to cast one vote in any election duly called pursuant to the provisions of the Bylaws.

RULES FOR MEMBERS

Annual non-refundable dues shall be paid by June of each year. Dues will be declared delinquent after June 30th. Renewing members who pay late will pay the full membership amount, plus any late fee as determined and published by the Board of Officers. Members joining the Society for the first time may join at any time during the year and must pay the full annual dues amount or pro-rated amount as determined by the Board of Officers. New members may not be assessed delinquent fees. The membership Chair may determine whether to assign New Member annual dues payments to current or future year.

Should the necessity arise, the Board of Officers shall have the power to change the rate of the annual dues

Only current members may participate in exhibitions, with the exception of the UWS Annual Spring Open Exhibition. Honorary/Lifetime Members are considered current. U.S. Military Members who stationed outside of Utah but whose home state is Utah may join and/or maintain membership in the Utah Watercolor Society while stationed outside of Utah. UWS members who are also active U.S. military shall retain current UWS membership status while deployed and may renew membership upon return.

Members shall notify the Membership Chairman of any change of name, address, telephone number, e-mail or website.



ARTICLE IV: BOARD OF OFFICERS

The following shall be Officers of the Society:

President
Vice-President/President-Elect
Recording Secretary
Secretary Treasurer
Communications Chair
Webmaster
Social Media Chair
Membership Chairman
Exhibition Chair
Past President
All Committee Chairpersons
Paint out Chair
Art Call Chair
AATP Chair
Past-President
All Committee Chairpersons
WFWS Delegate(s)
Delegates from each Member Chapter

DUTIES OF THE BOARD OF OFFICERS

President - Shall preside at all Member and Board meetings of the Society; exercise general supervision over the affairs and activities of the Society; and perform other duties as are customarily assumed by an organization's senior leader.

Vice-President/President-Elect - Shall perform all duties of the President when he/she is not available; assume the office of President at the end of his/her term as Vice-president; perform such other duties as assigned by the President; and be in charge of writing proposals for grants and workshops and serve as workshop chair for Spring and Fall Workshops.

Recording Secretary - Shall keep minutes of all Board of Officers and all general meetings of the Society. Minutes shall be typed and approved at the next meeting. These records shall be kept as an accurate history of the Society. In the absence of the President and Vice-president, the Recording Secretary shall preside at Board and General Meetings.

Communications Chair - Shall facilitate communications for the Society to the membership and to the public. Shall coordinate communications of the Society as directed by the Board. Shall oversee UWS correspondence. Shall communicate regularly with committee chairs for exhibitions, workshops, publicity and other events, to ensure UWS events and activities are



current and representative of the Society and its members. Shall ensure that new members receive timely information about UWS events. Shall coordinate and publish a monthly newsletter, a minimum of (6) issues per year, to communicate UWS exhibitions, meetings, activities, member announcements, and other relevant information.

Webmaster: Shall oversee UWS website, for the Society to the membership and to the public. ensure UWS events and activities are current and representative of the Society and its members.

Social Media Chair. and UWS social media presence shall post frequently on UWS Social media accounts to ensure UWS events and activities are current and representative of the Society and its members

Secretary Treasurer – The Board of Officers may vote to hire a professional Bookkeeper. The Secretary Treasurer or Bookkeeper shall receive all of the Society's funds and keep them in an acceptable Bank or Depository and shall pay all legitimate financial obligations of the Society. (Such obligations shall be paid only on proper order requested by the President, Treasurer, or Vice-President.) Shall keep the accounts in an acceptable manner and have them available for review by the President and Board of Officers at all times. Shall make a complete financial report at the Annual Meeting. Shall perform such other duties as assigned by the President.

The Treasurer need not be bonded. There shall be an audit of the books at the conclusion of the President's term of office. If the Treasurer leaves office midterm, the Board of Officers shall determine the advisability of an audit at that time. The audit is to be performed either by an auditing committee of at least three members of the Board of Officers or by an outside auditor.

The following financial safeguards will be followed at all times:

- Supporting documentation is required for every disbursement made and for every deposit made.
- Two UWS members are present for all counting of cash.
- Bank statements are reconciled to check registers in a timely manner.
- The Treasurer and/or Bookkeeper prepares and presents a Treasurer's report at each Board of Officers meeting and at the annual June membership meeting.

Membership Chair - Shall maintain the membership lists in a current and accurate condition; publish the annual directory; keep up-to-date records of current members.

Exhibitions Chair - Shall coordinate all activities associated with the Society's exhibitions. Exhibition activities are detailed in Article VII of these bylaws. Shall oversee Exhibition Committee Members who coordinate individual exhibitions. Specific duties of this position are detailed in the Exhibition Guideline Binder. The chair is not responsible for soliciting venues, but may be involved in the process. Securing venues for future exhibitions shall be the responsibility of the current President or Vice President or may be delegated by a designated UWS representative or committee as determined by the Board.



Art Call Chair - Shall manage and post the Society's exhibitions on Art Call (artcall.org). Shall coordinate Society's exhibition posting on with Exhibition Committee Members.

AATP Chair- Shall manage the annual AATP (Arts and the Park) in Capitol Reef Utah. Shall coordinate with Entrada Institute the activities and events associated with AATP. Shall communicate with the Society and AATP attendees about the activities and events associated with AATP.

Past-President- Shall be available as an advisor at Board Meetings. The Past-President shall act as the alternate WFWS Delegate with the Past-Past-President acting as the WFWS Delegate. When necessary, a substitute WFWS may be selected by a vote of the Board if the Past-President or Past-Past-President cannot attend.

Each Board Officer shall be responsible for maintaining records of their duties that are to be passed to their successor and stored in the Society Archives.



FUNCTIONS OF THE BOARD OF OFFICERS

The Board of Officers is granted general authority as a policy making body of the Society.

The Board shall fill all vacancies arising between elections of Officers.

The Board shall evaluate the activities of the Society.

The Board shall determine the rate of annual dues.

The Board of Officers or their designees shall be responsible for all fund-raising activities of the Society.

The President, Vice President and Past-President shall act as the nominating committee to prepare a slate of nominees to constitute the Board of Officers, upon approval of the Membership. Election of the Board of Officers will take place at the Annual Meeting. The nominating committee will present the slate of nominees to the Board of Officers for a vote. The Board of Officers vote on the slate of nominees shall take place at a minimum of one month prior to the Annual Meeting.

Board Members may conduct Society business by reasonable communication means available.

The Board shall meet monthly with the possible exception of July and August.

Article V: MEETINGS

MONTHLY MEETINGS

There shall be monthly meetings of the membership to conduct UWS business and social events, receive art instruction, view artist demonstrations, and to promote painting. General membership meetings shall be once a month, with the exception of July and August. Additional meetings may be called.

ANNUAL MEETING

The election of Officers and review of the yearly financial reports will be held in June.

Article VI: ELECTIONS

The election of officers shall be conducted in the following manner:

Election of Officers shall be at the Annual Meeting, by a simple majority of the membership present at the meeting.

All Officers are elected annually for a term of one year. Officers are encouraged to serve in another capacity after two consecutive years in one Office.



At least one name and not more than three names shall be submitted for each office.

Those whose names appear on the ballot must have given their permission and acceptance of their nomination.

Not less than two weeks prior to the Annual Meeting, the Board approved slate of nominees shall be announced to the general membership.

Nominations for Office other than from the Nominating Committee may be made from the general membership.

Robert's Rules of Order will be followed on questions of procedure.

Article VII: EXHIBITIONS

The Exhibition Chair shall coordinate all UWS Exhibitions in conjunction with Exhibition Committee Chairs.

The UWS will coordinate water media exhibitions for the Society, which may be juried for selection.

A “Juried Exhibition” is defined as a show of works where only a portion of all artwork submissions is selected to participate in the final exhibit.

Only works approved by the Juror shall hang.

No Juror may serve more than once during a two-year period.

All member and Open Exhibits, including the Signature/Two-Star Member Exhibition, will be judged for awards.

Rules and Regulations governing all exhibits shall be determined by the Board of Officers and set forth in the applicable exhibition prospectus.

Securing venues for future exhibitions shall be the responsibility of the current President or Vice President or may be delegated by to a designated UWS representative or committee as determined by the Board.

UWS ANNUAL SPRING OPEN EXHIBITION

The objective shall be to produce annually the best possible exhibit of water media in the State of Utah. This is a Juried Exhibition.

The annual exhibit shall be open to all members and all residents of the state of Utah. Rules and regulations for the exhibit shall be set forth in the exhibition prospectus.



A non-refundable entrance fee of an amount determined by the Board of Officers shall be charged for each entry. Non-members who are residents of Utah may elect to become members at this time. Members joining at the time of the exhibition may be assessed a membership late-payment fee, if membership dues are delinquent. Members joining UWS for the first time will not be assessed a membership late fee.

A Juror, with nationally or internationally recognized credentials in water media, shall be selected by the Vice President and/or Exhibition Chair and contracted to perform specific juror duties within specific time frames for a specific fee. The appointed juror will act as both the juror for selection and the judge for awards.

Only works selected by the Juror shall hang.

No Juror may serve more than once during a two-year period.

UWS ANNUAL FALL MEMBER EXHIBITION

The objective shall be to produce annually the best possible exhibit of water media from the UWS membership. This is a Juried Exhibition.

The annual exhibit shall be open only to current UWS members. Rules and regulations for the exhibit shall be set forth in the "Exhibition Prospectus."

A non-refundable entrance fee of an amount determined by the Board of Officers shall be charged for each entry. Non-members who wish to enter this Member Exhibition may join at this time. Members joining at the time of the exhibition may be assessed a membership late-payment fee, if membership dues are delinquent. Members joining UWS for the first time will not be assessed a membership late fee.

A Juror, with nationally or internationally recognized credentials in water media, shall be selected by the Vice President and/or Exhibition Chair and contracted to perform specific juror duties within specific time frames for a specific fee. The appointed Juror will act as both the Juror for Selection and the Judge for Awards.

Only works selected by the Juror shall hang.

No Juror may serve more than once during a two-year period.

OTHER MEMBERSHIP EXHIBITS

Other membership exhibits sponsored by the Society may be held and may be juried for selection.

A Judge for Awards shall be selected and assigned by the Exhibition Chair.



A minimum of two membership exhibits will be held for current UWS members per year.

An additional exhibition, open to Signature and Two-Star Members, will be held every other year. This honorary exhibit may be juried for selection.

Article VIII: BYLAW REVIEW AND REVISION

STANDARD BYLAW REVIEW

These UWS governing bylaws shall be reviewed, and updated as necessary, by the Board of Officers every three years. All changes to these governing Bylaws will be presented to the Membership for a vote at the Annual Meeting. Changes shall be adopted by a simple majority of the membership present at the Annual Meeting.

Changes to these bylaws shall be in accordance with Utah State Code governing non-profit organizations. Specifically, Utah Code Title 16, Chapter 6a, Sections 1003, 1004, and 1010.