

Washington County Arts Council Board

ARTICLE I – GENERAL

SECTION I-NAME

The name of this Council Board shall be “Washington County Arts Council Board of Directors” as approved by the Board of County Commissioners of Washington County on Sept. 28, 2006 by authority as stated in the Florida Statutes 265.32.

SECTION II – PURPOSE AND MISSION

The purpose of this organization is to serve as an umbrella organization and to:

- A. To stimulate greater governmental and public awareness and appreciation of the importance of the arts to the people of Washington County Florida.
- B. To encourage and facilitate greater and more efficient use of governmental and private resources for the development and support of the arts.
- C. To encourage and facilitate opportunities for Washington County residents to participate in artistic activities.
- D. To promote the development of Washington County artists, arts institutions, community organizations sponsoring arts activities, and audiences.
- E. To survey and access the needs of the arts, artists, art institutions, community organizations sponsoring arts activities, and people of this county relating to the arts.
- F. To support and facilitate the preservation and growth of the county’s artistic resources.
- G. To contract for artistic services, performances and exhibits on behalf of the County of Washington County.
- H. Develop a center of physical facilities for the use of the arts.
- I. Provide financial and technical assistance to artists, arts institutions, and audiences.
- J. Otherwise serve the citizens of the county in the realm of the arts.

The purposes provided by this section are hereby deemed to be public purposes.

The mission of this organization is to vitalize and enrich the cultural arts in Washington County.

SECTION III – VISION

The Washington County Arts Council Board of Directors will fulfill its purpose and achieve its mission by encouraging the creation of new works of art, promoting new relationships and ideas within the arts community, building new audiences, advocating for the arts in education and connecting the arts and artists of the county and region. The Board of Directors will endeavor to present the works of emerging local artists in a

gallery setting. The Board of Directors supports this mission through special events, exhibitions, festivals, performances and concert series, arts advocacy, grants and volunteerism.

ARTICLE II – ARTS COUNCIL BOARD OF DIRECTORS

SECTION I – MEMBERS AND TERMS

1. The initial 15 members of the Board of Directors shall be appointed by the Board of County Commissioners and shall be selected in such manner as to assure that the general arts needs of the people in the county may best be served. Each Board of Director member will be charged with the responsibility of serving the best interests of the arts in the county and no Director shall view his or her role as that of representing any particular geographic area of the county, interest group, arts institution, community organization, or audience. No individual committed to, or owing allegiance to, any particular arts faction shall be eligible to serve on the Board of Directors.
2. There shall be at least one ex officio member who shall be a member of the Board of County Commissioners to be designated by it. The Board of Directors may authorize additional ex officio members from any municipality within the county and such member shall be designated by the city commission from its membership. The Board of Directors may also authorize other ex officio members from the general public when such membership will serve the best interests of the arts and help carry out the objectives and duties of the Board of Directors. Ex officio members will not be voting members of the Board of Directors.
3. The term of office for each Director shall be 4 years. All members of the Board of Directors shall be qualified electors residing in the county.
4. No Board of Director Member who serves two full terms shall be reappointed to the Board of Directors during the 2-year period following expiration of his or her term.
5. No Board of Director member shall receive compensation for his or her services, but each member may be reimbursed in accordance with chapter 112 for actual expenses necessarily incurred in the performance of his or her duties.
6. Vacancies which exist on the Arts Council Board of Directors shall be filled by the Board of County Commissioners. However, in filling any vacancy which occurs, the Board of County Commissioners shall select the replacement Board of Directors member from a list of three candidates to be submitted by the remaining members of the Council Board of Directors. These three members are to be selected only after due notice as described in number 8 of this section has been met. In the event that none of the three candidates suggested meets commission approval, the Arts Council Board of Directors shall submit another and entirely different list for commission consideration. This process shall continue until a suitable replacement has been found to fill the existing or anticipated vacancy.

7. Board of Director Members may be removed for cause, and two consecutive unexcused absences shall constitute a form of, but not limit, such cause for removal. The removed Director's replacement shall be chosen as provided in the above paragraph. Removal shall only be accomplished by a two-thirds vote of the remaining Board of Directors.

8. For purposes of this section, notice and publication requirements shall be deemed to have been met by advertisement in a newspaper, or in any of the electronic media, with countywide circulation or exposure for a period of 3 days at 10 days prior to the taking of the intended action.

SECTION II – OFFICERS

1. The Board of Directors shall elect annually one of the members of the Council Board of Directors to be its chair. No member of the Board of Directors may serve as its chair for more than two terms. The Board of Directors may annually elect such other officers as it deems appropriate to be presented in August, voted on in September, and installed in October.

A. The duties of the chair shall be to preside over all business meetings but may at his or her discretion, or at the suggestion of the Board of Directors, arrange for another officer to preside at other meetings. The chair shall perform such duties as are usually incumbent upon that officer and such as may be directed by resolution of the Board of Directors.

B. Vice-Chair shall have duties and responsibilities as the Chair and shall assume duties of the Chair in the absence of the Chair

C. Secretary shall record and maintain in good order minutes of all meetings of the Council Board and all records and correspondence of the organization and shall provide copies of the minutes to each board member within 14 days from the conclusion of each meeting.

D. Treasurer shall conduct all financial business in accordance with standard operating procedures.

2. The Board of Directors may appoint an executive director who shall be a full-time employee and shall serve at the pleasure of, and at a salary fixed by, the Board of Directors. The Executive Director shall carry out the policies and programs established by the Board of Directors, shall employ, subject to Board of Directors' approval, such full-time and part-time staff and consultants as appropriate to carry out those policies and programs, and shall be in charge of the day-to-day operations of those policies and programs.

SECTION III – EXECUTIVE COMMITTEE

The Executive Committee shall consist of the four elected officers of the Arts Council Board of Directors and the Executive Director or other Board of Director members as designated and shall act for and on behalf of the Board of Directors when the Board is not

in session. The Executive Committee shall be accountable to the Board of Directors for its actions. The Executive Committee shall serve as the Budget and Finance Committee. The Budget and Finance Committee shall prepare a draft budget for presentation to the Board by August and approved by the Council Board by September of each year.

A special meeting may be called upon written or oral notice by the Arts Council Board Chairman. A meeting may also be called by written or oral notice by four (4) members of the Arts Council Board of Directors.

ARTICLE III – BOARD OF DIRECTOR MEETINGS

The Board of Directors shall meet at least quarterly pursuant to notice and at such times and places as the Board of Directors shall determine. One-half of the Board of Directors, plus one, shall comprise a quorum for the transaction of business at Board of Director meetings.

The Board of Directors shall hold an annual public meeting in September, pursuant to public notice specifying the date and place of the meeting and the subjects to be considered, for the purposes of making the Board’s work known and investigating and assessing the needs and development of the Arts in the county. Notwithstanding the publication of an agenda for the annual meeting and the specification of subjects shall not preclude consideration of any other subject pertinent to the above-stated purpose of the meeting, if that other subject is raised by any county resident present at the meeting.

ARTICLE IV – COMMITTEES

SECTION I – WORKING COMMITTEES/ADVISORY PANELS

The Board of Directors may establish working Committees consisting of community members and at least one Board of Director member as it deems appropriate to carry out its objectives, duties, and powers. The Board of Directors may convene Advisory Panels and may consult with such advisers and experts as it deems necessary and appropriate for carrying out its objectives, duties, and powers. The following committees will act as the working committees for the Board of Directors.

Theatre Committee

Gallery Committee

Writers Committee

Performing Arts Committee

Membership and Volunteers Committee

Promotions/Special Events Committee

Grants Committee

SECTION II

The Chair or Vice-Chair shall be ex officio members of all committees.

ARTICLE V – FINANCES

All monies paid to the organization shall be placed into the account set up by the Washington County Arts Board.

SECTION II – DISBURSEMENTS

Upon approval of the budget, the treasurer of the Washington County Arts Council Board of Directors is authorized to make disbursements on accounts and expenses for the day-to-day business operations of the Board as provided for in the budget. Disbursements shall be made upon receipt of invoices or instructions from the Board of Directors in accordance with the standard accounting procedures. All checks will require the signature of the treasurer and Chair or Vice-Chair. Approval of the Board of Directors is required for disbursements greater than \$100.

Disbursements not included in the annual budget shall require a budget amendment as approved by the Executive Committee.

SECTION III – FISCAL YEAR

The fiscal year of the organization shall close September 30.

SECTION IV – BUDGET

The Executive Committee shall propose a budget to be presented to the Board of Directors by the August meeting and approved by the Board of Directors in September.

SECTION V – BONDING

The Washington County Arts Council Board of Director Officers, and such other members of the Board or staff, may be designated as being bonded as directed by the Board of Directors.

ARTICLE VI – DISSOLUTION

No part of the net earnings, properties or assets of this organization, on dissolution or otherwise, shall inure to the benefit of, or be distributed to its members, officers or other private persons. Any net earnings, properties or assets shall be distributed, upon dissolution, to any arts non-profit organization in Washington County.

ARTICLE VII – AMENDMENTS

The Washington County Arts Council Board of Directors shall have the power to alter, amend or repeal these by-laws or adopt new by-laws by a majority vote of the members present at any duly called meeting of the Board, provided that all proposed changes are received by the Board of Directors a minimum of 30 days prior to the vote and that no such action shall be taken if it would in any way adversely affect the organization's qualifications under the Florida Statute 265.32.

These by-laws changes adopted this date, _____, by the Arts Council Board of Directors.

_____ Date

Chairman
Washington County Arts Council Board of Directors