

Fiber Artists of San Antonio (FASA)

Organization By-Laws

I. NAME:

The name of the organization shall be Fiber Artists of San Antonio (FASA).

II. NONPROFIT CORPORATION

The Fiber Artists of San Antonio shall be a nonprofit corporation. When it dissolves, all of the assets will be distributed to the State of Texas or to an organization exempt from taxation under the Internal Revenue Code Section 501©(3) for one or more purposes under the Texas franchise tax.

III. PURPOSE

The purpose of the organization shall be:

1. To maintain and advance fiber as an art form through the education of its members and the general public.
2. To promote appreciation and encourage support of fiber as an art form by the public through exhibitions and educational activities.
3. To serve educational, charitable and cultural purposes within the meaning of 501©(3) of the Code through the organizational meetings and activities.

IV. MEMBERSHIP

Individuals who are actively involved in the creating of original fiber art and/or who are interested in promoting fiber as art, will receive full membership status including voting upon payment of annual dues. The Board of Directors may designate a member or other community individual to receive Honorary Life Membership based upon years of service and/or exceptional dedication to FASA. An Honorary Life Member is not required to pay dues and receives membership privileges such as newsletter or entry into exhibits at member rate. However, an Honorary member may not vote in any FASA election.

V. MEETINGS

1. Meetings of the general membership are open to the general public and will be held monthly or more often if so designated by the Board at such place as may be designated by the Board.
2. Special meetings of the members for any purpose may be called by the Board at such place and time as may be designated by the Board.

VI. GOVERNANCE

The governing of the Fiber Artists of San Antonio shall be by the Board of Directors (“the Board”) composed of the elected officers, the immediate Past President, and the appointed Committee Chairpersons. Each board position has one vote whether the position is filled by one person or shared among several. Any board members holding multiple offices shall have a total of one vote.

1. The elected officers shall include the following: President, First Vice President, Second Vice President, Third Vice President, Fourth Vice President, Reporting Secretary and Treasurer
2. Officers shall be selected for a term of two fiscal years. The fiscal year and term of office shall coincide.
3. The officers shall not be paid a salary for services as an officer but their expenses, if any, in connection with the affairs of the organization may be reimbursed by the organization. This provision shall not be construed to prevent any officer or director from receiving any compensation from the organization for duties other than as a director or officer
4. Additional Board positions may be created by the determination and agreement by the Board of Directors. The officer filling said position will serve for the remainder of the fiscal year.
5. The fiscal year is June 1st through May 31st.

VII. DUTIES OF OFFICERS

1. The President shall:
 - a. Call and preside at all meetings.
 - b. Approve all expenditures.
 - c. Appoint Committee Chairs.
 - d. Be responsible for governing the organization.
 - e. If any elected board positions are vacant, President may appoint a committee to fulfill the duties of the vacant position.
2. The First Vice President shall: Perform the duties of the President in the event of absence. Be responsible for programs at general meetings of the membership. Be responsible for any workshops. Act as liaison with meeting facilities.
 - a. Workshops are open to the general public and must be self-sustaining.
 - b. Confirmed workshop deposits are nonrefundable, unless the First Vice-President deems a refund appropriate because of extenuating circumstances. Any transfer of workshop fees to another person must be approved by the First Vice-President. Non-members may be subject to increased workshop fees.
3. The Second Vice President shall: Be responsible for the Annual exhibit and promote other local/area exhibits for FASA members to participate in.
 - a. The Fiber Artists of San Antonio shall have at least one exhibition or exhibit event per year.
 - b. All FASA Exhibitions are open for submissions from the general public as well as FASA members
4. The Third Vice President shall: Be responsible for fundraising activities and events.
 - a. FASA shall have an annual fundraising event to promote and advance fiber arts through the education of members and the public.
 - b. The Board of Directors may upon a majority vote designate part or all of any fundraising activity to be donated to another 501c3 organization.
 - c. The events may raise scholarship funds for local institutions with students enrolled in the areas of surface design, fashion, or fiber arts. All events are open for submissions from the general public as well as FASA members.
5. The Fourth Vice President shall:
 - a. Keep Members abreast of educational activities throughout the city and surrounding areas, establish membership education and sharing opportunities such as show & tell, studio tours, museum tours and other like activities.
 - b. Make recommendations to the Board for scholarship donations to appropriate 501(c)(3) organizations.
 - c. Scholarships are provided through fundraising efforts and must be self-sustaining.
6. The Recording Secretary shall:
 - a. Keep minutes of all meetings.
 - b. Be responsible for the general correspondence for the organization as delegated by the President.
 - c. Submit a copy of the minutes of all meetings to the President monthly.
 - d. At the end of the fiscal year, submit to the President a separate and current list of all duly accepted resolutions and a current copy of the By-Laws and any Standing Rules.
 - e. Prepare an annual summary of the organization's highlights.
7. The Treasurer shall:
 - a. Receive and disburse all funds with proper authorization.
 - b. Be accountable for all monies collected.
 - c. Submit a financial record to the membership at meetings, format to be decided by the Treasurer with input from the Board.
 - d. Prepare an annual draft budget based on requests from the officers and committee chairs as appropriate to their positions and responsibilities.

- e. Provide necessary documents for the Financial Review Committee and/or non-member accountant to meet the required review by July 31st.
- f. The Treasurer shall insure that all necessary governmental reports and forms are filed in a timely manner.

VIII. COMMITTEE CHAIRS

The President will appoint committee chairs for the fiscal year, to be installed with elected officers. Each committee chair position shall have one vote whether the position is filled by one person or shared among several.

The following list acts as a guideline of Committees:

1. The Membership Chair shall: Be responsible for receiving and encouraging membership. Keep the membership file up to date. Compile an annual list of members for distribution.
2. The Social Media & Publicity Chair shall: Be responsible for publicity about the organization utilizing chosen media.
3. The Community Engagement Chair shall: Be responsible for activities involved in community outreach. Keep records of volunteer hours via documentation.
4. The Newsletter & Email Tree Chair shall: Document monthly activities via a FASA organization newsletter and celebrate membership opportunities and achievements via an email tree.
5. The Website Administrator shall: Be responsible for maintaining the organization's website. Content generation shall be the responsibility of FASA Board and General Members.
6. The Hospitality Chair shall: Be responsible for creating a nurturing, welcoming atmosphere for the meetings. Act as liaison with San Antonio Garden Club (SAGC) to provide assistance/refreshments for one SAGC meeting per year, as mandated in the annual agreement between FASA and the SAGC.
7. The Satellite Chair shall: Be responsible for providing leadership and opportunity for exchange of art related topics outside of the regular Monday general meeting dates. Satellite meetings may be held six times a year or more, as determined by the Satellite chair. Dates, locations and times will be decided by the Satellite Chairperson, as appropriate and will be published in the FASA Newsletter, website and via the email tree.
8. The Corresponding Secretary shall: Be responsible for social correspondence such as thank you notes, get well cards and other similar notes to guests and membership.

IX. STANDING COMMITTEES

1. The Nominating Committee for elected offices shall consist of two members appointed by the President and three members elected by the membership at the January meeting
2. The Budget Committee shall consist of the current President and Treasurer with input from the Officers and Committee Chairs as appropriate. Committee shall present a budget and recommended dues for the fiscal year, according to the following timeline: January Board meeting – solicit input from Board Members for next-year budget requests; February Board Meeting – receive proposed budget requests; March Board Meeting – review and approve proposed budget for submission to General Membership; April Board and General Meeting – approval of proposed budget at Board meeting and presentation to General meeting; May General Meeting – vote by general membership to approve budget .
3. The Annual Financial Review Committee shall consist of two board members and a member at large and will be chaired by one of the members of the committee. The Financial Review Committee shall be appointed at the beginning of the fiscal year in June by the President. Treasurer's financial records shall be reviewed by the August general meeting and the committee is to electronically distribute the findings of the review within 90 days of the close of the fiscal year to all FASA members in good standing. Alternatively, an accountant or bookkeeper familiar with nonprofit financial requirements could be hired to look over the books, financial reports and processes.

X. DUES

1. Dues shall be payable to the Treasurer during the first 45 days of the fiscal year (June 1 – July 15). Dues paid within one quarter prior to the due date (in March, April or May) shall be credited to the following fiscal year.
2. Members whose dues are delinquent after July 15th shall be dropped from the membership. No notice is required.
3. Individual membership dues shall be established by the Board for the period of June 1 through May 31, through the annual budget process. Students with proof of full-time status shall be eligible to receive a 50% discount of the annual dues.
4. Annual Dues may be amended by the Budget Committee, approved by the Board and approved by a majority vote at the April general meeting

XI. ELECTIONS

1. The Nominating Committee shall propose a slate of officers to be announced at the March General meeting.
2. Elections shall be held during the April general meeting.
3. Nominations may also be made from the floor at the time of election with the consent of the person nominated.
4. An officer may be removed from office after three consecutive absences from Board meetings or for reasons deemed by the Board to require dismissal.
5. A vacancy in any office, except President, shall be filled by appointment made by the Board for the unexpired term. In the vacancy of the Presidential office, the First Vice President shall have and may exercise the powers of the President, and in the absence of the First Vice President, the Second Vice President shall serve. Should a vacancy occur by the resignation of an elected officer, the previously elected nominating committee shall present a candidate at the first regular meeting following that resignation.

XII. EXHIBITIONS

1. The Second Vice President shall form an Exhibition Committee which will oversee all aspects of the annual exhibit.
2. The annual exhibition shall be juried by a qualified juror/jury, to be selected by the Second Vice President with approval of the Board.
3. A prospectus or guidelines for participating in the exhibition shall be established by the Exhibition Committee and approved by the Board.
4. FASA may collect no commissions from artists or vendors participating in any FASA sponsored exhibit.

XIII. STANDING RULES

Additional rules, not included in these By-Laws will be called Standing Rules and must be approved by the Board and passed by a majority vote at a general meeting.

XIV. AMENDMENTS

These Bylaws may be amended by approval of the Board after notification to the membership by newsletter or at a previous general meeting and by a majority vote of the members present at any general meeting.

Fiber Artists of San Antonio (FASA) Standing Rules

1. The Executive Board composed of elected Officers and appointed Committee Chairpersons shall meet once per month on a set date or when designated by the President. Attendance will be taken.
2. General meetings are held the second Monday of each month. Social time is at 9:30 AM and the business meeting or program will begin at 10:00 AM. Attendance will be taken at each meeting. Name tags will be worn. All meetings are open to the general public.

3. The President shall appoint all Committee chairpersons before the June meeting.
4. Committee chairpersons shall appoint their own Committee members.
5. Any unbudgeted item of expenditure over one hundred dollars (\$100) shall be reviewed by the Treasurer and approved by the Board of Directors.
6. Funds raised by events, exhibits, or other activities will go to support the educational and charitable activities of FASA. When applicable, certain activities can be designated prior to the event for such charitable purposes.
7. Exhibition Standing rules shall include:
 - a) Entry fee shall be determined by the FASA Exhibit Committee.
 - b) Entries shall be completed within two years prior to the Annual Exhibit and shall be of original design and execution with a major focus on fiber or fiber techniques. Collaborations are eligible.
 - c) Entries which were previously juried into a FASA Annual Exhibition may not be submitted for a subsequent FASA Annual Exhibition. Exceptions may be made to show work again in commemorating the legacy of FASA members.
 - d) Pieces completed from kits or provided patterns may not be entered into the Annual Exhibition.
 - e) The focus of each entry should represent fiber or fiber technique. Any material not defined as fiber may be incorporated as embellishment but may not be used as the main material. The majority of the material used in a fiber piece should conform to Webster's definition of "fiber" as: "... 1. A thread or structure or object resembling a thread ... c. a slender and greatly elongated natural or synthetic filament (as wool, cotton, gold, asbestos, glass or rayon) typically capable of being spun into yarn. 2. Material made of fibers..."
 - f) Entry must be properly prepared for hanging (no zigzag hangers). If special hanging and/or display instructions are required, they must be included with the work. The Second Vice-President has the right to reject any entry not properly prepared for exhibition.
 - g) Size or other special considerations are to be determined by the exhibition or event committee.
 - h) Ineligibility of pieces submitted to be juried shall be determined by the Exhibition Committee with a statement of the reason said piece does not qualify. The determination of ineligibility is final and no refund of entry fee is required.
 - i) Entrants shall furnish their own insurance. Although great care will be taken, FASA or its representatives cannot be held responsible for loss or damage to the entrant's work.
 - j) The Juror or Jurors shall not be members of FASA. The juror or jurors shall be selected by the exhibition or event committee.
 - k) Monies donated for Memorial/Special Awards (not 1st, 2nd or 3rd place) will be used as specified by the donor. Donations received but not earmarked for a specific award shall be used as determined by the FASA Exhibition Committee.