

UALR Friends of the Arts Bylaws

Effective September 1, 2008

INTRODUCTION

The UALR Friends of the Arts is a volunteer organization created in 1988 to support the arts and arts education programming of the College of Arts, Humanities, and Social Sciences at the University of Arkansas at Little Rock.

ARTICLE I: NAME

The name of the organization shall be the UALR Friends of the Arts.

ARTICLE II: PURPOSE

The purpose of the UALR Friends of the Arts shall be:

1. To promote attendance and provide support for performance and exhibition activities sponsored by the College of Arts, Humanities, and Social Sciences (AHSS);
2. To support, encourage, and reward academic and artistic excellence and talent;
3. To support and promote Artspreet and Friends of the Arts activities through attendance, audience development, underwriting, and hosting special events.

ARTICLE III: MEMBERSHIP

Section 1. Membership shall be open to all persons subscribing to the purpose of the organization and making payment of annual or lifetime donation for membership. Contribution levels for membership classification shall be determined and periodically reviewed by the Executive Board and the Development Committee of the Friends of the Arts.

Section 2. Privileges of Membership

- a. Each member is invited to share in committee responsibility and will be extended invitations to special activities for the Friends membership;
- b. A membership directory will be maintained and be distributed to members annually;
- c. Members will be requested, on occasion, to offer financial support for selected programs by means of scholarships, equipment and materials donations, underwriting, and in providing enrichment opportunities to enhance the educational programming;
- d. There shall be an annual meeting (event) planned for the entire UALR Friends of the Arts membership.

UALR Friends of the Arts Bylaws

Effective September 1, 2008

ARTICLE IV: BOARD OF DIRECTORS

Section 1. It is the express purpose of the Board to oversee and supervise the general affairs of the Friends organization and to meet the responsibilities outlined in the statement of purpose previously stated in these bylaws.

Section 2. The Board shall consist of no less than 15 and no more than 25 members including the officers described below. Ex-officio members of the Board shall be the Dean of the College of Arts, Humanities, and Social Sciences, the Artspreer director, the Chair of the Department of Art, the Chair of the Department of Music, and the Chair of the Department of Theatre Arts and Dance. Ex-officio seats not filled by the Artspreer Director or the Department Chairs shall remain open.

Section 3. Appointment to the Board shall be by recommendation of the Nominating Committee and vote of the Board at the last meeting of the fiscal year. Care will be taken to assure that the make-up of the Board reflects the Broader community that the university serves. An effort will be made to involve some members who live outside Little Rock proper.

Section 4. The term of office on the Board shall be three years. Members are eligible for consideration for a second three-year term making a total of six years in addition to any unexpired term they have filled. A period of one year shall elapse before an individual will be eligible for re-appointment to the Board.

Section 5. The Board approves funding for all expenditures of the Friends funds; expenditure provisions shall be defined in the standing rules.

Section 6. Each Board member shall be entitled to one vote in the affairs brought before the Board. There is no provision for proxies.

Section 7. A person recommended by the Nominating Committee and appointed by the President shall fill any vacancy on the Board for the remainder of the term.

Section 8. The Board shall meet every other month. Other general meetings of the Membership or the Board may be called by the President, six members of the Board of Directors, or by the written request of 10 members of the UALR Friends of the Arts general membership.

Section 9. Twenty percent of the Board membership shall constitute a quorum; however, a simple majority of those present shall be required to adopt any item of business.

Section 10. All meetings of the Board of Directors are open to the general membership.

UALR Friends of the Arts Bylaws

Effective September 1, 2008

ARTICLE IV (cont.): OFFICERS OF THE BOARD OF DIRECTORS

Section 11. The officers of this organization shall be the President, President-Elect who functions as Vice President, Secretary, and Treasurer.

Section 12. The officers will be elected at the last meeting of the fiscal year from a slate presented by the Nominating Committee.

Section 13. The officers shall be elected to one-year terms. The President and President-Elect may be elected to a maximum of two consecutive terms.

Section 14. The office of an officer shall be declared vacant after three unexplained absences from meetings of the Board and the Secretary should give notice.

ARTICLE V: TERMS OF SERVICE OF DIRECTORS AND OFFICERS

Section 1. The president shall preside at all meetings of the Board and Friends Membership and sign any correspondence for the Membership. The President serves a one-year term. The President is an ex-officio member of all committees of the Board, except the Nominating Committee.

Section 2. The President-Elect (Vice President) shall perform the duties of the President in case of the absence of the President. The President-Elect shall also serve as the Chairman of the Nominating Committee.

Section 3. The Secretary shall assure the minutes are kept of all the proceedings of the Members and Board, confirm the proper record of the meeting, and arrange for copies of the minutes to be available for distribution to the Board. The Secretary shall be responsible for correspondence of the Board and the Friends membership and for assisting with the annual membership directory.

Section 4. The Treasurer shall have responsibility for general supervision of funds and business transactions and make a budget report concerning these matters to the Board at each meeting. Together with the President, the Treasurer shall present an annual report of the budget of the current fiscal year and offer for consideration of the Board a proposed budget for the coming fiscal year at the last meeting of the current fiscal year.

Section 5. Members of the Board of Directors shall be members of the organization, attend meetings of the Board, serve on one or more active committees, and support the fundraising events.

UALR Friends of the Arts Bylaws

Effective September 1, 2008

ARTICLE VI: COMMITTEES OF THE BOARD OF DIRECTORS

Section 1. The committees of the organization shall consist of such standing committees as may be provided for in the bylaws and such standing committees as may be established by the Board or the President. The Board does its work chiefly through committees who report back to the Board with their findings and recommendations for action.

Section 2. The chairs of the committees described below shall be appointed by the President-Elect before the first meeting of the fiscal year, or as needed during the fiscal year by the President together with the President-Elect.

Section 3. The executive committee shall consist of the President, the President-Elect, the Secretary, the Treasurer, and the Advisor (the immediate past president) with the Dean of the College of Arts, Humanities, and Social Sciences, the Art Department Chair, the Music Department Chair, and the Theatre Arts & Dance Department Chair as ex-officio members.

Section 4. Membership on standing committees shall be extended to the entire membership of Friends of the Arts.

1. Membership Committee:

- a. To retain old members and seek new members for the organization;
- b. To conduct an annual membership renewal campaign;
- c. To maintain a current membership list;
- d. To assist with the publication and distribution of the membership directory.

2. Hospitality Committee:

- a. To provide a selection of possible venues for receptions for the membership and the community at large (i.e., receptions after Artspreet productions or open house for gallery openings);
- b. To encourage participation by the community and to encourage membership in Friends of the Arts.

3. Development (Fundraising) Committee:

- a. To promote fundraising for Friends of the Arts events, especially in regards to Finale (ticket sales, promotion, etc);
- b. To develop new ideas for event-specific fundraisers;
- c. To evaluate membership dues and recommend changes if needed.

4. Landscape Committee:

- a. To oversee plans for landscaping around the Fine Arts facilities;
- b. To assist with the donation of plants and donations for the purchase of additional plant materials.

UALR Friends of the Arts Bylaws

Effective September 1, 2008

ARTICLE VI(cont.): COMMITTEES OF THE BOARD OF DIRECTORS

Section 5. Ad hoc committees:

1. **Nominating Committee:** The Nominating Committee shall consist of the Executive Committee members. Its primary task will be to propose a slate of officers and recommend new Board. The Nominating Committee will receive names of potential Board members at any time. Those names will be proposed to the entire Board at an official meeting. If no objection to a proposed member is voiced from the next meeting, the name will be placed on an approved list to fill vacancies at the end of each year. The Executive Committee, with the approval of the Dean, may appoint any of the approved list of nominees to fill any open vacancy for the residual of the term.
2. **Bylaws Committee:** The Bylaws Committee shall be chaired by the Treasurer and will consist of the Executive Committee members. Its primary task will be to evaluate the Friends of the Arts Bylaws and to recommend changes as needed.

ARTICLE VII: DONATIONS AND OTHER FUNDS

Section 1. The Friends of the Arts shall have the authority to receive contributions, memberships, and gifts in cash or property acceptable to the Board (and in the case of property, acceptable to the University of Arkansas at Little Rock). The Board may accept funds subject to restrictions and limitation provided these terms are not contrary to University policy, State of Arkansas laws, or Board directives.

Section 2. The financial records of the Friends will be maintained by the Treasurer and the University of Arkansas at Little Rock Office of Development. The Friends organization is guaranteed freedom of access to the information and records at all times. The Dean's Director of Finance shall serve as a liaison between the Treasurer and UALR financial offices.

Section 3. In the event the Friends organization ceases to exist, any remaining funds may be expended at the discretion of the Dean of the College of Arts, Humanities, and Social Sciences.

UALR Friends of the Arts Bylaws

Effective September 1, 2008

ARTICLE VIII: PROCEDURAL REQUIREMENTS

Section 1. The UALR Friends of the Arts shall have a policy regarding conflicts, or apparent conflicts of interest in affairs conducted by the Board and staff. This policy will be observed, and its observation will be duly recorded in the minutes of meetings where applicable.

Section 2. The UALR Friends of the Arts fiscal year shall be July 1 through June 30.

Section 3. The rules presented in the most recent edition of *Robert's Rules of Order Newly Revised* shall govern the proceedings of the Board in all cases to which they are applicable and which are not otherwise covered by actions of the Board or the bylaws.

Section 4. Bylaws may be amended or replaced and new bylaws may be adopted by the Board at any regular or called meeting of the Board. An amendment, revision, or repeal must be approved by two-thirds of the directors present. Proposed changes in the bylaws shall be circulated to all directors at least ten days in advance of the meeting where such proposed changes will be considered and voted on by the board.

Adopted this _____ day of _____, 2008.

Approved: 1988

Revised: January 1993 (Conner, Buchanan, Hartsfield)

Revised: July 2003 (Baldwin, Barnes, Bishop, Burl, Infante, Phillips)

(Revision approved October 1, 2003)

Revised: July 2008 (Baldwin, Conner, Kovaleski, Kessel, Bishop)