

MUSTANG ARTS COUNCIL, INC.  
BYLAWS

MISSION

We are an organization dedicated to growing the arts presence in Mustang, OK.

PURPOSE

We strive to provide a positive creative outlet in our community by offering and supporting arts education, by creating opportunities for local artists to share their talents, and by celebrating our culture and the beautiful world around us as we partner with the city and local businesses to attract people to these establishments. We believe the arts create the heartbeat of a community and this endeavor will bring a spirit of unity, personality, and economic growth to our town.

GOALS

1. Grant scholarship(s)
2. Increase the variety of classes/events offered at the community center, select classes offered free
3. Host community art shows
4. Partner with businesses to set up gallery space and performance opportunities for local artists
5. Host Arts and Film festival
6. Install public art and sculpture garden at Wild Horse Park
8. Start a community theater, build amphitheater
10. Host workshops and camps

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March 20, 2018

ARTICLE I

NAME, LOCATION AND PURPOSE

SECTION 1. NAME: The name of the organization shall be “Mustang Arts Council, Inc”, a nonprofit corporation incorporated in the state of Oklahoma (hereafter referred to as “The Arts Council”).

SECTION 2. LOCATION: The principal location of the Mustang Arts Council shall be in the Mustang, Oklahoma area.

SECTION 3. PURPOSE: The Mustang Arts Council is organized exclusively for recreational or charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The purposes further defined include:

- To maintain an association of persons interested in supporting the the arts in Mustang.
- To support and assist the City of Mustang in developing arts-related services.
- To stimulate the use of the City of Mustang’s resources and services by sponsoring activities such as classes, community art shows, performances, festivals, and public art.

- To receive and encourage gifts, endowments and bequests to support The Arts Council's activities.

## ARTICLE II MEMBERSHIP

SECTION 1. MEMBERSHIP: Membership shall be open to the general public, and shall consist of the following categories of membership:

2.1.1 Individual: Any individual in the general public desiring to be a member of the Arts Council. Members will be subject to annual dues as detailed in Article III.

2.1.2 Corporate Leader: Any business organization in the general public desiring to be a member of The Arts Council. Members will be subject to annual dues as detailed in Article III.

SECTION 2. MEMBER APPLICATIONS: Application for membership shall be submitted to the principal location of The Arts Council. Acceptance of new members shall be made by a majority vote of the Board of Directors.

SECTION 3. MEMBERSHIP TRANSFERABILITY: Membership cannot be transferred from one individual or family to another individual or family.

SECTION 4. MEMBERSHIP TERMINATION:

2.4.1 Membership can be terminated at any time through a written notification to the Board of Directors. The termination date shall be on or before 30 days after receiving the notification.

2.4.2 Any member indebted to The Arts Council more than 90 days shall be terminated.

## ARTICLE III DUES

SECTION 1. DUES: Dues shall be determined by the Board of Directors.

SECTION 2. PAYMENT:

3.2.1 Dues are paid annually and shall be due on or before January 31 of each year.

3.2.2 Dues are for the current calendar year only. No prorated time period will be calculated.

SECTION 3. NONPAYMENT: Any member failing to pay dues within 30 days shall be notified by mail or electronic communication. If payment is not received within 30 days of notification, the member may be dropped from the member roster and shall forfeit all rights and privileges of membership.

## ARTICLE IV OFFICERS

SECTION 1 COMPOSITION: The officers of The Arts Council shall be: President, Vice-President, Corresponding Secretary, Recording Secretary and Treasurer. A representative from Mustang Parks and Recreation, Mustang Public Library, and Mustang Public Schools shall be

ex-officio members of the Board of Directors. These officers, the executive director, and the ex-officio officers shall comprise the Board of Directors.

**SECTION 2 ELECTION/ELIGIBILITY:** A slate of officers shall be presented by the Nominating Committee at the annual meeting. Nominations will also be allowed from the floor. To be nominated, a person must be a member as defined in Article 2, Section 1 and in good standing with The Arts Council.

**SECTION 3 TERM OF OFFICE:** The President and Treasurer shall serve a term of two years. All other officers shall serve a term of one year. All officers shall serve until that officer's successor is elected or appointed; all officers' terms will commence immediately following their election.

**SECTION 4. REMOVAL OR VACANCY:**

4.4.1 In the event an officer is unwilling or unable to fulfill the full term obligation of the office, the officer should submit notification to the Board of Directors. The officer shall remain on the Board of Directors for 30 days after the notification or until an approved individual has assumed the duties of that office for the remainder of the term.

4.4.2 Any officer absent from more than half of the Board of Directors meetings in a six-month period shall constitute a vacancy, unless the remaining board members determine the absences were unavoidable.

4.4.3 Any officer or director may be removed by a vote of three-fourths of the members present at a Board of Directors meeting in which a quorum exists.

4.4.4 Any office deemed vacant, other than President, shall be fulfilled by an individual appointed by the President. If the office of President is deemed vacant, the Vice-President shall fulfill the remainder of the term.

**SECTION 5. QUORUM:** A majority of the Board of Directors shall constitute a quorum for the transaction of business at any Board of Directors meeting.

**SECTION 6. BOARD DUTIES:** The Board of Directors shall be the administrative board of The Arts Council and shall have the power and authority to do and perform all actions and functions not inconsistent with the bylaws.

4.6.1 President: The President shall preside at all meetings and shall have such usual powers of supervision as may pertain to this office and the affairs of The Arts Council. The President shall have the authority to appoint committees and shall be an ex-officio member of such committees with the exception of the Nominating Committee.

4.6.2 Vice-President: The Vice-President shall assist the President in all matters requested. In the absence of the President, the Vice-President shall assume the duties and powers of that office. In the event of a permanent absence for any reason, the Vice-President shall serve the remainder of the term as President.

4.6.3 Recording Secretary: The Recording Secretary shall keep a permanent and accurate record of all business transacted of each meeting of members and the Board of Directors.

4.6.4 Corresponding Secretary: The Corresponding Secretary shall conduct and maintain the correspondence of The Arts Council and the Board of Directors.

4.6.5 Treasurer: The Treasurer shall maintain the financial records of The Arts Council.

## ARTICLES V MEETINGS

SECTION 1. BOARD MEETINGS: Meetings of the Board of Directors shall be scheduled on the third Tuesday of each month, with a minimum of six (6) meetings each calendar year. Should the meeting date fall on a holiday, inclement weather or if quorum is not met, the meeting will be rescheduled for the immediate following week or another day agreed upon by the majority of the Board. Any member of the organization may attend any Board Meeting and address the Board, although only Board Members may vote on any matter before the Board.

SECTION 2. ANNUAL MEETING: The annual meeting of the entire membership of the organization shall be held in January of each calendar year. The Board of Directors shall determine the date and location of the annual meeting. Election of officers shall be held at this meeting, and as long as proper notice has been given, any amendments to bylaws may be considered.

SECTION 3. ADDITIONAL MEETINGS: An additional meeting of the membership can be called yearly by the President, and may also be called by any two (2) officers, or by one-third (1/3) of the membership in good standing, upon giving written notice to the Board of Directors.

## ARTICLE VI NOMINATION, ELECTION AND INSTALLATION

SECTION 1. NOMINATING COMMITTEE: The Nominating Committee shall be comprised of no less than three (3) and no more than five (5) members appointed by the President at the November Board Meeting.

SECTION 2. RESTRICTIONS: The Nominating Committee may not nominate nor recommend any of its members for any office.

SECTION 3. SLATE OF OFFICERS: The Nominating Committee shall prepare and present a slate of officers for election at the annual meeting held in January.

6.3.1 Prior to the scheduled December Board of Directors meeting but not before the scheduled November Board of Directors meeting of each year, a nomination form shall be sent to all members for officer recommendation for the subsequent calendar year. Nominations shall be provided to the Nominating Committee by the scheduled December Board of Directors meeting.

6.3.2 At the scheduled December Board of Directors meeting, the Nominating Committee shall present the recommended slate of officers for President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer and Directors at large. Along with the officer slate recommendation, the Nominating Committee shall include a consent statement from each individual willing to serve if elected.

## SECTION 4. ANNUAL ELECTIONS:

6.4.1 On or before the Annual Meeting a ballot shall be provided to all members. The ballot may be submitted in written or electronic form.

6.4.2 All ballots received on or before the Annual Meeting shall be counted. Ballots may be submitted in written or electronic form.

## ARTICLE VII COMMITTEES

SECTION 1. COMMITTEES: There shall be three (3) standing committees of this organization:

A. Budget-Finance

B. Bylaws

C. Project Review

SECTION 2. COMMITTEE COMPOSITION AND PURPOSE: The composition and purpose of each committee shall be as follows:

A. Budget-Finance: The Budget-Finance Committee shall be comprised of the Treasurer as Chairman, and two additional members appointed by the Board of Directors. The Committee shall prepare an annual budget to be presented for approval by the Board of Directors at the first meeting of the new board.

B. Bylaws Committee: The Bylaws Committee shall be comprised of the Secretary as Chairman and two additional members appointed by the Board of Directors. The Committee shall perform an annual review of the bylaws and propose any necessary changes. The Committee may also receive and present for further discussion bylaw changes proposed by the general membership.

C. Project Review Committee: The Project Review Committee serves as the strategy and control body within Board-approved projects and is primarily responsible for ensuring the fulfillment of the following tasks: authorizing the overall project plan in compliance with the project order, decision-making body in case of target/actual variances, sets priorities, coordinates the project procedures, decides on and approves the project outcomes, represents the project and assists in the removal of stumbling blocks.

SECTION 3. AD HOC COMMITTEES: The President, with the approval of the Board, may appoint such other committees as are necessary for carrying out the actions of The Arts Council.

## ARTICLE VIII EXECUTIVE DIRECTOR

The Board of Directors shall appoint an Executive Director, to serve at the discretion of the Board. Reporting to the Board of Directors, the Executive Director will have overall strategic and operational responsibility for The Arts Council's staff, programs, expansion, and execution of its mission. S/he will initially develop deep knowledge of field, core programs, operations, and

business plans. The Executive Director shall be a voting member of all committees created by the Board of Directors.

## ARTICLE IX AMENDMENTS

These bylaws may be amended by a two-thirds vote of the Membership present and voting at the Annual Meeting, provided that notice of the proposed amendment(s) is included in the notice of the meeting. Bylaws may also be amended at any specially called meeting provided that notice of the proposed amendment(s) is included in the notice of the meeting.

Updated  
3-20-18