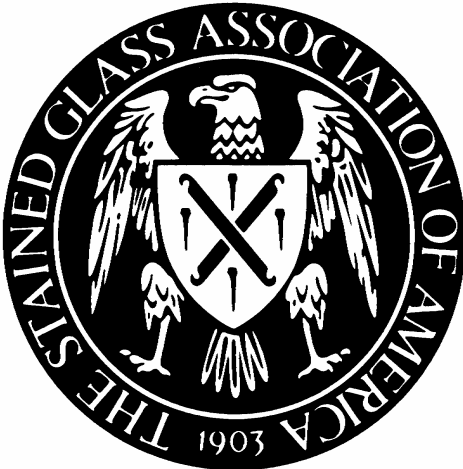


**OFFICIAL BYLAWS
OF THE
STAINED GLASS ASSOCIATION OF AMERICA**



REVISED:

June 29, 1983.....Palo Alto, California

AMENDED:

- July, 1985Toronto, Ontario
- June, 1987Corning, New York
- June, 1988Indianapolis, Indiana
- June 22, 1992.....Chicago, Illinois
- June 24, 1993.....Pasadena, California
- July 7, 1994.....St. Louis, Missouri
- July 10, 1998.....Houston, Texas
- July 14, 2001.....Seattle, Washington
- January 25, 2003St. Augustine, Florida
- June 24, 2005.....Denver, Colorado
- June 24, 2006.....Louisville, Kentucky
- June 21, 2007.....Charlotte, North Carolina

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ARTICLE I. – NAME

The name of this Association shall be the Stained Glass Association of America, hereinafter referred to as the Association.

ARTICLE II. – OBJECTIVES

The objectives of the Association shall be:

- To function as the recognized organization of distinction and to conduct its affairs in a manner that will reflect credit upon its image and craft;
- To maintain the highest possible standards for excellence in craftsmanship, integrity and business practices;
- To provide facilities offering active membership participation, extensive craft training, organizational and craft related information, trade-related consulting and documentary services;
- To research and develop new products, processes and techniques for the advancement of innovative craft expression;
- To act as the authoritative historian and archivist for its craft in America; to defend and protect its craft against unwarranted regulation restricting its freedom of use as an architectural art form.

ARTICLE III. – MEMBERSHIP

Section 1: CATEGORIES

There shall be nine (9) categories of affiliation: Fully Accredited Members, Active Accredited Members, Associate Members, Craftsman Members, Affiliates, Related Professions Affiliates, Student Affiliates, Emeritus Members and Honorary Members.

A. FULLY ACCREDITED MEMBERS

There shall be three (3) classes of Fully Accredited Membership. Accredited applicants shall meet specific criteria established by the Membership Committee and provide supportive documentation of involvement in one of the following classes of Fully Accredited Membership. Fully Accredited Members if qualified shall be eligible for elective office. Fully Accredited Members in good standing and present at any General Membership Conference shall be eligible to have two (2) votes on any issue that is brought before the conference.

1. ACCREDITED FULL SERVICE STUDIO

Applicant shall be an owner, partner, principal or appointee of a stained and/or decorative art glass business which has been either actively designing and/or manufacturing stained and/or decorative art glass products for a minimum of four (4) years and whose general reputation for integrity, financial responsibility, business practices and quality of craftsmanship has been appraised to be such as to reflect credit upon the Association.

2. ACCREDITED ARTIST/DESIGNER

Applicant shall have been professionally engaged in designing for the craft for a minimum of four (4) years and whose general reputation for integrity, financial responsibility, business practices and quality of craftsmanship has been appraised to be such as to reflect credit upon the Association.

3. ACCREDITED CRAFT SUPPLIER/MANUFACTURER

Applicant shall be an owner, partner, principal or appointee of a firm which has been either actively distributing and/or manufacturing materials and/or products used in the stained and/or decorative art glass craft for a minimum of four (4) years and whose general reputation for integrity, financial responsibility, business practices and quality of craftsmanship has been appraised to be such as to reflect credit upon the Association.

B. ACTIVE ACCREDITED MEMBERS

Active Accredited Member applicants shall meet specific criteria as established by the Membership Committee. Active Accredited Members if qualified shall be eligible for elective offices except for President, First Vice President or Second Vice President. Active Accredited Members in good standing and present at any General Membership Conference shall be eligible to have one (1) vote on any issue that is brought before the conference. Applicant shall be an owner, partner, principal or appointee of a stained and/or decorative art glass business which has been either actively designing and/or manufacturing stained and/or decorative art glass products for a minimum of four (4) years and whose general reputation for integrity, financial responsibility, business practices and quality of craftsmanship has been appraised to be such as to reflect credit upon the association.

C. ASSOCIATE MEMBERS

Applicants shall be individuals who are desirous of elevation to Fully Accredited or Active Accredited Member status and who are involved in the business of stained and/or decorative art glass and who have been involved in the craft for a minimum of two (2) years. No individual shall hold membership in the Associate Member Category for longer than two calendar years. Any Associate Member may become an Affiliate or a member of the Craftsman Category, if qualified, by request and approval of the Executive Board. Associate Members wishing to elevate their membership to Fully Accredited or Active Accredited Member status shall meet the requirements according to the criteria as established by the Membership Committee and Executive Board. Associate Members in good standing and present at any General Membership Conference shall be eligible to have one (1) vote on any issue that is brought before the conference. Associate Members may state that they as individuals are Associate Members of the Association but are not allowed to display the Seal of the Association in any form.

D. CRAFTSMAN MEMBERS

Applicants shall be an employee of a Fully Accredited or Active Accredited Member of the Stained Glass Association of America. Applicants shall meet the requirements and criteria as established by the Membership Committee. Each applicant shall be awarded a certificate stating they are one of the following: an Apprentice, a Craftsman or a Master Craftsman Member. A Craftsman Member shall be eligible to serve and vote on non-policy making committees and in some cases serve as Committee Chair. A Craftsman Member shall not be able to vote on issues brought before a General Membership Meeting or to be elected to office nor to display the Seal of the Association in any form.

E. AFFILIATES

Affiliates shall be eligible to serve and vote on non-policy making committees and in some cases serve as Committee Chairs. Affiliates shall not be able to vote on issues brought before a General Membership Meeting or to be elected to office nor to display the Seal of the Association in any form nor to call themselves "members" of the Association.

F. RELATED PROFESSIONS AFFILIATE

A Related Professions Affiliate shall be any individual who is engaged as a professional in any number of disciplines that are related to the craft of stained and/or decorative art glass (i.e., Architects, Interior Designers, Building Contractors, Art Historians, etc.). Related Professions Affiliates shall be eligible to serve on committees and in some cases serve as Committee Chairs. Related Professions Affiliates shall not be able to vote or to be elected to office nor to display the Seal of the Association in any form, nor to call themselves "members" of the Association.

G. STUDENT AFFILIATE

A Student Affiliate shall be any individual who is engaged in the study of the stained and/or decorative art glass craft. Student Affiliates shall be registered for a course of study offered by a secondary school, college or university. Student Affiliates shall be eligible to serve and vote on non-policy making committees and in some cases serve as Committee Chairs. Student Affiliates shall not be able to vote or to be elected to office nor to display the Seal of the Association in any form nor to call themselves "members" of the Association.

H. EMERITUS MEMBERS

There are two (2) classes of Emeritus Membership: Life and Fellow. Emeritus Members shall be nominated by the Executive Board and elected by a two-thirds (2/3) vote at a General Membership Meeting. Upon election an Emeritus Member shall relinquish any other form of membership held.

- a. Life Membership** – A Life Member shall have been a member of the Association for a minimum of twenty-five (25) years and shall have given outstanding meritorious service to the craft. Said Life Member shall be entitled to all rights and privileges of membership and when present at a General Membership Meeting shall be entitled to one (1) vote on any matter before the assembly. Life Members shall not be eligible for elective office.
- b. Fellow Membership** – A Fellow Member shall have been a Studio Member for a minimum of twelve (12) years and shall be recognized for his or her outstanding achievements and/or distinction in the Association or its craft. Said Fellow Member shall be entitled to all rights and privileges of membership and when present at a General Membership Meeting shall be entitled to one (1) vote on any matter before the assembly. Fellow Members shall not be eligible for elective office.

I. HONORARY MEMBERS

An Honorary Member shall be any person who has rendered a signal service to his or her fellow man, country or to the association and who has been nominated by the Executive Board and elected by a two-thirds (2/3) vote at any General Membership Meeting. Said member shall be eligible to serve on committees and when present in person at a General Membership Meeting shall be entitled to one (1) vote on any matter before the assembly. An Honorary Member shall not be eligible for elective office.

Section 2: RIGHTS AND PRIVILEGES, REGULATION AND MAINTENANCE OF MEMBERSHIP

A. RIGHTS AND PRIVILEGES

1. All **FULLY ACCREDITED AND ACTIVE ACCREDITED MEMBERS** in good standing shall be entitled to:
 - a. A membership certificate;
 - b. A subscription to the Association's official publication *The Stained Glass Quarterly*;
 - c. A written report of General Membership Meetings;
 - d. A copy of any newsletter or informational data distributed to the membership;
 - e. An invitation to attend General Membership Meetings and Conferences;
 - f. The opportunity to share equally the benefits of all marketing programs of the Association;
 - g. The right to display the Seal of the Association;
 1. Fully Accredited Members will display a gold seal with Fully Accredited Designation.
 2. Active Accredited Members will display a silver seal with Active Accredited Designation.
2. All **ASSOCIATE MEMBERS** in good standing shall be entitled to:
 - a. A membership certificate;
 - b. A subscription to the Association's official publication *The Stained Glass Quarterly*;
 - c. A written report of General Membership Meetings;
 - d. A copy of any newsletter or informational data distributed to the membership;
 - e. An invitation to attend General Membership Meetings and Conferences.
3. All **CRAFTSMAN MEMBERS, AFFILIATES, RELATED PROFESSIONS AFFILIATES and STUDENT AFFILIATES**, in good standing shall be entitled to:
 - a. A membership certificate;
 - b. A subscription to the Association's official publication *The Stained Glass Quarterly*;
 - c. A written report of General Membership Meetings.
4. All **MEMBERS AND AFFILIATES** in good standing shall be listed in an annual directory to be published concurrently with the Spring issue of *The Stained Glass Quarterly*.

B. REGULATION

No person shall belong to more than one category of affiliation or membership at one time.

C. MAINTENANCE OF FULLY ACCREDITED and ACTIVE ACCREDITED MEMBER STATUS

- A. Fully Accredited Members, Accredited Craft Supply/Manufacturer Members, Accredited Artist/Designer Members and Active Accredited Members shall show their support of the industry and their trade association by attending the Annual Summer Conference at least once every three years.
- B. All Fully Accredited and Active Accredited Members shall submit display boards or images at least once every three years to be displayed at the Summer Conference. All categories of Accredited Members are welcome to submit display boards every year. Submissions become the property of the SGAA.
- C. Failure to fulfill these requirements shall result in forfeiture of Fully Accredited or Active Accredited Member status.

Section 3: APPLICATION FOR MEMBERSHIP

Admission procedures shall be established by the Executive Board as follows:

- A. Upon receipt of a properly prepared application, the applicant's name and address shall be published in a general mailing to all members.
- B. If there are no objections sent to the chairman of the Membership Committee, the applicant for Fully Accredited, Active Accredited or Associate Membership shall then be evaluated by the Membership Committee who shall make recommendations to the Executive Board. All applicants shall be notified of the Executive Board's decision within one (1) month following the decision.
- C. An applicant for Craftsman Member shall be approved upon meeting criteria as established by the Membership Committee, provided no objections were received.
- D. An applicant for Affiliate designation shall be approved thirty (30) days following the date his or her name was published in a general mailing to all members, provided no objections were received.

Section 4: CHANGE IN MEMBERSHIP STATUS

A. RESIGNATION

1. No member's resignation shall be accepted by the Executive Board until all dues and obligations are paid.
2. A member may resign (and still be considered in good standing) by sending a letter of resignation to the Executive Administrator prior to July 15th. The resignation may be withdrawn in writing prior to its acceptance by the Executive Board.

B. CHANGE IN STATUS

1. A member may elect to change their category of membership provided they meet the criteria of the new category. The Executive Administrator must be notified in writing.
2. If this change is requested after July 15th, no dues will be refunded.

C. REINSTATEMENT

1. A member who resigns in good standing may be granted reinstatement if application is made within two (2) years.
2. After two (2) years, a former member who resigned in good standing may apply as a new member and meet the prevailing requirements.

D. FORFEITURE

1. A former member who forfeited membership for non-payment of dues cannot be reinstated until all past dues and obligations to the Association are paid.

E. DISCIPLINE

1. The Executive Board shall elect an Ethics Committee who may not be members of the Executive Board to receive all complaints and requests for suspension or expulsion of a member with cause.
2. Sufficient cause for such suspension or expulsion may be violation of these Bylaws or Rules and Procedures adopted by the Association or any other conduct deemed by the Executive Board to be prejudicial to the best interests of the Association.
3. Suspension or Expulsion shall be by two-thirds (2/3) vote of the Executive Board.
4. All charges and procedures shall be conducted according to the current edition of *Robert's Rules of Order Newly Revised*.

F. TRANSFER OF MEMBERSHIP UPON SALE OF BUSINESS

Upon sale of a Fully Accredited or Active Accredited Member's business, SGAA membership may be transferred to the new owners on a probationary basis under the following conditions:

1. The Board of Directors shall be notified in a timely manner of changes in ownership.
2. The membership will be probationary for a period of two (2) years during which time all rights of membership shall be honored with the exception of the right to hold elective office.
3. During the probationary period a principal of the new ownership shall attend a regularly scheduled General Membership Meeting of the Association.
4. The designated voting member shall, whenever possible, remain the voting member of the firm until such time as a representative of the new owners make themselves known to the membership by attending a General Membership Meeting.
5. Upon completion of the probationary period, Fully Accredited or Active Accredited Membership status may be granted upon the recommendation to the Membership Committee and approval of the Executive Committee.

ARTICLE IV. – DUES AND FINANCE

Section 1: ANNUAL DUES for the following Members and Affiliates shall be:

- A. FULLY ACCREDITED MEMBERS \$500.00
- B. ACTIVE ACCREDITED MEMBERS \$300.00
- C. ASSOCIATE MEMBERS \$200.00
- D. CRAFTSMAN MEMBERS \$100.00
- E. AFFILIATES \$100.00
- F. RELATED PROFESSIONS AFFILIATES \$100.00
- G. STUDENT AFFILIATES \$50.00

Section 2: DUES

A. Date Payable:

1. Dues shall be due and payable on June 1st.
2. Dues not received by July 15th will be considered delinquent and all Rights of Membership shall be suspended.
3. Dues may be received after July 15th with 10% late charges.
4. Dues not received by August 15th shall result in forfeiture of membership subject to the approval of the Executive Board. Notice shall be sent from the Executive Office.

B. Dues Increases:

1. To adjust for inflation, dues increases may be determined by a 2/3 majority vote of the Executive Board at the Winter Business Meeting. Increases shall not exceed 6% per year. All dues increases shall be subject to approval by the General Membership at the next General Membership Meeting.

C. Special Assessments:

1. The amount of any special assessments or fees shall be determined by majority vote at any General Membership Meeting.

D. Dues Reduction for Senior Status:

1. All voting members having held membership for 20 years and in good standing and attaining age 70 may have their annual dues reduced by 50%.
2. All voting members having held membership for 25 years and in good standing and attaining age 75 may have their annual dues reduced by 100%.
3. It is the responsibility of the eligible member to notify the Executive Office of this date.

Section 3: BUDGET

- A. A proposed budget shall be submitted by the Budget Committee to the Executive Board at the Winter Meeting for consideration and recommendation.
- B. Between the Winter Meeting and the Summer Conference the Budget Committee shall make any revisions in preparation for the Executive Board Meeting at the Summer Conference.
- C. The recommended budget shall be submitted by the Budget Committee to the Executive Board at the first meeting of each Summer Conference for approval.
- D. The final approved budget shall be adopted by majority vote of voting members present at the Second General Membership Meeting of the same Conference.

Section 4: AUDIT

- A. The financial records shall be examined by an Auditing Committee composed of three (3) or more members, three (3) of whom shall be Accredited Members elected at the First General Membership Meeting of the Summer Conference.
- B. The Audit Committee shall examine the financial books and reports covering the preceding fiscal year. The Audit Report shall be presented at the Second General Membership Meeting for adoption.
- C. The financial records may be audited at any other time at the request of the Executive Board by a Certified Public Accountant approved by the Executive Board.

Section 5: UNBUDGETED EXPENDITURE

- A. The President shall upon receiving verification of available funds from the Financial Secretary, be empowered to authorize any unbudgeted expenditure, not to exceed \$500.00 which in his or her judgment is in the best interest of the Association.

Section 6: FISCAL YEAR

- A. The fiscal year shall be from June 1st through May 31st.

ARTICLE V. – OFFICERS

Section 1: OFFICERS

- A. The elected officers shall be a President, First Vice President, a Second Vice President, a Financial Secretary, a Recording Secretary and a Treasurer.
- B. There shall be six (6) elected Directors, three (3) Directors to be elected annually.

Section 2: QUALIFICATIONS

- A. To be eligible for election, a FULLY ACCREDITED or ACTIVE ACCREDITED Member must be in good standing and shall have held membership for at least one (1) year.
- B. To be eligible for the offices other than Director, candidates shall have served as a member of the Board of Directors for a term of not less than one year.
- C. To be eligible for the Office of President, First Vice President and Second Vice President, the nominee shall be a Fully Accredited Member.

Section 3: TERM OF OFFICE

- A. Officers shall be elected for a term of one (1) year or until their successors are elected.
- B. No member shall hold more than one office at a time.
- C. No elected officer shall serve more than two (2) consecutive terms, except the Financial Secretary and Treasurer who may serve three (3) consecutive terms or until their successors are elected. The Financial Secretary and the Treasurer shall be elected in alternate years.
- D. Directors shall be elected for a term of two (2) years. Directors may not serve consecutive terms but shall be eligible for other offices. If a Director is appointed to fill an unexpired term, he or she may be elected for another term. A Director shall chair or be a member of one of the following committees: Publications, Marketing, Education or Membership.

Section 4: VACANCY IN OFFICE

- A. A vacancy in the office of President shall be filled by the First Vice President for the unexpired term. Should the office of the First Vice President be vacant, the Second Vice President shall serve for the unexpired term.
- B. A vacancy in any other office shall be filled by ballot vote of the Executive Board or a vote of the Executive Board may be taken by mail or telephone conference which shall have the force and effect of a vote taken at a meeting. A report of any action taken by mail or telephone conference shall be verified and made a part of the minutes at the next meeting of the Executive Board.

Section 5: DUTIES OF OFFICERS

A. The President shall:

1. Be the chief executive officer and official representative of the Stained Glass Association of America;
2. Preside at all General Membership and Executive Board Meetings and have general supervision of the affairs of the Association;
3. Appoint the chairmen of all Standing Committees, except the Auditing and Nominating Committees with the approval of the Executive Board;
4. Appoint the Credentials, Elections and Resolutions Committees prior to convening the First General Membership Meeting of a conference;
5. Make any necessary appointments subject to the approval of the Executive Board;
6. Have the authority, with the approval of the Executive Board, to remove any appointees who fail to perform the duties of their assigned position;
7. Perform duties and functions that pertain to the office to the best of his/her ability;
8. Sign all contracts and instruments that have been properly authorized with the Recording Secretary and /or any other proper officer;
9. Report on the general condition of the affairs of the Association at the First Executive Board Meeting and the General Membership Meetings of each Conference;
10. Appoint members to the Budget Committee with the approval of the Board.

B. The First Vice President shall:

1. Assume and perform the duties of the President during his/her absence or disability;
2. Perform all duties and assignments as directed by the President or Executive Board;
3. Succeed to the office of President for the unexpired term in the event of a vacancy in that office;
4. Share the responsibility of the Publications Committee, the Education Committee and the Restoration and Preservation Committee.

C. The Second Vice President shall:

1. Perform the duties of the President in the absence of both the President and First Vice President;
2. Serve in such other capacities as directed by the President or the Executive Board;
3. Succeed to the office of First Vice President for the unexpired term in the event of a vacancy in that office;
4. Share the responsibility of the Marketing Committee, the Membership Committee and the Health and Safety Committee;
5. Serve as a member of the Budget Committee.

D. The Financial Secretary shall:

1. Keep a second set of records in the Accounting Software for the purposes of providing support for the office staff and maintaining a check and balance;
2. Receive all bills rendered, verify them per budget and maintain a record of payment;
3. Have the authority to sign checks for the Association;
4. Review monthly Financial Reports for accuracy and report accordingly to the Executive Board and the next General Membership Meeting;
5. Review Quarterly Financial Reports for accuracy and approve for mailing to Board of Directors;
6. Supervise the timely and proper preparation and filing of all tax returns and documents required by law;
7. Serve as Chairman of the Budget Committee and be responsible for preparation of the Annual Budget of the Association for presentation at the Winter Meeting;
8. Be bonded.

E. The Treasurer shall:

1. Serve as a member of the Budget Committee;
2. Have the authority to sign checks in the event that the Financial Secretary is unavailable to sign;
3. Monitor the financial operations of the Association;
4. Serve on the Long Range Planning Committee;
5. Be bonded.

F. The Recording Secretary shall:

1. Record minutes of all Executive Board, Special and General Membership Meetings;
2. Be responsible for the mailing of minutes to the members within thirty (30) days following the meetings;
3. Be custodian for the official copies of the Membership Roster, Bylaws and Manual of Rules and Procedures of the Association. The working copies will be maintained by the staff in the Executive Office;
4. Authorize all mandated notices to the membership;
5. Serve as a member of the Bylaws Committee.

ARTICLE VI. – NOMINATIONS AND ELECTIONS

Section 1: NOMINATIONS

A Nominating Committee of five (5) voting members who are not members of the Executive Board shall be elected by ballot for a term of one (1) year at the Second General Membership Meeting of the Summer Conference. Two or more members of the Nominating Committee shall be Accredited Members.

Nominations for the Nominating Committee shall be made from the floor at the First General Membership Meeting. Election of the Nominating Committee shall be held at the same time as the election of Officers and Directors. Plurality shall elect and the ACCREDITED MEMBER receiving the highest number of votes shall be chairman. No member may serve two (2) consecutive years on the committee.

A. Duties.

The Nominating Committee shall consider the qualifications of all candidates proposed by the Committee or the General Membership.

B. Report.

The Nominating Committee shall submit one (1) name for each office to be filled. The report of the committee shall be in the *Call to the Summer Conference* and read at the First General Membership Meeting with additional nominations may be made from the floor. All nominations must have the consent of the nominee. The President at the expiration of his term may elect to be a nominee for an elected Director.

Section 2: ELECTIONS

Election of officers shall be by ballot at the Second General Membership Meeting. A majority of all votes cast for a particular office shall elect. A plurality vote shall elect Directors. There shall be no proxy voting. Officers and Directors shall assume their duties at the close of the Summer Conference. The election shall be under the direction of the Elections Committee appointed by the President in advance of the opening of the Summer Conference. If there are no nominations from the membership in addition to those presented for nomination by the Nominating Committee, a vote may be taken without a prepared printed ballot.

ARTICLE VII. – MEETINGS

Section 1: GENERAL MEMBERSHIP CONFERENCE

A General Membership Conference not to exceed five (5) consecutive days shall be held each year between June 15th and July 15th, the location to be determined by a majority vote of the members present at a preceding General Membership Meeting and the dates to be determined by the Executive Board.

The program for any General Membership Conference shall be determined by the Conference Committee working in accordance with this Association's bylaws and the host(s) of said conference. The use of any conference agency and attendant programming shall be approved by the President.

Section 2: GENERAL MEMBERSHIP MEETINGS

- A.** Two (2) Annual Meetings shall be held each fiscal year: a Summer Meeting and a Winter Meeting.
1. The Summer Meeting is the annual meeting of the Association for the purpose of electing Officers, Directors and Nominating Committee; receiving reports; amending bylaws and other business that may properly come before it. It shall be held on two (2) separate days during the General Membership Conference. The Summer Meeting shall also include the General Assembly.
 2. The Winter Meeting may be a Business Meeting of the General Membership not to exceed three (3) consecutive days and shall be held between January 15th and February 15th, the dates and location to be determined by the Executive Board.
 3. **Official Call:** Four (4) weeks notice of any General membership Meeting shall be given to all members.

Section 3: SPECIAL MEETINGS

A special meeting of the Association shall be called upon a two-thirds (2/3) vote of the Executive Board taken at a meeting, by mail or telephone conference. Thirty (30) days notice of a special meeting shall be given.

Section 4: QUORUM

A quorum for the transaction of business at any meeting shall be the majority of registered voting members present at the meeting. A quorum having been established at the beginning of the meeting shall be considered a quorum throughout.

Section 5: VOTING

No member shall vote in more than one capacity and there shall be no proxy voting.

Section 6: STAFF ATTENDANCE

The Parliamentarian and Executive Administrator shall attend all meetings in an advisory capacity without the right to vote.

Section 7: CANCELLATIONS

In case of a national emergency, the Executive Board by a two-thirds (2/3) vote in a meeting, by mail or telephone conference may cancel any meeting. All members shall be notified of the cancellation and the Executive Board shall provide for the election of officers by mail.

ARTICLE VIII. – EXECUTIVE BOARD

Section 1: COMPOSITION

- A.** The members of the Executive Board with full privileges shall be:
1. Elected Officers,
 2. Elected Directors,
 3. Director of the Stained Glass School,
 4. Controller of Publications.
- B.** The President shall vote only in the event of a tie.

Section 2: DUTIES

- A.** The duties of the Executive Board shall include but not be limited to the following:
1. Administer the affairs of the Association;
 2. Carry out all lawful orders and instructions of the General Membership Meetings;
 3. Present to the General Membership Meeting recommendations and proposals it deems necessary for the good of the Association;
 4. Establish Rules and Procedures for committees, appointees and employees;
 5. Approve date and registration fee for the General Membership Conference;
 6. Consider all nominations for Emeritus and Honorary Membership with recommendations for election at any General Membership Meetings;
 7. Consider all appeals from decisions of the Ethics Committee;
 8. Elect to membership all applicants for ACCREDITED Membership;
 9. Accept all resignations that are in order and grant reinstatement if applied for within two (2) years;
 10. Consider initial and revised budgets with recommendations for adoption at the first General Membership Meeting;
 11. Approve by a majority vote any unbudgeted item in excess of \$500.00;
 12. Report to the members at the Annual Meeting all business transacted by the Board;
 13. Appoint or engage such agents, attorneys and others as deemed necessary;
 14. Review proper amendments to Association Bylaws and determine those to be presented at the General Membership Meeting;
 15. Review proposed resolutions and determine those to be presented at the General Membership Meeting;
 16. Conduct an annual election of the Association by mail if a national emergency precludes the holding of any General Membership Meeting;
 17. Vote by mail or telephone conference, the results to be recorded in the minutes of the next General Membership Meeting;
 18. Engage an Executive Administrator who shall:
 - a. Attend the General Membership Conference and all General Membership and special meetings in an advisory capacity.
 - b. Perform under the direction of the Executive Board such duties and assignments specified in his//her Employment Agreement.
 19. Engage an Editor who shall be responsible, under the direction of the Executive Board, for the editorial supervision of the Association's official publications and perform such other duties and assignments specified in his/her Employment Agreement;
 20. Be authorized to engage a Professional Registered Parliamentarian who shall:
 - a. Attend the General Membership Conference and all General Membership and special meetings in an advisory capacity.
 - b. Perform under the direction of the Executive Board such duties and assignments specified in his//her Employment Agreement.

Section 3: MEETINGS

Regular meetings shall be held in conjunction with the General Membership Meeting. Special meetings may be called by the President and shall be called upon written request of a majority of the Executive Board.

Section 4: QUORUM

A majority of members shall constitute a quorum of the Executive Board.

ARTICLE IX. – COMMITTEES

Section 1: CLASSIFICATION AND DUTIES

A. Standing Committees:

1. Standing Committees of the Association shall be established by a General Membership Meeting and shall continue to exist until a General Membership Meeting acts to terminate them.
2. Standing Committee Chairmen shall be responsible for their committee's actions and shall submit an Activities Report to the General Membership Meeting and to the Executive Board at its request.
3. Each Standing Committee shall perform within the confines of its budgeted allotment. Any cost in excess of budgeted funds shall be presented to the Executive Board for consideration.

B. Special Committees

Special Committees of the Association shall be established by a General Membership Meeting or the Executive Board and shall automatically terminate upon completion of the task for which they were established.

Section 2: APPOINTMENT

The chairmen of all committees, except the Auditing, Budget and Nominating Committees, shall be appointed by the President. Members of committees may be appointed by the Chairmen with approval of the President and shall serve for one year or until the committee terminates. The President shall be an ex officio member of all committees except the Nominating Committee.

ARTICLE X. – PUBLICATIONS

Section 1: THE *STAINED GLASS* QUARTERLY

The Association shall publish an official publication entitled The *Stained Glass* Quarterly. Its purpose shall be to achieve supportive recognition and appreciation for stained and decorative art glass and to reflect credit upon the professional image of the Association's membership and upon the craft as a significant architectural art form.

Section 2: EDITOR

The Editor of the Association's publication shall be employed by the Executive Board in accordance with Article VIII, Section 2, a., 19.

Section 3: CONTROLLER

- A. A Controller of Publications shall be appointed by the President, with the approval of the Executive Board, to audit the accounts of The *Stained Glass* Quarterly and to supervise its financial affairs and who shall supervise the operational instructions, guidelines, agreements, contracts and production specifications as required.
- B. The Controller shall report to the Executive Board at each regular meeting concerning the operational and financial condition of The *Stained Glass* Quarterly and shall be an ex officio member of the Publications Committee.

ARTICLE XI. – ASSOCIATION SEAL

Section 1: IDENTIFICATION OF THE SEAL

- A. A round emblem depicting an eagle encircled with the words "The Stained Glass Association of America 1903" is the design of the official seal. The number 1903 denotes the year in which this Association was founded.

Section 2: USE OF THE SEAL

- A. The Association Seal may only be used by Accredited Members in good standing and should be used and displayed discriminately as a hallmark of excellence in craftsmanship, design and quality of product.
- B. The Association Seal may also be used to publicize an Accredited Member's affiliation with the Association. Adhesive backed seals shall be made available that display the word "MEMBER."

ARTICLE XII. – DISSOLUTION

Upon the dissolution of the Stained Glass Association of America, the Executive Board with the approval of the general membership, shall after making provision for the payment of all its liabilities, distribute all remaining funds to one or more regularly organized and qualified trade associations and/or charitable/educational or philanthropic organizations.

ARTICLE XIII. – PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised (RONR) shall govern the proceedings of the Stained Glass Association of America in all cases not provided for in these Bylaws or the Manual of Rules and Procedures.

ARTICLE XIV. – AMENDMENT/REVISION

Section 1: AMENDING BYLAWS

These Bylaws may be amended at any General Membership Meeting by a two-thirds (2/3) vote provided the amendment has been submitted in writing to all voting members at least two (2) weeks prior to the meeting at which voting on such proposal is to take place.

These Bylaws may be amended by unanimous vote of those present and voting provided that previous notice shall have been given at an earlier meeting of the same conference.

Section 2: REVISING BYLAWS

These bylaws may be revised only upon the authorization of the General Membership who shall elect a Special Revision Committee. The proposed revision shall be submitted in writing to all voting members at least two (2) weeks prior to the meeting at which voting on the proposed revision shall take place. A two-thirds (2/3) vote shall adopt.