

THE MUSES OF THE Museum of Northern Arizona

By-Laws

Article I

Name:

The name of the organization shall be: The Muses of the Museum of Northern Arizona.

Article II

Purpose:

The purpose of the Muses of the Museum of Northern Arizona (hereafter referred to as MNA) is to support the mission of MNA by providing education, information and volunteer services and to promote and publicize Museum activities in the greater Sedona area. The Muses is organized solely for nonprofit purposes and shall not contemplate pecuniary gain or profit for the members thereof. Upon the dissolution of the Muses, any remaining assets become the property of MNA.

Article III

Membership:

Membership in the organization shall be open to any person who supports the objectives of the organization, pays dues and is a member of MNA.

- a. All members shall have all the privileges of the organization and are eligible to fill Board of Directors and Committee positions.
- b. Current Lifetime Members, as of the adoption of these By-Laws, shall be grandfathered.

Article IV

Finances and Budget:

Sec. 1

It shall be the responsibility of the Muses Board of Directors to prepare an Annual Operating Budget and End of Year Financial Report to be reported to the MNA Board of Trustees in September and June respectively.

Sec. 2

It shall be the responsibility of the Muses Board of Directors to recommend to the Muses membership, at a regular meeting, the program, activities and annual operating budget for the forthcoming year. The Muses will report to the MNA Board of Trustees the program and activities.

Sec. 3

The net proceeds of all events, as well as any undesignated surplus moneys of the organization, shall be presented to MNA by the conclusion of each fiscal year.

Sec. 4

No solicitation on behalf of the Muses and/or the MNA membership shall be made by the organization without the prior approval of the Board of Trustees of MNA.

Article V

Officers and Duties:

Sec. 1

Offices shall be held for one (1) year or until a successor is elected. No officer shall be eligible for more than two (2) consecutive terms in the same office. Officers shall be elected at the general meeting in April and assume their duties following their installation at the Annual Meeting in May.

Sec. 2

All officers elected at the Annual Meeting and all Chairpersons and Co-Chairpersons of Standing Committees, appointed by the President, shall constitute the Directors. The Board of Directors shall include the following officers, who will constitute the Executive Committee:

- a. President
- b. First Vice-President
- c. Second Vice-President
- d. Recording Secretary
- e. Corresponding Secretary
- f. Treasurer

Sec. 3

The President shall be the official representative of the organization; shall preside at all meetings of the organization, Board of Directors and Executive Committee; shall appoint Committees and Chairpersons and be an ex-officio member of all standing committees, except the Nominating Committee. A written summation of the reports of all Officers and Chairpersons shall be given to the Muses President, Muses Recording Secretary, the President of the Board of Trustees of MNA and shall be made available to all Muses members by the first meeting following the Annual Meeting. The President or her/his designee shall be the non-voting ex-officio representative to the MNA Board of Trustees.

Sec. 4

The First Vice-President shall perform the duties of the President when the President is absent or unable to serve. The First Vice-President shall act as a Program Chairperson.

- Sec. 5
The Second Vice-President shall, in the absence of the President and First Vice-President, assume the duties of their offices. The Second Vice-President shall act as Membership Chairperson.
- Sec. 6
The Recording Secretary, in the absence of the President and Vice-Presidents, shall conduct the meetings and shall keep accurate minutes of the meetings of the organization and Board of Directors and Executive Committee meetings.
- Sec. 7
The Corresponding Secretary shall conduct the general correspondence of the organization.
- Sec. 8
The Treasurer shall have custody of the Muses funds and deposit them in a bank approved by the Board; shall keep accurate records of the receipts and disbursements and provide a monthly report to be reviewed by the MNA comptroller. The funds in the account shall be identified for banking purposes as the property of the MNA under the Museum's employer identification number.
- Sec. 9
The nominating Committee shall consist of three members of the organization elected from the floor by the membership at the February meeting. A single slate for the elected officers shall be presented by the Nominating Committee and elections held at the April meeting. Additional nominations may be made from the floor, providing consent of the nominee has been obtained. In event there is more than one nominee for an office, election shall be by ballot and a majority shall elect.
- Sec. 10
In the event of a vacancy among the officers, the vacancy shall be filled by the Executive Committee with the approval of the Board of Directors.

Article VI

Meetings:

- Sec. 1
Regular meetings of the organization shall be held once a month from September through May.
- Sec. 2
The regular meeting in May shall be known as the Annual Meeting and shall be held for the purpose of installing officers and for any other business that may arise.

Sec. 3

Quorum of members:

Twenty five (25) members shall constitute a quorum of any membership meeting.

Sec. 4

The meetings of the Board of Directors shall be at the call of the President.

Article VII

Museum Representative:

A representative of MNA appointed by the MNA Director, shall serve as an advisory, nonvoting member of the Muses Board.

Article VIII

Parliamentary Authority:

Robert's Rules of Order, Revised, shall govern the proceedings of the organization unless in conflict with these By-Laws.

Article IX

Amendments:

By-Laws may be amended by a two-thirds (2/3) vote of a duly constituted quorum, provided that notice has been given at a previous meeting.

PASSED AND ADOPTED this 5th day of January, 1984

REVISED AND ADOPTED this 7th day of November, 1985

REVISED AND ADOPTED this 2nd day of October, 1986

REVISED AND ADOPTED this 3rd day of May, 1988

REVISED AND ADOPTED this 4th day of February, 1993

REVISED AND ADOPTED this 9th day of September, 1993

REVISED AND ADOPTED this 5th day of November, 1998

REVISED AND ADOPTED this 4th day of March, 1999

REVISED AND ADOPTED this 6th day of January, 2000

REVISED AND ADOPTED this 2nd day of February, 2006