

Triangle Virtual Gallery Mission, Business Statement and Bylaws

The Triangle Virtual Gallery (TVA) is an artist cooperative where each member has an equal vote in managing the business of the gallery. The mission of TVA is to promote each artist and their work in order to give the artists a wider audience and to enhance their sales. TVA will search for locations where artists' work can be displayed and to create occasional "Pop Up" events where work can be displayed and sold.

Triangle Visual Artists is organized as an LLC corporation as its business identity.

Triangle Visual Artists Bylaws

Article 1

Voting should be used when the group makes decisions unless consensus is obvious. Voting may take place in the following ways:

- 1) By email; members can note their reason for the yea or nay.
- 2) If members choose to meet, by a show of hands.
- 3) If members choose to meet, by a paper ballot.

Each member has one vote and members can only cast their own votes (NO PROXIES)

Any member may bring a vote by moving it at a meeting or by email, and being seconded.

A quorum for any vote is 51% of members.

A two third majority of those voting is required to change the bylaws, or to terminate a member.

Other matters are decided by a simple majority of those voting.

- The presider does not vote on a matter except to settle a tie or to vote for officers.

Article 2

Amendment

- The Bylaws can be changed with the assent of 2/3 of the total membership. Signatures can be gathered by e-mail consenting to the bylaws change.

Article 3

Becoming a Member (See Procedure “Becoming a Member and Responsibilities of Membership)

- TVA will strive to maintain an active membership of artists. New members join with the review by and approval of the membership.
- No artist may be excluded from membership based on race, color, gender, sexual preference, or national origin.
- Monthly dues will be no more than \$15.
- A new member will pay a joining fee to be determined for the work to add the artist to all web advertising and the web site.
- In order for a member’s work to be displayed at a Pop Up event or other exhibit planned by the gallery, each member must be current with their dues.

Member Departure (Voluntary)

- A 4 week notice is requested if a member plans to exit the gallery.
- Any dues paid into the gallery will not be refunded to the departing member.

Member Termination (Involuntary) (See Procedure “Involuntary Removal of a Member)

- A member must leave the gallery if requested by 2/3 of the members.
- Grounds for a membership Termination vote include (but are not limited to):
 - o Failure to pay dues. Repeated failure in official duties (titled positions) or gallery chores.
 - o Abuse of an office, or failure of discretion within the role of the office.
 - o Repeated failure to attend membership meetings or to respond by email.
 - o Graceful departure from an office is part of holding office, and failure to depart gracefully could be grounds for a vote to terminate.
 - o Repeated failure in official duties (officers) or volunteer tasks and required volunteer hours.
 - o Abusive language toward or otherwise showing intolerable disrespect toward another member.
 - o Taking actions without authority that harm the gallery or another member.
 - o Moving another members’ work without permission.

Article 4

Artwork and Display (See Procedure “Preparing and Displaying Art Work”)

- Each member is responsible to provide quality/competent artwork for display.

Article 5

Sale of Artwork (See Procedure “Sale of Artwork”)

- If an artist sells a work during an event planned and arranged by TVA, the artist will pay a 10% commission to the gallery.
- If an artist sells a work directly to a buyer after the piece is seen on the TVA web site, the artist will pay no commission to the gallery.
- If a sale is made between the artist and buyer as the result of an exhibit at a location arranged for and set up by TVA, the artist will report the sale to the Treasurer for recording and commission.

Article 6

Expenses (See Policy “Gallery Expenses”)

- TVA will have a checking account to hold members’ prepaid expenses, and sales deposits.
- This account will be maintained by the Treasurer.

Article 7

Offices and Member Responsibilities

- There will be a President, Secretary and Treasurer elected by the membership.
- In the event of a tie, the President will break the tie.

Offices: (See Policy “Officers and Duties of Officers)

- President – presides at meetings and receives emails designated “to the President Only” as well as requests/questions from our website contact form and then directs the request to the appropriate member Treasurer – collects the monthly member payments. Pays all bills. The Treasurer will collect and will handle common funds for non-monthly expenses. The Treasurer reports to the membership on the state of the checking account and any financial issues affecting the members
- Secretary – Writes, maintains, and revises as necessary, all official text, including Bylaws, Contracts, meeting minutes (e-mailed to all members), or any policies or procedures required.
- Officers are elected annually. Terms are for one year. Retiring officers may not be re-elected to the same office until after the lapse of a year. A member may only serve two consecutive years in any office.

Committees: (See Policy “Gallery Committees and Duties)

All members are required to participate on one or more committees.

Article 8

Meetings (See Policy "TVA Meetings")

- Meeting attendance is expected.
- Members may miss two meetings a year, but should make an effort to attend all of them. A member may be excused from this obligation for special circumstances.

Article 9

Communication

The Secretary will maintain and distribute a roster for all members including but not limited to e-mail address, addresses, cell phone and phone number(s) for each member. Secretary will send roster updates promptly to each member as well as maintaining a copy. Most business of TVA will be conducted by email.

Article 10

Disagreements

- Any disagreement between members will be settled during a meeting of the membership or by email, provided at least 2/3 of the members attend or respond by email. The ruling of a majority of the membership will be binding on the disagreeing members. The disagreeing members get to cast their own votes in the matter.
- A disagreement so severe that it results in a request to expel a member will be handled using the special Member Termination procedure.

Article 11

Damage to Artwork

- Members each display their work at their own risk. TVA will not be held liable for loss or damage of artwork, but is motivated to prevent it.
- The homeowner/renter insurance of the person who caused the damage usually covers this kind of loss without deductible. The person who caused the damage should provide their contact information and homeowner insurance information if they know it. This is true for a customer or a fellow artist.

Bylaws accepted and signed on date _____ by _____ (print)

Signature _____