

3. Duties of Officers shall be as follows:
  - a. The President shall preside at meetings of the Chapter and Board of Directors; shall be a member ex-officio of all committees, with the exception of the Nominating Committee; shall be an alternate signator on the bank account with the Treasurer; and perform such other duties as usually pertain to that office. At Board Meetings, the President shall serve with voice and vote. The President is responsible for all required reports and correspondence which are sent to SDP.
  - b. The Vice-President shall preside in the absence of the President, shall assist the President, shall serve as the Coordinator of Programs for General Chapter meetings and shall procure all meeting locations with the approval of the Board of Directors.
  - c. The Secretary shall record minutes of all meetings of the Chapter and of the Board of Directors. These Minutes shall be kept permanently in books which are the property of the Chapter, and shall be a complete and clear record of activities. The Secretary shall provide a copy of the Minutes of each meeting to each board member. General Meeting Minutes should be posted in the newsletter for review.
  - d. The Treasurer shall receive all monies of the Chapter; shall keep an accurate record of receipts and expenditures; shall provide a receipt for all funds received; shall pay all bills within budget; shall present all bills over budget to the Board of Directors for approval; and shall present a statement of account at every meeting of the Chapter and Board of Directors. The Treasurer will make a complete report at the end of the calendar year, which may be used for the audit that is to be completed prior to the February General Chapter meeting. The Treasurer shall provide a copy of the report to the President to be sent to SDP with the annual report.

#### **ARTICLE VII – ELECTED CHAIRPERSONS –WITH VOTING PRIVILEGES**

The **Elected Chairpersons** shall be two (2) Education (one for the current year and one for the following year), Membership, Newsletter Editor, Ways and Means, Librarian, Historian/Publicity, Hospitality, Spring Fling, Fall Event and Michigan Mixer (when applicable).

1. The term of office shall be one year except Education which shall be a two year term. No Elected Chairperson may hold the same office for more than two consecutive terms unless ratified by vote of the general membership.
2. Duties of Elected Chairpersons shall be outlined in the Guidelines of The Village Painters.

#### **ARTICLE VIII. APPOINTED CHAIRPERSONS AND PARLIAMENTARIAN – NO VOTING PRIVILEGES**

1. Chairpersons of the Chapter may be appointed for duties as deemed necessary by the President with approval of the Board of Directors to carry out the business of the Chapter.
2. The term of office shall be one year. No Appointed Chairperson may hold the same office for more than two consecutive terms unless ratified by vote of the general membership.
3. The President may appoint a Parliamentarian who shall attend both Board and General Chapter meetings, but shall not be a voting member of the Board.
4. The Past President serves in the assisting role of Past President without vote and may chair a committee.

#### **ARTICLE VIX. THE BOARD OF DIRECTORS**

1. The Board of Directors shall consist of the members of the Executive Committee, Elected Chairpersons, Appointed Chairpersons, Parliamentarian if applicable and the immediate past President.
2. The duties of the Board of Directors shall be:
  - a. To transact necessary business in the intervals between General Chapter meetings and such as may be referred to it by the Chapter.
  - b. To approve the plans of work of the Appointed Chairpersons.
  - c. To approve the proposed budget and submit it to the Chapter for membership approval.
  - d. To review all unbudgeted expenses and if necessary make recommendations to the Chapter regarding payment.
3. Meetings of the Board of Directors shall normally be held prior to the regular General Chapter meetings. **A majority of the elected Board of Directors shall constitute a quorum.** The immediate past President may attend Board meetings with voice but without vote. She shall not be counted in the quorum. Special meetings of the Board of Directors may be called by the President and shall be called by the President upon written request of two members of the Board.
4. **Voting by Electronic Means:** The Board of Directors may vote by FAX, telephone conference, or other electronic means when deemed necessary.
5. **Conference Telephone Meeting:** The Board of Directors may participate in a meeting of the Board by means of a conference telephone call when deemed necessary.
6. Should the position of an Elected Chairperson fail to be filled at the time that the Board of Directors is voted into office, the President may appoint a member to fill the position with vote if appropriate. The number of Appointed Chairpersons may not exceed the number of Elected Chairpersons of the Board.