

MONTEREY MUSEUM OF ART ASSOCIATION
DOCENT COUNCIL BYLAWS

All previous by-laws, rules of procedure, policies and standing rules are hereby amended, superseded and restated in their entirety effective July 1, 2009.

ARTICLE I
NAME

The name of this organization shall be the “Docent Council of The Monterey Museum of Art”, hereinafter referred to as the “Council.”

ARTICLE II
ADMINISTRATION

The Council shall be administered by a Board composed of the elected Officers of the Council and the Committee Chairpersons, as described below, hereinafter referred to as the “Council Board.” The Council Board is under the supervision of the Education Coordinator and the Curatorial Department of the Museum.

ARTICLE III
PURPOSE

The Council shall enhance and support the mission of the Monterey Museum of Art (herein referred to as the “Museum”) by serving as guides to the Museum’s collections and special exhibitions, enhancing the appreciation of art with visitors to the Museum, serving as ambassadors of the Museum within the community, and participating in a wide range of Museum educational and community outreach events and programs.

ARTICLE IV
MEMBERSHIP

4.1 Admission.: Museum members who are willing to devote time and effort to the Council and to share their knowledge, skills and appreciation of art with Museum visitors are eligible to apply for membership in the Council.

4.2 Classification. Members of the Council shall be those qualified persons who are dues paying members of the Museum and the Council, and they will be classified either as Docents in Training, Active Docents or Associate Docents, as described below.

4.2.1 Docent in Training. A Docent in Training is a Museum member who has applied for membership in the Council, is actively participating in a Docent Training Program developed by the Museum and the Council Board and has committed to serve as an Active Docent for two years on completion of the Docent Training Program. Docent training is the responsibility of the Museum’s Education Coordinator and Curatorial staff.

4.2.2 Active Docent: An Active Docent is a Museum member who has completed the Docent Training Program. An Active Docent shall attend Council meetings and briefings, serve as a Docent for a minimum of two hours each month at one of the Museum locations, participate in supplemental training programs offered to Docents and shall actively participate in Council activities including, but not by way of limitation, giving tours of exhibitions and facilities and participating in community outreach and education events and programs.

4.2.3 Associate Docent. Any Council member who has served as an Active Docent for a period of two or more years is eligible for Associate Docent status. Associate Docents shall not be required to lead tours or to perform docent services at the Museum and shall continue to receive the monthly Council newsletter. Associate Docents are encouraged to attend Council meetings, serve on Council committees, serve as mentors to Docents in Training and participate in all Docent activities. An Associate Docent may return to Active Docent status at any time provided the Associate Docent completes such additional or supplemental training as the Council Board considers appropriate. Associate Docents shall not be eligible to serve on the Council Board.

ARTICLE V VOTING

5.1 Voting: Each Active Docent shall have one (1) vote at any Council meeting and shall be eligible to hold office. Docents in Training and Associate Docents shall not be eligible to vote or hold office.

5.2 Quorum, Absentee and Proxy Voting: A quorum shall consist of a majority of the Active Docents and no business shall be transacted or votes taken at any Council meeting unless a quorum is present and the Chair or Vice Chair of the Council or, in the absence of both, a Council Board Member is present to preside. Absentee and proxy voting shall not be permitted.

ARTICLE VI COUNCIL MEETINGS

6.1 Regular Meetings: A Regular Meeting of the Council shall be held once a month at times and places to be determined by the Council Board upon advance notice to all Council Members. At the discretion of the Council Board, one or more regular meetings may be waived.

6.2 Annual Meeting: The Annual Meeting of the Council will be held before the end of the Council fiscal year (June 30) at a time and place determined by the Council Board upon thirty (30) days advance written notice to the members. Officers for the next fiscal year commencing July 1, shall be elected at the Annual Meeting by a vote of the Active Docents.

6.3 Special Meetings: A Special Meeting may be held at any time at the discretion of the Council Board upon reasonable notice to all Council Members of the time, place and purpose of the Special Meeting. If any vote is to be taken at such Special Meeting then the notice of the meeting shall specify the matters to be voted upon.

ARTICLE VII
COUNCIL BOARD AND OFFICERS

7.1 Council Board Composition: The Council Board shall be composed of the four (4) officers elected at the Annual Meeting and the committee chairpersons who have been appointed at the first regular meeting of the Council Board. At the first regular meeting of the Council Board, the Council Chair shall recommend eligible Docents to be appointed as the chairs of the committees, with such appointment being subject to approval by the Council's elected Officers. The Executive Director of the Museum and the Education Coordinator shall serve, ex officio, on the Board, shall be entitled to vote, shall receive notice of all Council Board meetings, and shall receive copies of the minutes of all Council Board meetings.

7.2 Elected Officers: Elected officers shall serve for two (2) years. Elected officers shall be the Chair, Vice Chair, Secretary and Treasurer, each of whose duties is set forth below:

7.2.1 Chair: The Chair shall coordinate and administer Council affairs and shall preside at all Council and Council Board meetings. The Chair shall serve as the Council representative on the Museum Board, serving as liaison between the Museum Board and the Council; serve as a member of the Museum Education Committee; serve as liaison between the Museum staff and the Council; serve as a member, ex-officio, on all Council committees except the Nominating Committee.

The Chair shall recommend Docents to serve as committee chairs, with their appointment being made by approval of the Council Board. The Chair shall also be responsible for appointing Special Committees as necessary, and overseeing the performance of each committee.

The Chair shall work with the Treasurer to develop an annual budget and shall sign all authorizations for the allocation of Council funds and shall forward same to the Museum business office for payment and shall approve, upon receipt of proper documentation, cash advances from the Council's petty cash fund.

The Chair shall prepare and present the Council's Annual Report to the Council membership.

The Chair shall recommend to the Council Board three Docents to be members of the Nominating Committee. Appointments to the Nominating Committee shall be made by approval of the Council Board. The Chair shall also appoint Special Committees as necessary, prepare the Council Annual Report to the Museum membership and maintain an updated docent roster for Council Members, with copies to the Director, Staff Office Manager and reception desks.

The Chair and/or the Treasurer shall sign all authorizations for the allocation of Council funds and shall approve, upon receipt of appropriate documentation, cash advances from the Council's petty cash fund.

7.2.2 Vice Chair: The Vice-Chair shall, in the absence of the Chair, possess all the authority of the Chair and shall undertake all duties and responsibilities of the Chair. The Vice Chair shall assist the Chair as needed, and shall act as a liaison between the Council and the Education Coordinator in the training of docents.

7.2.3 Secretary: The Secretary shall record the minutes of all Council and Council Board meetings and shall act as custodian of all Council records. Council records shall be maintained in the Council office. Minutes of the meetings shall be presented to the Council Board and be distributed to the Museum Executive Director and the Education Coordinator. The Secretary shall provide secretarial assistance to the Chair as requested.

7.2.4 Treasurer: The Treasurer shall maintain the books of account of the Council and shall collect and receive all dues and other payments by Docents and deposit same with the Museum Business Manager. The books shall be open to inspection by any Council Board Member and shall be kept by the Treasurer in accordance with generally accepted accounting principles. The Treasurer shall furnish financial reports and records to the Council Board upon request.

The Treasurer shall work with the Chair to develop an annual budget for the prospective fiscal year to be presented to the Council at the first meeting of the fiscal year. Amendments to the budget shall require the approval of the Council Board.

7.3 Council Board Authority and Duties: The Council Board shall have full charge of Council affairs and may delegate planning and implementation of specific Council activities and business to standing and special committees which shall all operate under its supervision. The Council Board shall assess membership dues that are payable annually by Docents in an amount that is determined to be sufficient to maintain Council operations in a fiscally responsible manner.

7.4 Term: The Council Board and committee chairpersons shall serve for a term of one (1) year until the close of the Annual Meeting and shall be eligible for reelection or reappointment for subsequent terms.

7.5 Vacancies: If a vacancy occurs in any officer or committee chair position, the remaining members of the Council Board shall appoint a successor, who shall serve for the unexpired portion of that officer's term.

7.6 Council Board Meetings:

7.6.1 Regular Meetings: Regular meetings shall be held once each month at a time and place determined by the Council Board. The Council's monthly newsletter will be mailed notifying Council Board members of the time, place and date prior to the meeting.

7.6.2 Special Meetings: A special Council Board meeting may be held at any time upon order of the Chair or upon request of at least three (3) Council Board members. The Chair shall cause reasonable notice of special meetings to be given to each Council Board member.

7.6.3 Quorum, Absentee and Proxy Voting: A quorum shall consist of at least five (5) Council Board members, not including ex-officio members, and no business shall be transacted unless the Chair, Vice Chair or an elected officer is present to preside. Absentee and proxy voting shall not be permitted.

ARTICLE VIII NOMINATION AND ELECTION OF OFFICERS

8.1 Nominating Committee: At the Council Board meeting at least two months preceding the annual meeting, the Chair shall recommend three Docents to serve on the Nominating Committee, which shall be composed of a Chair who is a member of the Council Board and two (2) Active Docents from the membership at large, all to serve until the close of the annual meeting.

8.2 Nominating and Election Procedures: The Nominating Committee shall prepare a slate consisting of one (1) nominee for each of the four (4) officer positions and present it at the Regular Council meeting preceding the Annual Meeting. At the Annual Meeting, further nominations may be made from the floor, with the nominee's consent, and elections shall then take place. If there is more than one (1) nominee for any office, elections shall be conducted by

written ballot at the meeting. The nominee receiving the most votes for a particular position shall be elected to that position.

ARTICLE IX STANDING AND SPECIAL COMMITTEES

9.1 Standing Committees: All Committee Chairs shall be responsible for selecting a Committee member to serve as Vice Chair who shall preside at committee meetings in the Chair's absence. The Vice Chair should be someone who will agree to continue to serve, if possible, in the following year. Committee Chairs shall prepare and submit year end committee reports to the Council Chair.

The following are the Standing Committees:

9.1.1 Hospitality: The Hospitality Committee assists the Council Board and other committees as requested with planning, arrangements and refreshments for Council and Council Board events.

9.1.2 Newsletter Committee: The Newsletter Committee shall consist of a newsletter editor and an editing committee. The editing committee shall consist of the current Committee Chair, the Past Committee Chair, and if the editor chooses, one other committee member. The newsletter shall include notices, the calendar of events, and articles of interest to Council members submitted by Docents and Museum staff. The newsletter is published monthly between September and June and will be delivered to members one week prior to regularly scheduled Council meetings.

9.1.3 Program Committee: The Program Committee shall arrange lectures, workshops and field trips to places of interest and similar educational projects, under the supervision of the Education Coordinator and the Curatorial Department of the Museum, coordinating such events and projects with the Museum's educational programs

9.1.4 Research Committee: The Research Committee shall maintain the Council archives and files, as well as assisting with maintaining the Museum's archives, and shall research information on exhibitions and artists of interest to the Council, assist in the development of worksheets and guides for use with current exhibitions and respond to requests for information about the Museum and artists who are, or have been, connected with the Museum and its areas of interest.

9.1.5 Tea Cup Tour Committee: The Tea Cup Tour Committee shall plan and arrange guided tours for individuals and groups with special needs.

9.2 Special Committees: Special Committees may be created from time to time to carry out assignments and special projects that are not included in the responsibilities of Standing Committees. The Chair and members of such Special Committees shall be appointed by the Council Chair to serve for the duration of the assignment or project. Each Special Committee shall maintain a written record of its proceedings and shall function, under Council Board supervision, in accordance with guidelines adopted by the Council Board.

ARTICLE X FUNDS, FISCAL YEAR AND PROPERTY

10.1 Dues: The Council Board shall determine the amount of the annual dues at the May Council meeting each year and shall provide notice to the members. Dues shall be due and

payable by each Council member on the first day of July of each year. If any Council member fails to pay dues within sixty (60) days of the due date then that person shall cease to be a member of the Council. In addition, to remain a Council member, each Docent must also maintain current payment of their Museum membership dues. Any person whose membership has ceased as a result of non payment of dues may be reinstated upon payment of dues. Council dues shall be used for Council operating expenses and other expenses approved by the Council Board.

10.2 Fiscal Year: The fiscal year of the Council shall begin on July 1 and close on June 30 of the following calendar year.

10.3 Property: The Council Board shall be the custodian of all materials and equipment purchased by, or donated to, the Council. All such property shall belong to the Museum.

ARTICLE XI PARLIAMENTARY AUTHORITY

Council meetings shall be governed by *Robert's Rules of Order* whenever such rules are applicable and not in conflict with these Council Policies.

ARTICLE XII AMENDMENTS

These bylaws may be amended, revised, repealed or adopted by a two-thirds (2/3) vote of the Council at a regular or special Council meeting at which a quorum is present, provided that the proposed changes are first submitted in writing and approved by the Council Board, and then submitted to all Council members for their approval. All such amendments, revisions and other changes must be approved, in advance, by the Museum Board.