

**The Fine Arts Club
of Pasadena**

Founded 1913

**Yearbook & Roster
2014 -2015**

Celebrating
One Hundred and One Year Anniversary

Policy Statement from The Board of Directors

Use of **The Fine Arts Club of Pasadena Yearbook & Roster**

It is the policy of The Fine Arts Club of Pasadena that the privacy of its members shall be protected. Distribution of the Club roster to any non-members for any purpose which has not been authorized by the Board of Directors is expressly prohibited.

Mission Statement

The Fine Arts Club of Pasadena is dedicated to supporting the arts and artists of our community by encouraging the creation, execution, and appreciation of work in all branches of the fine arts. Our mission is grounded on the belief that the arts are vital to our culture and that artists deserve our support.

By serving our mission, we hope to enrich the cultural life of our community and to encourage each artist's unique individual expression.

To accomplish our mission, we provide a venue for artists to perform, and we grant awards to deserving artists.

THE HISTORY OF The Fine Arts Club of Pasadena

Founded 1913

In November 1913, Eleanor Miller held a meeting of sixty musicians and artists at her Pasadena residence for the purpose of forming a league of one hundred professionals in the Fine Arts. The members were encouraged to support the Arts.

Representatives of the arts of painting, sculpture and literature were later incorporated into the group, together with honorary members Charles Wakefield Cadman, Mrs. Carrie Jacobs Bond and Gilmore Brown.

During the post-war years, President J. Maria Pierce and a few dedicated members began to improve and modernize all aspects of the Club. In addition, as chair of the Cultural Affairs Committee of the Pasadena Chamber of Commerce, she used her influence with the Opera Guild and the Pasadena Symphony Association to successfully initiate and coordinate the first three Pasadena Festivals for the Arts.

In 1930, the Club adopted a logo based on the Tree of Learning and the Arts. In 1992, the logo was modified and updated by Rosa Chandler, under the sponsorship of Susan and T. Cole Williams.

The Club is dedicated to promoting the enjoyment of the arts and to granting awards to talented young artists. There have been 142 winners in various categories of the Arts, since the awards were first granted in 1962

The Fine Arts Club of Pasadena was incorporated as a non-profit corporation on April 3, 1968, to encourage the creation, execution and appreciation of work in all branches of the Fine Arts. **The Club has a 501 (c)(3) status. Tax ID No. 95-6228937.**

The Fine Arts Club of Pasadena is a founding member of the Pasadena Arts Council. At least twenty of the Club's active, honorary and young award winners have received Gold Crown Awards from the Pasadena Arts Council. On June 5, 1983, The Fine Arts Club itself was given a Gold Crown Award "...in recognition of continuous contributions to the Arts."

The Awards Endowment for the Performing Arts

formerly called

The Awards Endowment

In 1986, President Noel Bryant presented the idea of establishing an Awards Endowment **Support Group Committee**. This became

a reality at the September board meeting when it was voted to establish a “Contributing Membership Awards Group.” Noel Bryant presided at the first meeting of the Awards Endowment Group Committee on May 24, 1987. A slate of officers and bylaws for the group were proposed and adopted. It was agreed that any money generated by the group would go into **The Awards Endowment**. Rules for membership were also adopted.

The Awards Endowment was created to perpetuate awards to deserving young artists. The interest from this fund is presented to competition winners at the Club’s Awards Banquet held annually in April. During this time fundraisers were held every other year, on odd numbered years. The Club acknowledges, with great appreciation, Julia T. Stahl and Evelyn Semenza English for their generous financial contributions to **The Awards Endowment**. As of June 2007, the fund was renamed to **The Awards Endowment for the Performing Arts**.

The Operating Endowment

In June 1999, President Robert Joseph Barbera, along with several members, established **The Operating Endowment**. The purpose of this endowment is to augment the operating expenses for the five dinner meetings and programs held in October, December, February, April and June.

The Fine Arts Club of Pasadena acknowledges Robert J. Barbera, Evelyn S. English and Julia T. Stahl for their generous contributions to **The Operating Endowment**. For the past one hundred years, the Club has had a distinguished past and looks forward to a bright and illustrious future.

The Awards Endowment for the Visual Arts

In the Spring of 2007 the Board of Directors established a third endowment called **The Awards Endowment for the Visual Arts**. Robert J. Barbera was the inspiration and author of this new endowment.

The Awards Endowment for the Visual Arts was created to perpetuate awards to deserving young visual artists. The interest

from this fund is presented to competition winners at the Club's Awards Banquet held annually in April.

Burgundy and Gold

At the March 27, 2007 Board of Directors meeting, a motion presented by Jo Trout Willoughby Butcher, Visual Arts Exhibitor Chair, was passed to have **Burgundy** and **Gold** as the official colors of The Fine Arts Club of Pasadena.

Honorary Emeritus Members

In October 2007, President M. Roger Lockie established with the approval of the Board of Directors a new member category called **Honorary Emeritus Members**. This new designation is to honor those members who have distinguished themselves in the service of the club, and who are no longer able to attend and serve as **Active Members**. Betty MacNair Johnson and Ruth and Newell Stevens became the first honorees. The other member category is **Honorary Member**. The **Honorary Member Emeritus** and **Honorary Member** do not pay dues.

The Fine Arts Club of Pasadena Archives

The Club's archives are stored at the Pasadena Museum of History
470 West Walnut Street, Pasadena, CA 91103-3594
626 577-1660 / www.pasadenahistory.org

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**THE FINE ARTS CLUB OF PASADENA
A CORPORATION**

BYLAWS
Revised April 7, 2014

**ARTICLE I
Principal Office**

The Corporation's principal office shall be fixed and located at such place as the Board of Directors (herein called "the Board") shall determine. The Board is granted full authority to change said principal office from one location to another.

**ARTICLE II
Seal**

The Corporation shall have a common seal consisting of two concentric circles with the words "The Fine Arts Club of Pasadena – California – Incorporated April 3, 1968."

**ARTICLE III
Incorporation of Unincorporated Association**

This Corporation is an incorporation of The Fine Arts Club of Pasadena, an unincorporated association. The Club was founded November 1913 and incorporated April 3, 1968.

**ARTICLE IV
Charitable Purpose**

This Corporation is a non-profit public benefit corporation, within the meaning of Part 2, Division 2, of the Corporations Code of the State of California, and has a Federal IRS designation of 501(c) (3). This Corporation does not contemplate pecuniary gain or profit to its members, and no part of the net earnings of this Corporation shall ever inure or be distributed to or for the benefit of any member, director, trustee or officer.

The purposes for which this Corporation is formed are described in its Articles of Incorporation, and are exclusively charitable, literary and educational. The services rendered or business or other activities at any time carried on by this Corporation shall be solely in furtherance of its declared purposes and at all times be rendered and carried on without distinction or discrimination as to race, creed, color or financial ability of any person; no part of the activities of the Corporation shall consist in the carrying on of propaganda or otherwise attempting to influence legislation. The carrying on by this Corporation of any business at a profit shall be merely incidental to and in furtherance of its declared general charitable, literary, and educational purposes.

It shall be the primary purpose of this Corporation to encourage the creation, execution and appreciation of work in all branches of the fine arts; to promote enjoyment of the arts, and to grant awards and other financial aid to deserving artists.

ARTICLE V Membership

Section 1. Categories of Membership

- (a) **Active Members.** Active members are dues-paying members as distinct from Honorary members. There shall be four classes of active members: regular, sustaining, patron and benefactor.
- (b) **Honorary Members.** Persons who have attained preeminence in any of the fine arts may be elected to Honorary Membership. Honorary Members shall be proposed by three-fourths vote of the Board, and be elected by a majority of the members of the Club.
- (c) **Honorary Emeritus Members.** This designation honors members who have distinguished themselves in the service of the Club and who no longer are able to attend and serve as Active Members. Honorary Emeritus Members shall be proposed by three-fourths vote of the Board, and be elected by a majority of the members of the Club.

Section 2. Qualifications of Active Members

- (a) Any individual actively engaged in the creation or execution of works in the fine arts or who is interested in furthering the purpose of the Club is eligible for membership
- (b) Application for membership shall be made on the forms provided by the Club. This form shall be signed by the member(s) proposing the applicant for membership and by one endorser, who shall be personally acquainted with the applicant and his or her professional work and interest in the arts.
- (c) Application forms shall be presented to the Membership Committee, and, if recommended by the Membership Committee, the applicant may be elected by a three-fourths majority of the Board. If elected, the new member, when present, shall be introduced to the Club at the next regular membership meeting.

Section 3. Notice of Election of Membership

Applicants elected to Membership shall be so notified immediately in writing by the Membership Chair, and shall remit initiation fee and dues promptly to the Membership Chair.

Section 4. Resignation of Members

Members in good standing may resign at any time. Resignations must be sent in writing to the Chair of the Membership Committee.

Section 5. Reinstatement of Members

Any member in good standing at the time of resignation may, on written application approved by the Membership Committee, be reinstated on payment of a fee of \$10.00 and dues for the current season. Members who have been dropped from the rolls for non-payment of dues may, on written application approved by the Membership Committee, be reinstated by a majority vote of the Board, upon payment of a reinstatement fee of \$10.00 and dues of the current season.

Section 6. Leave of Absence

Extended leave of absence requested by a member may be granted by a majority vote of the Board. Such leave may not exceed one year. A

member granted such a leave of absence shall pay one-half of the annual dues. During the period of leave, the member is not expected to attend meetings.

Section 7. Liabilities and Property Rights of Members

No member of the Corporation now or hereafter elected shall be personally liable to its creditors for any indebtedness or liability, and any and all creditors shall look only to its assets for payment.

Section 8. Other Membership Provisions

Membership shall not be transferable. No more than one membership shall be issued to any member

**ARTICLE VI
Fees, Dues and Contributions**

Section 1. Dues and Fees

The Board shall have the power to establish the amount of all dues and charges, as well as initiation and all other fees, and make allocations thereof, and to establish method and time of collection and terms of payment, not inconsistent with these bylaws.

Section 2 Contributions

Members and others are invited to contribute to the funds of the Club. Contributions may be either unrestricted and given to the Operating Fund (the general account) or designated for specific purposes.

The Club maintains three endowments:

The Operating Endowment

The Awards Endowment for the Performing Arts

The Awards Endowment for the Visual Arts.

Contributors may establish a Named Endowment in one or more of the three endowments. Named endowments begin at \$10,000.00.

**ARTICLE VII
Designated Club Accounts**

Section 1. The Operating Fund

This fund consists of income generated by the annual dues, The Operating Endowment, and funds derived from designated contributions. This fund shall be used to cover all operating expenses of the Club, including the costs of programs presented at Club meetings, costs incurred in the performing arts and visual arts awards competitions, etc. With the approval of the Board, monies from The Operating Fund may also be used to support the Awards Endowments.

Section 2. The Operating Endowment

This endowment shall be maintained as a perpetual fund for the purpose of providing income to support the operations of the Club, including the expenses associated with the Club's five dinner meetings – visual arts exhibition and performing arts program honorariums, etc.

Section 3. The Awards Endowment for the Performing Arts

This endowment shall be maintained as a perpetual fund for the purpose of providing income for the Club's Performing Arts Awards, which are presented annually. The interest generated by the endowment shall be used only for awards presented to audition winners. Expenses associated with the performing arts awards competition shall be paid from The Operating Fund, the club's general account.

Section 4. The Awards Endowment for the Visual Arts

This endowment shall be maintained as a perpetual fund for the purpose of providing income for the Club's Visual Arts Awards, which are presented annually. The interest generated by the endowment shall be used only for awards presented to audition/selection winners. Expenses associated with the visual arts awards competition shall be paid from The Operating Fund, the club's general account.

Section 5. Named Endowment

Contributors may establish a Named Endowment, beginning at \$10,000, within the following three endowments:

- The Operating Endowment
- The Awards Endowment for the Performing Arts
- The Awards Endowment for the Visual Arts.

Section 6. Interest from the Club's Three Endowments

In each of the Club's three endowments (The Operating Endowment, The Awards Endowment for the Performing Arts, and The Awards Endowment for the Visual Arts), only 90% of the annual interest earned shall be used, either for dinner meeting expenses or for the annual awards. The remaining 10% of the interest earned in each of the endowments shall be rolled over, placed back into the endowment, becoming part of the principal.

Section 7 Award Practices

It is the practice of the Club to present awards of \$1,000 or more. Annually, the Club presents Prize Winner Awards, three or less awards for the performing arts, and three or less awards for the visual arts. There are no First, Second, Third, or Honorable Mention awards presented. Performing and visual artist recipient's qualifications are determined annually by the Board of Directors.

In the event there are not sufficient funds available from the Club's endowments, the awards may be supplemented by The Operating Fund.

**ARTICLE VIII
Membership Meetings**

Section 1. Regular Meetings

- (a) Regular meetings of the members of the Corporation shall be held five times per business year, during the months of October, December, February, April and June.
- (b) The annual meeting of the members of the Corporation shall be held at the regular meeting in April.
- (c) The latest edition of Robert's Rules of Order shall govern the procedures at all meetings.

Section 2. Special Meetings

The Club shall hold special meetings of the members upon the call of the President or the Board.

Section 3. **Quorum**

The presence in person or by proxy of the persons entitled to cast a majority of the votes at any meeting of members constitutes a quorum for the transaction of business.

Section 4. **Voting**

Each active member shall be entitled to cast one vote, either in person or by proxy. Honorary Members and Honorary Emeritus Members shall not be entitled to vote.

ARTICLE IX
Board of Directors

Section 1. **Number of Directors**

The Board of Directors shall consist of a minimum of 13 members and a maximum of 17 members. A simple majority of the Board shall constitute a quorum for the transaction of business.

Section 2. **Powers of Directors**

Subject to the powers of the members as provided by law or as herein set forth, all corporate powers of the Corporation shall be exercised by or under the authority of, and the business affairs of the Corporation shall be controlled by, the Board. Without limiting the generality of the foregoing, the Board shall have the following powers:

- (a) To select and remove all officers, agents and employees of the Corporation, prescribe such powers and duties for them as may not be inconsistent with the law, with the Articles of Incorporation or the Bylaws, fix their compensation and require from them security for faithful service.
- (b) To conduct, manage and control the affairs and business of the Corporation, and to make such rules and regulations therefore not inconsistent with law, with the Articles of Incorporation or the Bylaws, as they may deem best.

- (c) To change the principal office for the transaction of the business of the Corporation from one location to another within the same county; to designate any place for the holding of any Board or members' meetings, and to adopt, make and use a corporate seal and to alter the form thereof from time to time as in their judgment they may deem best, provided such seal shall at all times comply by the provisions of law.
- (d) Only the Directors are eligible to vote at Board meetings. Comments and suggestions may be made by the Chairs, members and assistants of the various Standing Committees.

Section 3. Election and Term of Office

The Board, with the exception of the immediate Past President, shall be elected at each annual meeting of the members, for terms of one year, or until their respective successors are elected and qualified. Directors may be re-elected.

Section 4. Organization Meeting

Immediately following each annual election of Directors by the members, the Board shall forthwith hold a regular meeting for the purpose of organization and election of Officers and the transaction of such other business.

Such meeting shall be chaired by the Chair of the Nominating Committee.

Section 5 Vacancies

Any vacancy in the Board resulting from death, incapacity, resignation, removal, disqualification or otherwise shall be filled by the recommendation of the Nominating Chair with the final approval by the Board.

Section 6. Regular Meetings

- (a) Regular meetings of the Board shall be held at any place and time which has been designated by consent of the majority of the members of the Board.

(b) Robert's Rules of Order shall govern the procedures of all meetings

Section 7. Special Meetings

Special meetings of the Board may be called at any time by the President or by any two other Directors. Notice of the time and place of special meetings shall be given by telephone or written notice.

Section 8. Removal

A Director may be removed from office, with cause, by a majority vote of the Board.

Section 9. Compensation

The Directors shall receive no compensation for their services as such.

Section 10. Nominating Committee

The Chair of the Nominating Committee shall be appointed by the Board at the September Board meeting. Additional Committee Members are selected by the Chair.

Subject to final approval by the Board, the Nominating Committee shall present the proposed Directors to the membership at the April dinner meeting. Following their election by the membership, the Directors shall elect their Officers and Standing Committee Chairs. At the June dinner meeting, the Nominating Chair shall announce to the membership those who have been selected as Officers and Standing Committee Chairs.

Section 11. Officers

The Officers of this Corporation shall be a President, First Vice President, Second Vice President, Third Vice President, Fourth Vice President, Recording Secretary, Corresponding Secretary, Treasurer and immediate Past President. Officers shall be selected from the current Directors. When the duties do not conflict, one person, other than the President, may hold more than one of these offices.

(a) **President.** Subject to the control of the Board, the President shall have general supervision, direction and control of the business and affairs of the Corporation. He/she shall preside at all meetings of the

members and Directors and shall have such other powers as may be prescribed by the Board. The President may also select an Advisory Board.

- (b) **First Vice President.** In absence or disability of the president, the First Vice President shall be the Acting President with all the powers of the President until such time that the Board selects the new President from among the Directors. The First Vice President shall serve as the dinner meeting Performing Arts Program Chair. The First Vice President shall have such other powers and perform such other duties as may be prescribed by the Board.
- (c) **Second Vice President.** The Second Vice President shall serve as dinner meeting Visual Arts Exhibition Chair. The Second Vice President shall have such other powers and perform such other duties as may be prescribed by the Board.
- (d) **Third Vice President.** The Third Vice President shall serve as Membership Chair. The Third Vice President shall have such other powers and perform such other duties as may be prescribed by the Board.
- (e) **Fourth Vice President.** The Fourth Vice President shall serve as dinner meeting Arrangements Chair. The Fourth Vice President shall have such other powers and perform such duties as may be prescribed by the Board.
- (f) **Recording Secretary.** The Recording Secretary shall keep a full and complete record of the proceedings of the Board; shall keep the seal of the Corporation and affix the same to such papers and instruments as may be required in the regular course of business; shall make service of such notices as may be necessary or proper; shall supervise the keeping of records of the Corporation; and shall discharge such other duties as pertain to the office or as prescribed by the Board.
- (g) **Corresponding Secretary.** The Corresponding Secretary shall conduct such correspondence as shall be directed by the President. The Corresponding Secretary shall extend the courtesies of the Club, such as cards of greeting, condolence, flowers, personal visits or other attention suitable to the occasion.

- (h) **Treasurer.** The Treasurer shall receive and safely keep all funds of the Corporation and deposit the same in such bank or banks as may be designated by the Board and shall maintain books of account of the Corporation. Such funds shall be paid out only on the checks of the Corporation, signed by the President, Treasurer, or Recording Secretary, or by such Officers as may be designated by the Board as authorized to sign.

The Treasurer shall have such other powers and perform such other duties as may be prescribed by the Board. The books of account of the Corporation shall be audited annually, after the close of each fiscal year by an auditor chosen by the Board.

ARTICLE X Committees

Section 1. Standing Committees

Standing Committees shall be Arrangements, Attendance/Reservations, Bulletin, Finance, Historian, Hospitality, Membership, Nominating, Parliamentary & Bylaws, Performing Arts and Visual Arts Awards, Photography, Public Relations, Table Decorations, Website, Yearbook & Roster. Committees may be combined. The Chairs of these committees shall inform the Board, at the September Board meeting, regarding the members of their respective committees. The duties of these Committees are as follows:

- (a) **Arrangements Committee.** The Arrangements Committee shall consist of the Fourth Vice President, serving as Chair, and additional members as may be needed. This Committee shall obtain, for the Board's consideration, data in regard to meeting places and menu. The Committee shall attend to table arrangement and decorations and other program needs, such as floor and table easels for the visual arts exhibits, a piano (including tuning), platforms/risers for performers, music stands, microphones, etc. The Committee shall also monitor the smooth flow of the dinner service and program.
- (b) **Attendance/Reservations Committee.** The Attendance/Reservation Committee shall receive dinner reservations, prepare seating arrangements and name tags for those attending. The Chair shall report

the number of dinner reservations to the Fourth Vice President and to the venue's catering department.

(c) **Bulletin Committee.** The Bulletin Committee shall write and distribute the bulletin three weeks prior to each dinner meeting. The Bulletin shall contain the essential information about the forthcoming meeting, the background of the visual artist(s) and exhibit, and the performing artist(s) and program. Information is to be provided by the Chairs of the Visual Arts Exhibits and Performing Arts Programs to the Bulletin Chair at least four weeks prior to each dinner meeting.

(d) **Finance Committee.** The Finance Committee will consist of a Chair, the Treasurer and the President.

Duties of this Committee will be to establish an investment policy to guide future investments and to arrange for an annual review of the Treasurer's books by a certified public accountant to compile financial statements as required for reports to the State and Federal tax authorities, and prepare a preliminary budget for the year.

The preliminary budget will be prepared from budget requests by the various Committees and will be submitted to the Board of Directors at its June meeting for review and revision. The revised preliminary budget shall be presented by the Treasurer for adoption at the September meeting of the Board of directors.

The final adopted budget is subject to revision at any time by the Board of Directors during the fiscal year.

(e) **Historian Committee.** The Historian Committee shall maintain the scrapbook and historical documents of the organization.

(f) **Hospitality Committee.** The Hospitality Committee shall do everything possible to promote fellowship and sociability at the meetings, with special attention to new members and guests.

(g) **Membership Committee.** The Membership Committee shall consist of the Third Vice President, serving as Chair, and additional members as may be needed. This Committee shall present applications for membership, which are favorably considered by them, to the Board

for approval. The Chair introduces new members at the next available dinner meeting.

(h) **Nominating Committee.** The Nominating Committee shall consist of the Chair and additional members as may be needed.

Subject to the final approval by the Board, the Nominating Committee shall present the proposed candidates for Directors to the membership for approval at the April dinner meeting. At the June dinner meeting the Chair shall announce those selected by the new Directors to be Officers and Committee Chairs.

(i) **Parliamentarian & Bylaws Committee.** The Parliamentarian & Bylaws Committee shall monitor the proceedings of the Board meetings and dinner meetings to see that the Bylaws are adhered to as well as Robert's Rules of Order. The committee is also responsible for any revisions to the Bylaws and approval thereof.

(j) **Performing Arts Awards and Visual Arts Awards Committees.** The Performing Arts Awards Committee and Visual Arts Awards Committee shall each consist of a Chair and others whom the respective Chairs shall select.

These Committees shall be responsible for selection of the art categories, arrange for the distribution of announcements concerning the awards to appropriate instructors and schools, setting the time and place for the auditions or selections, outlining the requirements for application, and electing the judges when appropriate. The arrangements and expenditures required to accomplish the events shall be subject to prior approval by the Board. The Committees are also responsible for the program coordination and arrangement requirements at the annual awards dinner. The amount of the awards for both Performing Arts and Visual Arts awardees shall be determined by the Board upon recommendations of the Committee Chairs.

(k) **Photography Committee.** The Photography Committee is responsible for photographs at the dinner meetings and at other Fine Arts Club events.

(l) **Public Relations Committee.** The Public Relations Committee shall solicit publicity in the Greater Pasadena area and communicate with civic leaders and the performing arts and visual arts organizations.

(m) **Table Decorations Committee.** The Table Decorations Committee shall see that the centers of each table are decorated at the five dinner meetings.

(n) **Website Committee.** The Website Committee shall monitor the Club's website and update the site as needed .

(o) **Yearbook & Roster Committee.** The Yearbook & Roster Committee shall keep the membership records up-to-date, record the President's annual message, keep records of Honorary Members, Active Members and endowments, list Visual Arts Awards and Performing Arts Awards awardees and add bylaws revisions as needed. The Committee is also responsible for the annual printing and distribution of the publication.

ARTICLE XI Amendment of Bylaws

An amendment or amendments to the Bylaws may be made at any regular meeting of the Club by a simple majority of the votes cast, if the proposed amendment has been approved by the Board and read or distributed to the Club at a previous Club meeting. If adopted, the amendment or amendments shall become effective immediately.

ARTICLE XII Miscellaneous

The President or any Vice President and Secretary or such other Officers as the Board may select for that purpose, are authorized to vote, represent and exercise on behalf of this Corporation all rights incidental to any and all voting securities of any other corporation or corporations standing in the name of this Corporation.

The authority herein granted to said Officers to vote or represent on behalf of this Corporation any and all voting securities held by this Corporation in any other corporation or corporations may be exercised either by such Officers in person or by any person authorized to do so by proxy or power of attorney duly executed by such Officers.

ARTICLE XIII
Miscellaneous Provisions

Section 1. Inspection of Corporate Records

The books of accounts, minutes of proceedings of the membership and/or executive committees shall be open to inspection by any member or director at any reasonable time either in person or by duly authorized agent or attorney, and shall include the right to make extracts.

Section 2. Execution of Instruments

The Board may, except as provided otherwise in the Bylaws, authorize any Officer or Officers, agent or agents to enter into any contract to execute any instrument in the name and on behalf of the Corporation, and such authority may be general or confined to specific instances; and, unless so authorized by the Board, no Officer, agent or employee shall have any power of authority to bind the Corporation by contract or engagement or to pledge its credit to render it liable to any purpose or to any amount.

Section 3. Inspection of Bylaws

The Corporation shall keep in its principal office for the transaction of business the original or a copy of the Bylaws as amended or otherwise altered to date, certified by the Secretary, which shall be opened to inspection by the Directors and members at mutually convenient times.

Article XIV
Dissolution of the Club

The dissolution of The Fine Arts Club of Pasadena would be subject to 501(c) (3) Federal and State laws.