

ARTS RESCUE MISSION BYLAWS

ARTICLE I — NAME

The name of this organization shall be **Arts Rescue Mission (ARM)**.

ARTICLE II — PURPOSE

The Corporation is organized exclusively for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code.

The mission of Arts Rescue Mission is guided by four pillars:

Restore — Shelter — Provide — Preserve

ARTICLE III — BOARD OF DIRECTORS

Section 3.1 — Authority

The Board of Directors governs the affairs of the Corporation and holds fiduciary responsibility.

Section 3.2 — Size

The Board shall consist of **not fewer than three (3) and not more than six (9)** Directors.

Section 3.3 — Terms

Directors shall serve **two-year terms and may be re-elected**.

Section 3.4 — Duties

The Board shall:

- Provide governance and oversight
- Approve budgets and compensation
- Ensure mission compliance
- Guide strategy and sustainability

Section 3.5 — Meetings

The Board shall meet at least annually and may meet electronically.

Section 3.6 — Quorum

A **majority of Directors** constitutes a quorum.

ARTICLE IV — OFFICERS

Section 4.1 — Officers

The Corporation shall have:

- Director (Executive Lead)
- Secretary
- Health Director
- Treasurer
- Arts Director
- Music Director

Section 4.2 — Duties

Director: leadership, operations, partnerships, execution.

Secretary: records, compliance, documentation.

Treasurer: financial oversight and quarterly reporting.

Health Director: outreach and coordination of opportunities to provide

Arts Director: outreach to visual artists, galleries, arts institutions.

Music Director: outreach to musicians, performance venues, and performing arts.



ARTICLE V — COMPENSATION & REIMBURSEMENT

Section 5.1 — No Automatic Compensation

No Director or Officer receives compensation solely by holding office.

Section 5.2 — Compensation for Services

The Corporation may compensate individuals for services when:

- Services are mission-related
- Compensation is reasonable
- Board approves (interested party recused)
- Funds are available

Compensation may be deferred.

Section 5.3 — Expected Compensation Framework

The Corporation recognizes the need for modest operational compensation when funding allows. Initial expected monthly service levels may include:

- **Director:** approximately \$3,000/month (full-time leadership)
- **Secretary:** approximately \$2,000/month (part-time administrative support)
- **Health Director:** approximately \$2,000/month (part-time administrative support)
- **Treasurer:** approximately \$500/month (monthly oversight)
- **Arts Director:** approximately \$1,000/month (part-time outreach and reporting)
- **Music Director:** approximately \$1,000/month (part-time outreach and reporting)

Final compensation shall be determined by Board-approved Compensation Schedule and may be deferred until financially feasible.

Section 5.4 — Reimbursement

Reasonable out-of-pocket expenses may be reimbursed with documentation and approval.

Section 5.5 — Deferred Reimbursement

Unpaid expenses may be recorded as **Deferred Reimbursement**, payable later upon Board approval and available funds.

Section 5.6 — Retroactive Reimbursement

The Board may approve repayment of previously deferred expenses when documented and financially sustainable.

ARTICLE VI — CONFLICT OF INTEREST

Directors and Officers must disclose financial interests and recuse from related decisions.

ARTICLE VII — RECORDS & FINANCIAL TRANSPARENCY

The Corporation shall maintain accurate records and provide financial reporting to the Board at least annually.

ARTICLE VIII — AMENDMENTS

These bylaws may be amended by majority vote of the Board with notice.



ARTICLE IX — PROGRAM SERVICES, REVENUE, PUBLICATION & ARCHIVAL STEWARDSHIP

Section 9.1 — Authority to Provide Mission-Related Services

The Corporation may provide services consistent with its charitable and educational mission and may charge reasonable fees for such services when appropriate. Such services shall support the mission and shall not constitute private benefit.

Section 9.2 — Mission-Related Services

Services may include, but are not limited to:

- Archiving, preservation, and stewardship of artistic and cultural materials
- Documentation and cataloging of artistic works and collections
- Inventory, organization, and preparation of artworks for storage, preservation, or transport
- Cultural, historical, and archival research
- Publication of books, catalogs, essays, and documentation related to artists and cultural communities
- Creation of exhibition materials, research materials, and educational resources
- Documentation of visual, performing, musical, and literary arts

Section 9.3 — Mission-Related Revenue

The Corporation may receive revenue from:

- Service fees related to mission activities
- Grants and sponsorships
- Donations and charitable contributions
- Publication, catalog, and research-related income
- Educational and archival services

All revenue shall be used solely to advance the charitable purposes of the Corporation.

Section 9.4 — Nonprofit Compliance

All services and revenue-generating activities shall remain consistent with the Corporation's charitable and educational purposes and shall comply with applicable nonprofit and tax-exempt regulations.

Section 9.5 — Intellectual Property & Publications

The Corporation may create, publish, distribute, and license books, catalogs, research materials, and archival publications related to its mission. The Corporation may retain rights to works it produces while respecting rights of contributing artists, authors, and collaborators.

Section 9.6 — Archive Stewardship & Custodianship

The Corporation may collect, preserve, maintain, and steward archival and cultural materials for educational and historical purposes. The Corporation may:

- Accept archival materials through donation, contribution, or agreement
 - Maintain physical and digital archives
 - Provide access for research and educational use
 - Establish agreements with institutions for archival preservation and data integration
-



Section 9.7 — Institutional Partnerships

The Corporation may enter into partnerships, collaborations, or agreements with educational, cultural, healthcare, and nonprofit institutions to advance its mission, including archival preservation, research collaboration, and community service coordination.

Section 9.8 — Licensing & Publication Revenue

The Corporation may license publications, archival materials, and educational content consistent with its mission. Revenue derived shall support the Corporation's charitable purposes and operations.

Section 9.9 — Distinction Between Donations and Services

The Corporation may receive both charitable donations and fee-based service income. Donations shall be treated as charitable contributions, while service fees shall be considered mission-related program revenue. Both shall be used exclusively for charitable purposes.

