

PIONEER QUILTERS GUILD

BYLAWS

ARTICLE I – NAME

The name of this organization, hereinafter referred to as Guild, shall be the Pioneer Quilters Guild, a non-profit organization.

ARTICLE II – PURPOSE

The purpose of the Guild is to contribute to the growth and knowledge of quilting techniques, patterns, and the history of quilt making. This shall be accomplished by:

- Providing education meetings & community outreach educational programs
- Sponsoring and supporting quilt making and collecting
- Promoting the knowledge and appreciation of quilts
- Providing community service through the distribution of quilts and/or related items as approved by the general membership.

ARTICLE III – MEMBERSHIP

Membership in the Guild is open to anyone who is interested in quilts and subscribes to the purpose of the Guild. Membership becomes valid upon payment and deposit of dues. Memberships shall be limited to one hundred fifty (150) members. Members have the privilege of voting and holding office, receiving the monthly newsletter, free entry to all regular meetings of the Guild, receipt of opportunity quilt tickets, and membership list with the understanding that it will be not be used or sold for commercial or solicitation purposes. Members shall support the activities of the Guild by voluntary service relevant to the Guild, such as participation in fund-raising activities, serving on committees, assisting in community service projects, and attending a minimum of five (5) meetings per fiscal year. Failure to comply with attendance requirements shall result in non-renewal of membership. The Executive Board will review exceptions annually. In the event all membership positions are filled, a chronological waiting list of persons seeking membership shall be established and maintained. Anyone wishing to become a member of the Guild may place their name on such waiting list for notification of open membership positions as they become available. Newsletter subscribers shall receive the monthly newsletter.

ARTICLE IV – FINANCIAL

Fiscal year shall be from January 1 through December 31.

Annual Dues: Dues shall be reviewed annually by the Executive Board. Changes in dues of the Guild shall be set by a vote of the membership at a general meeting following the recommendation of the Executive Board. Dues are payable at or before the December general meeting. New members joining during or after the June general meeting shall pay pro-rated dues for the remainder of the fiscal year. All dues paid to the Guild become the property of the Guild and shall be used exclusively for Guild approved expenditures.

Audit: An internal audit shall be conducted at the close of the fiscal year by someone other than the outgoing or incoming Guild Treasurer and one other member of the Guild. A report of the audit findings shall be given to the membership at a general meeting.

Budget: The Executive Board shall submit an annual budget for the Guild membership approval. Committee chairs shall submit budget requests by January 15th to the Guild Treasurer. The Treasurer shall submit a Proposed Annual Budget for review and approval of the Executive Board at the January Executive Board Meeting. The Proposed Annual Final Budget shall be published in the Guild's February newsletter. A vote by the General Membership to approve the budget shall take place at the March general meeting.

Contributions and Donations: Contributions or donations made to outside persons or organizations shall be made only with the approval of the General Membership.

Fundraising: At least one fundraising project directed to and in support of the Guild's purpose shall be held each year. Proposals for new projects and/or changes to the time, place, and nature existing activity(ies) shall be submitted to the Executive Board for review and approved by a vote of the General Membership. "Fundraiser" is defined as any type of event or sale of products from which there is a

reasonable expectation that the Guild will make a profit that can be applied to further the stated purpose of the guild.

Liability Insurance: The Guild shall carry liability insurance to cover its activities.

Non-budgeted Expenditures: All non-budgeted expenditures in excess of \$250 require the approval of the General Membership.

Release of Funds: All checks drawn to release funds from the Guild account shall bear at least two authorized signatures. Authorized signatures shall be the Treasurer, the President, and one other member as designated annually by the Executive Board.

ARTICLE V – MEETINGS

The Guild shall hold a minimum of ten meetings a year, at a time and place designated by the Executive Board. Such meetings will be announced in advance by phone, email, or by mail. Thirty percent (30%) of the membership of the Guild shall constitute a quorum. There shall be no proxy votes.

Special Guild meetings may be called by the President, by three members of the Executive Board, or by ten active members of the Guild. Special meetings shall be announced by telephone, email, or by mail at least twenty-four (24) hours in advance of the meeting.

Workshops, excursions and special events for which the Executive Board may set an admission charge shall not be considered a regular meeting. Non-members may be assessed an admission charge to general meetings and Guild activities as set by the Executive Board.

ARTICLES VI – OFFICERS

Officers of the Guild shall be President, Vice President, Secretary, Treasurer, Past President, Program Chair, Program Chair Elect, Ways and Means Chair/Co-Chair, and two (2) elected Members at Large. Candidates for the Presidency shall have served previously on the Executive Board. Nominations will be made in November and officers will be elected in December. Officers will be installed in January and officiate at the January general meeting.

If the Executive Board determines that any elected officer is not fulfilling the duties of the office, the Board shall propose removal of said officer. Removal must be approved by a majority vote at an Executive Board meeting.

In the event of a vacancy in any office, with the exception of the President, the Executive Board shall fill the position by appointment. A member may be elected to serve in the same office for no more than two consecutive terms of office. A member may not serve as President or Treasurer on the Executive Board if the member serves on the Executive Board of another quilt guild.

ARTICLE VII – OFFICERS' DUTIES

The President shall be the chief elected officer of the Guild and shall preside at all general meetings and Executive Board meetings.

The Vice President shall, in the absence or resignation of the President, serve and perform duties of the President, and be willing to seek the Presidency the following year. The Vice President shall be responsible for coordinating visiting opportunity quilts, Chairing the Nominating Committee, and responsible for special projects requested by the President.

The Secretary shall be responsible for the records of the Guild and shall keep the minutes of the General Meetings as well as the Executive Board Meetings, and make them available for inspection by the membership. The Secretary shall be responsible for all Guild correspondence.

The Treasurer, as Chief Financial Officer of the Guild, shall be responsible for the care and custody of the funds of the Guild and for the timely preparation of all fiscally related reports and financial filings.

The Past President shall be responsible as the transition advisor, overseeing the transition of outgoing and incoming Board and Committee Chairs to ensure a smooth transition from one fiscal year to the next.

The Program Chair shall be responsible for the program segment for all general meetings of the Guild and assisting the Program Chair Elect in conducting workshops for Guild members.

The Program Chair Elect shall, in coordination with the Program Chair, be responsible for coordinating workshops for Guild members. The Program Chair Elect shall arrange for Guild meeting speakers and workshop leaders for the next Guild fiscal year. All arrangements shall meet budgetary constraints. In the absence of the Program Chair, the Program Chair Elect shall perform the duties normally performed by the Program Chair.

The Ways and Means Chair shall be responsible for coordinating fund-raising activities for the Guild.

The Members-at-Large shall act as a liaison between the members and Board.

ARTICLE VIII – EXECUTIVE BOARD

The Executive Board shall meet regularly at a time and place designated by the Executive Board, to conduct its business meetings. The Executive Board shall consist of the following elected officers: President, Vice President, Secretary, Treasurer, Past President, Program Chair, Program Chair Elect, Ways and Means Chair/Co-Chair, and two (2) elected Members at Large. Each Chair/Co-Chair shall be entitled to share one vote on Executive Board motions. The general membership is welcome and encouraged to attend all Board meetings.

The Executive Board reserves the right to conduct closed sessions at any Executive Board meeting. Attendance at such sessions is limited to Executive Board members and those deemed necessary by the Executive Board to provide information or input directly relevant to items on the agenda for the closed session.

One-half plus one of the members of the Executive Board shall constitute a quorum of the Board. In order for the Board to conduct official business a quorum must be present.

The President may call special meetings of the Executive Board in response to a written request from one member of the Board or by written request to the President by three members of the Guild.

The Executive Board shall be responsible for carrying out the established Policies and Procedures of the Guild. A list of such policies will be attached to the Bylaws. The Policies and Procedures shall be subject to review and approval of the Executive Board.

The Executive Board shall approve Committee Chairs, who shall report to the Executive Board.

ARTICLE IX – NOMINATIONS AND ELECTIONS

The Executive Board shall appoint a Nominating Committee no later than September. The Committee shall consist of the Vice President and two individuals from the general membership.

The Nominating Committee will submit a slate of one or more nominees for each elected office to the Executive Board at its October meeting. The slate will be submitted to the general membership at the November general meeting and at that time additional nominations may be made from the floor. Nominations shall be published in the November Guild newsletter.

The election shall be held at the general meeting in December. The slate of nominees shall be read again. The election shall be by voice vote for all uncontested offices. In the event of a contested office, the vote shall be by secret ballot. Ballots shall be kept sealed by the Secretary for one year.

ARTICLE X – AMENDMENTS

Amendments to the Bylaws shall be submitted in writing to the Guild membership for review and final approval at any regular meeting of the Guild. A 2/3 vote of active members present is required. Notification of when the vote is to be held (i.e. which general meeting) is required in writing in advance. The Bylaws shall be reviewed on odd numbered years and revised as necessary.

ARTICLE XI – PARLIAMENTARY AUTHORITY

All procedures not covered by these Bylaws shall be governed by Roberts Rules of Orders, Revised. All duly called meetings of the Guild shall adhere to these Bylaws and acceptable standards of parliamentary procedures.

ARTICLE XII – DISSOLUTION

Should the Guild be dissolved, any funds remaining in the treasury, along with any remaining property shall be distributed to an educational, non-profit organization to be named by the Executive Board and approved by the general membership prior to dissolution.

President: Vera Dowling _____

Vice President: Colleen Voet _____

Adopted 2/6/89

Rev. 2/5/96, 3/3/97, 4/6/98, 4/5/99, 4/3/00, 4/2/01, 4/03, 5/05, 05/06, 09/06, 8/27/07, 6/1/09, 4/4/11