



# Lakeview Quilters Guild

## *Bylaws*

*Revised June 17, 2019*

### ARTICLE I - Name

The name of this organization shall be Lakeview Quilters Guild (hereafter referred to as Guild).

### ARTICLE II - Purpose

The purpose of the Guild is fourfold:

- Section 1. To foster appreciation of fine quilts and the art of quilting among both quilters and the public.
- Section 2. To increase the knowledge of traditional and contemporary techniques of quilting and to provide an encouraging environment in which quilters can practice and exchange ideas.
- Section 3. To educate the public as to the significance and history of quilting as an art form as well as an ongoing craft.
- Section 4. To serve the community through charitable activities involving quilting.

### ARTICLE III - Non-Profit

The Guild shall be not-for-profit. No part of its earnings shall inure to the benefit of any member but shall be used exclusively for the purposes of the organization. Inurement is the improper diversion of an organization's net earnings by persons with substantial influence over the organization for their private benefit or that of related parties (such as family members). The fiscal year of the Guild shall be from January 1 through December 31.

### ARTICLE IV - Membership

- Section 1. Membership shall not be denied to any person interested in the history, preservation, and/or the development of the art of quilting.
- Section 2. Annual dues shall be due in January of each year. Members who have not paid by the February general membership meeting will be dropped from membership.

**Section 3.** Dues for new members (new members are those who have never been a member previously) joining after June 30 shall be reduced. Renewing members will renew at the full year dues amount.

**Section 4.** Privileges of membership include:

- a. The right to cast a vote in the election of officers, the approval of the Guild's budget, and the amendment of bylaws.
- b. The right to hold office in the Guild according to Article VI.
- c. The right to attend monthly meetings and to participate in Guild activities on a priority basis and at membership rates.
- d. The right to attend Board meetings as a non-voting member.

**Section 5.** A person may attend two general meetings of the Guild as a guest before being required to join.

**Section 6.** Family Membership may consist of members (e.g. spouse, significant other and/or children) residing in the same household as the member.

**Section 7.** Associate Membership may consist of persons residing more than fifty miles outside the current meeting place.

**Section 8.** Individual, Family, and Associate dues shall be proposed by the Board for membership approval and shall be documented in the Standing Rules.

**Section 9.** Membership list cannot be distributed or sold and is for the express use of members only.

## **ARTICLE V – Meetings**

### **Section 1. General Meetings**

- a. A meeting of the general membership shall be held once each month.
- b. The meeting time and place shall be set by the Board.
- c. The minutes of the previous general and Board meetings and the Treasurer's report shall be published in the next newsletter. They will be open for additions and/or corrections and approval at the meeting following the newsletter publication.
- d. All members present shall constitute a quorum for the transaction of business.

### **Section 2. Board Meetings**

- a. The Board shall meet monthly at a time and place determined by the Board members.
- b. The time and place shall be published in the Newsletter.
- c. A simple majority of the Board shall constitute a quorum for the transaction of business.

## **ARTICLE VI – Board**

### **Section 1. The Board shall consist of the following elected officers:**

- a. President
- b. First Vice-President (in charge of current year program speakers)
- c. Second Vice-President (workshops)
- d. Third Vice-President (quilt education programs and future program speakers)
- e. Fourth Vice-President (Auction/Guild Publicity)
- f. Secretary
- g. Treasurer
- h. Membership Chairperson
- i. Newsletter Editor

### **Section 2. Board terms and transitions**

- a. Each Board position shall be elected for a term of one (1) year. This term shall run from January 1 to December 31.
- b. The Board duties transition shall take place after the December general meeting but before the January board meeting.

### **Section 3. An individual shall not hold more than two (2) successive terms in the same Board position.**

### **Section 4. All Board members shall be limited to four (4) consecutive years on the Board.**

### **Section 5. Partial terms, appointed or elected, shall not count as a term.**

### **Section 6. The qualifications of the Board are:**

- a. They shall be members in good standing of the Guild. President, First Vice President, and Treasurer shall be members of the Guild no less than one year at the time of installation of Officers.
- b. Board members shall not serve on any other quilting guild Board concurrently.
- c. All candidates must have all their dues and fees current.

### **Section 7. The Board positions and their duties are:**

- a. President
  1. Shall conduct general membership and Board meetings in accordance with parliamentary procedures as set out in Robert's Rules of Order, Newly Revised.
  2. Shall plan, organize, and preside at all Board meetings.
  3. Shall ask for volunteers, with Board approval, for standing and special committees.
  4. Shall be an ex-officio member of all committees except the nominating and auditing committees.
  5. Shall have authority to enter into contracts in the name of the Guild, with Board approval.

6. Shall appoint a Parliamentarian for all general and Board meetings and insure a copy of Robert's Rules of Order, Newly Revised is available for the Parliamentarian.
  7. Shall prepare and make available proposed agendas for all General and Board meetings.
  8. Shall perform any other duties as are incidental to the position.
  9. Shall ensure the timely handling of correspondence received by the Guild and shall open all financial materials prior to forwarding to the Treasurer.
- b. First Vice-President (in charge of speaker programs)
1. Shall coordinate contracted speaker programs for the monthly general membership meetings for the current year.
  2. Shall contact contracted speaker to obtain/verify and secure all information pertinent to the speaker's visit.
    - a. Transportation needs and arrival time
    - b. Housing Preference
    - c. Lecture and workshop topics, workshop's facility needs, supply list and any special requests
    - d. Meeting facilities needs
  3. Shall make arrangements for all physical aspects of the general meeting (e.g. projectors, screens, and other physical needs of the speaker).
  4. Shall obtain hostess for speaker.
  5. Shall act as hostess to speaker at meeting.
  6. Shall conduct general and Board meeting in the absence of the President.
  7. Shall perform any other duties as are incidental to the position.
- c. Second Vice-President (Workshops)
1. Shall act as facilitator and arrange for projectors, screens, and other physical needs of the speaker for workshop
  2. Shall collect workshop fees and coordinate deposits with the Treasurer.
  3. Shall ascertain from the 1<sup>st</sup> VP the workshop topic, supply list and facility's needs.
  4. Shall make arrangements for all physical aspects of the workshops.
  5. Shall take registration for workshops.
  6. Shall perform any other duties as are incidental to the position.
- d. Third Vice-President (Quilt Education Programs)
1. Shall organize education programs for the months of the current year which do not have contracted speaker programs or scheduled events.
  2. Shall contact speakers and select and schedule programs and workshops for the next calendar year and beyond as necessary.
  3. Shall obtain signed contract from each speaker/presenter.
  4. Shall perform any other duties as are incidental to the position.
- e. Fourth Vice-President (Auction/Guild Publicity)
1. Shall organize the auction for the current year.
  2. Shall coordinate Guild publicity to promote the guild in the community including, but not limited to the display at the Freeman Library to promote quilting to the public in non-Quilt Show years.
  3. Shall moderate the Guild's Facebook page.
  4. Shall perform any other duties as are incidental to the position.

**f. Secretary**

1. Shall record minutes of all regular and Board meetings.
2. Shall be responsible for any correspondence, which does not relate specifically to an activity or responsibility of another Board position.
3. Shall maintain a file of the minutes, correspondence, bylaws, and all other non-financial records relating to the Guild.
4. Shall maintain a file of reports and correspondence from Board positions and special committee chairpersons.
5. Shall maintain an inventory record of all Guild assets and their physical location.
6. Shall perform any other duties as are incidental to the position.

**g. Treasurer**

1. Shall be ultimately responsible for the collection of all monies made available to the Guild and deposit same to the Guild account.
2. Shall set at least three signatories on the Lakeview Quilters Guild account(s), to include the Treasurer, President, and board members elected by the board.
3. Shall guarantee that all checks over the amount of \$500 must be signed by two of the three signatories.
4. Shall be solely responsible for keeping a written account of all Guild financial transactions.
5. Shall pay all bills incurred by the organization as authorized by the Board or the general membership as outlined in Article VI, Section 9, of these bylaws.
6. Shall be solely responsible for coordinating the budget proposal process and present the budget to the membership for approval.
7. Shall file the necessary tax forms.
8. Shall recommend to the board appropriate interest-bearing instruments to maximize guild assets. These instruments shall meet the qualifications of the "prudent man" rule.
9. Shall perform any other duties as are incidental to the position.

**h. Membership Chairperson**

1. Shall be responsible for the collection of monies and providing the Treasurer with full documentation.
2. Shall maintain an up-to-date membership roster, furnish changes to each member and print the changes in the newsletter periodically.
3. Shall make available to each member a copy of the membership roster each April. Each October, updates to the roster will be published as an addendum in the newsletter.
4. Shall provide new members with copies of membership roster and a membership card. A letter from the Membership Chairperson will also be included in the new member packet stating that Bylaws and standing rules are made available on the website or a copy may be requested from the Membership Chairperson.
5. Shall perform any other duties as are incidental to the position.

**i. Newsletter Editor**

1. Shall publish a monthly paper and electronic newsletter containing upcoming Guild events and pertinent information as directed by the Board.
2. Shall be responsible for the collection of advertisement monies and providing the Treasurer with full documentation.

3. Shall provide the newsletter to the membership prior to the regular monthly meeting.
4. Shall serve as the "Bee Liaison" by maintaining a roster of beekeepers and notice of meetings of bees.
5. Shall perform any other duties as are incidental to the position.

#### **Section 8. Board Vacancies**

- a. All vacancies occurring with more than six (6) months remaining of the term shall go to the general membership for a special election. The membership shall be notified of the special election at the general meeting in the month prior to the special election or via the Newsletter. At the special election, nominations shall be taken from the floor and voting shall be conducted at the same general meeting.
- b. If a vacancy occurs during the last six (6) months remaining of the term, the position shall be filled by appointment of the President with Board approval.
- c. All appointments shall terminate at the end of the existing term.

#### **Section 9. Other Board Guidelines**

- a. All proposed un-budgeted expenditures under \$100.00 shall be submitted to the Board for approval.
- b. All proposed un-budgeted expenditures exceeding \$100.00 shall be submitted to the general membership with three (3) written bid proposals (when possible) for approval.
- c. All Board positions may have a committee.
- d. All fund-raising and advertising fees shall be set by the Board.
- e. Board members will submit newsletter articles by the publishing deadline.

### **ARTICLE VII - Committees**

#### **Section 1. Standing Committees**

- a. **Community Service Representative**
  1. Shall coordinate the community service donation quilts and additional outreach projects to the community.
  2. Shall prepare an annual budget and present to the Guild Board during the Budget Board meeting and manage budget spending in accordance with Guild guidelines.
  3. Shall present the general membership with at least two (2) proposals for ongoing community service for membership approval.
  4. Shall coordinate the meeting designated as Community Service Night.
  5. Shall attend the Board meeting in the month immediately following the Community Service meeting and provide an update on Community Services night and any proposed changes.
  6. Shall provide to the Guild, via newsletter or general meetings updates on the community services projects during the year.
  7. Shall provide any other duties as are incidental to the position.

- b. **Hospitality Chairman**
  - 1. Shall coordinate greeting members and guests at general meetings.
  - 2. Shall assist but not fund community service, auction & holiday party events if requested by those chairs or board members.
  - 3. Shall prepare an annual budget and present to the Guild board during the Budget Board meeting and manage budget spending in accordance with Guild guidelines.
  - 4. Shall serve as the Lost and Found Coordinator of the Guild
  - 5. Shall appoint and maintain refreshment committee
  - 6. Shall perform any other duties as are incidental to the position.
- c. **Librarian**
  - 1. Shall acquire and maintain Guild-owned library materials
  - 2. Shall prepare an annual budget and present to the Guild board during the Budget Board meeting and manage budget spending in accordance with Guild guidelines.
  - 3. Shall organize library materials and make them available to members at general meetings.
  - 4. Shall maintain a written inventory of all library materials.
  - 5. Shall write thank you notes to those who donate items to the library.
  - 6. Shall provide to the Guild, via newsletter or general meetings, updates on library activities during the year.
  - 7. Shall perform any other duties as are incidental to the position.
- d. **Special Events Committee**
  - 1. Shall organize special events for the current year such as quilt-ins and the December Holiday Party.
  - 2. Shall prepare an annual budget and present to the Guild board during the Budget Board meeting and manage budget spending in accordance with Guild guidelines.
  - 3. Shall provide the board, in person or during the board meetings, a summary of event including cost and number of attendees within one month of the event.
  - 4. Shall provide to the Guild, via newsletter of general meetings, updates of special events.

## **Section 2. Special Committees**

- a. **Raffle Quilt Committee**
  - 1. Shall plan and coordinate the making of the raffle quilt, including its design, construction, and quilting.
  - 2. Shall present a budget and outline the coordination of the raffle quilt.
  - 3. Shall provide the Raffle Quilt Marketing Committee with an outline of completion for preparation of appropriate marketing materials.
  - 4. Shall be responsible for obtaining any photography of the quilt to be used in the marketing of the quilt.
  - 5. Shall provide regular status reports to the Board.
  - 6. Shall provide the Board with a final accounting of all raffle quilt receipts and expenditures.
- b. **Raffle Quilt Marketing Committee**
  - 1. Shall coordinate marketing of the raffle quilt.

2. Shall be responsible for printing raffle quilt tickets, posters, and associated marketing materials.
3. Shall be responsible for distribution of the raffle quilt tickets to guild members.
4. Shall coordinate marketing the quilt and selling tickets at events, including other guild/organization meetings.
5. Shall be responsible for the collection of monies and providing the Treasurer with full documentation.

c. Nominating Committee

1. Shall consist of five (5) members nominated and elected by the general membership at its September meeting.
2. Shall not be eligible for election to Board positions during their term on the Nominating Committee.
3. Shall elect a Chairperson from among its members.
4. Shall secure the consent of one or more qualified candidates for nomination to each Board position.
5. At the October general meeting, shall present a slate of candidates for nomination to each Board position.
6. In the November newsletter, shall publish a list and brief biography of all nominees to Board positions.
7. Shall prepare a written ballot listing all nominees, and use this at the November general meeting to conduct the election by members present.
8. Shall announce new Board members before the end of the November general meeting.
9. Shall coordinate the installation of new Board members.

d. Auditing Committee

1. Shall consist of at least three (3) members.
2. Shall elect a Chairperson from among its membership.
3. Shall be elected at the January general meeting to afford the opportunity to review the financial records with the treasurer and obtain clarification from board under review as questions arise.
4. Shall review the end of fiscal year bank reconciliation for all bank accounts.
5. Shall not include among its membership any person who has served on the Board or managed the disbursement or collection of funds during the year under audit.
6. Shall review the Treasurer's financial statements and records, as well as any other funds of the guild, for accuracy.
7. If a change in Treasurer occurs during mid-year, a committee will be called for and an audit will be performed.

e. Bylaws Committee

1. A minimum of three (3) members shall review the existing bylaws in January and/or February of even-numbered years and present all recommendations to the general membership for consideration of any changes by the following meeting.
2. The committee shall print and distribute to the members all suggested revisions in the next newsletter.
3. A copy of the proposed changes to the bylaws will be sent to the board prior to the general meeting.
4. The proposed changes shall be presented, discussed, and a vote will be taken at the next general meeting.



**f. Quilt Show Committee**

1. Shall plan, coordinate, and hold a Quilt Show.
2. Shall present a proposed Quilt Show budget to the Board for approval.
3. Shall provide regular Quilt Show status reports to the Board.
4. Shall be responsible for the collection of monies and providing the Treasurer with full documentation.
5. Shall provide the Board with a final accounting of all quilt show receipts and expenditures.
6. Shall provide the Board with a written report containing plans, points of contacts, financial records, and other pertinent data, for use by successor Quilt Show Committee members.

**g. Retreat Committee**

1. Shall plan, coordinate, and hold a Guild Retreat.
2. Shall present a proposed Guild Retreat budget to the Board for approval.
3. Shall provide regular Guild Retreat status reports to the Board.
4. Shall provide the Board with a full accounting of all Guild Retreat receipts and expenditures.
5. Shall provide the Board with a written report containing plans, points of contacts, financial records, and other pertinent data, for use by successor Retreat Committee members.

**ARTICLE VIII - Amendments**

**Section 1.** The Bylaws may be amended at any regularly scheduled meeting by a two-thirds vote of the members present. The membership shall be notified of the proposed change at the general meeting in the month prior to the meeting at which the vote is scheduled.

**Section 2.** Items not specifically covered in these Bylaws shall be determined by the Standing Rules. These rules may be added to, amended, or repealed by a majority vote of the Board.

**ARTICLE IX - Parliamentary Procedure**

The parliamentary authority in all matters not covered by these Bylaws shall be the Robert's Rules Of Order, Newly Revised.

**ARTICLE X - Indemnity of Officers**

To the extent permitted by law, every person who is or was a Board member, employee, or committee member of the Guild shall have a right to be indemnified by the Guild against all reasonable action, suit, or proceeding in which she or he may become involved as a party or otherwise by reason of her or his being or having been a Board member, employee, or committee member of the Guild.

#### **ARTICLE XI - Dissolution Clause**

**In the event the Guild is dissolved, the assets shall be used to purchase quilts for museums and historical societies and/or given to charity.**