

BY-LAWS of QUILTING IN THE PINES GUILD, INC.

ARTICLE 1 – NAME

This corporation shall be known as Quilting in the Pines Guild, Inc.; hereinafter referred to as the Guild.

ARTICLE II – CORPORATE STATUS

No part of the Guild income shall inure to the benefit of any member, director (however styled) or the officer of the Guild or any private individual. Reimbursement for expenditures or the reasonable compensation for services rendered shall not be deemed to be distribution of income or principal.

ARTICLE III – PURPOSE

It shall be the purpose and goal of the Guild to promote, preserve, and perpetuate the art of quilting. The Guild shall encourage a high standard of design and technique in all forms of quilting, and shall promote the art of quilting by teaching and sponsoring exhibits.

ARTICLE IV – MEMBERSHIP

Section 1 Membership is open to anyone interested in quilting. Upon receipt of dues, the applicant shall become a member of the Guild, and must sign in at all meetings.

Section 2 Guests are welcome to attend two (2) general meetings before joining, and are asked to sign the guest register.

Section 3 Dues to be \$24 paid annually in March; and shall be pro-rated \$2/month for first-time members only, for the months of April through February.

Section 4 All members shall have the right to vote at general meetings.

ARTICLE V – MEETINGS

Section 1 The Guild shall meet once a month from January through December on the second Thursday of the month; these meetings to be called general meetings.

Section 2 A quorum for the transaction of business shall consist of a majority vote of the members present.

Section 3 When a nationally known speaker is featured at a general meeting or special occasion, a fee will be charged to non-Guild participants; fee to be determined by the Executive Board.

ARTICLE VI – OFFICERS

The officers of the Guild shall be a President, Vice President, Secretary, Treasurer, and Member-at-Large. All officers' terms of office shall be for two (2) years, beginning in March and ending in February of the election year. Officers may be elected to consecutive terms, but may serve no more than two (2) consecutive terms in the same office. See Section 4, Article XII-Elections for more details. Officers will receive a 50% discount on workshops and shall pay no dues for their term year.

ARTICLE VII – DUTIES OF THE OFFICERS

Section 1 President

The President shall be the official representative of the Guild and shall preside at all general meetings and Executive Board meetings. The President may create other committees or select chairpersons not otherwise provided for in these bylaws, and are a member ex-officio of all committees except the Nominating Committee.

Section 2 Vice President

The Vice President shall perform the duties of the President in the absence or disability of the latter. The Vice President shall be responsible for securing and arranging suitable programs, and shall be responsible for all correspondence regarding programs. The Vice President shall announce planned programs for the up-coming meetings and shall introduce the speaker and topic at the general meetings.

Section 3 Secretary

The duties of the Secretary shall include taking minutes of all proceedings of the Guild and Executive Board meetings and have them available at all general meetings. The Secretary will provide a copy of the Guild's regular membership meeting minutes to the Newsletter Editor. The Secretary will handle any required correspondence of the Guild and shall send thank you notes as needed. The Secretary shall be responsible for forming a committee to arrange for a gift for the outgoing President.

Section 4 Treasurer

The Treasurer shall have charge of the funds of the Guild, shall keep accurate record of all receipts and disbursements, and make all disbursement approved by the Executive Board.

The Treasurer shall render to the Executive Board a monthly report accounting for all transactions. If required by the Executive Board, bond shall be furnished to guarantee the faithful performance of the above duties; the expense of such bond shall be borne by the Guild. The Treasurer is responsible for getting a change of signature card for the new Treasurer at the appropriate time. ***The fiscal year for the Guild shall begin on January 1 and shall end on December 31. The Treasurer shall prepare an annual financial report in December*** to be made available to Guild members only, and shall file state or federal tax forms and documents as required by law. The Treasurer shall chair a Budget Committee, which shall meet annually, if required.

Section 5 Member-at-Large

The Member-at Large (MAL) shall be a Guild member in good standing and approved by a majority vote, serving a term of two years. The MAL may vote in all decisions of the Executive Board. The MAL, like regular members, must attend all meetings and participate, using his/her knowledge or special insight in the best interest of the general membership, particularly that which arises outside of the standing committee structure.

The MAL may conduct special projects to further the goals of the organization or to develop services for the membership. The MAL may serve as chair of any committee formed to develop these projects.

The MAL listens to membership and communicates their issues, needs and interests to the Board of Directors.

ARTICLE VIII – EXECUTIVE BOARD

Section 1 The Executive Board of the Guild shall be composed of the elected officers of the Guild and the Chairpersons of the Standing Committees, the Member-at-Large, and the immediate past President. The meeting shall be presided over by the President.

Section 2 The Executive Board shall meet once a month or on call of the President. The location and time will be announced at the regular meetings. This board meeting is open to all Guild members, with voting privileges limited to the Executive Board members.

Section 3 A Special Executive Board meeting may be called upon at the request of any three (3) Executive Board members. A quorum for the transaction of business shall be a majority of Executive Board members.

Section 4 Should a vacancy occur in any office, the Executive Board, by majority vote, shall appoint someone to carry out the remainder of the term. A MAL vacancy will be filled by a Guild member with approval from the general membership.

Section 5 The Executive Board shall arrange for the Treasurer's books to be audited at the end of the Treasurer's term of office, or on a bi-annual basis, before February 28th.

ARTICLE IX – WORKSHOPS

NATIONAL WORKSHOPS are open to Guild members and non-members as well. There will be a surcharge to non-members. For all workshops, the Board determines the charge. Payment must be received to reserve a seat in a workshop. The cancellation cutoff date for refund of money for workshops is 30 days prior to the workshop. Consideration of refund will be given on a case-by-case basis by majority vote of the Board.

MEMBER WORKSHOPS shall be taught by Guild members for guild members only. Non-guild members can sign up for member workshops on a space-available basis two (2) weeks before the class is to be held. Workshops should have a minimum of ten (10) students to cover costs unless otherwise determined by the Board. The Board will determine the teacher's compensation. The charge for members and non-members to be determined by the Board. Payment must be received to reserve a seat in a member workshop. The cancellation cut-off date for refund of money is 30-days prior to the workshop. Consideration of refund will be given on a case-by-case basis by majority vote of the Board.

ARTICLE X – RULES

Robert's Rules of Order Newly Revised shall be the parliamentary authority for all procedures not specifically covered by the By-Laws. A copy of this book shall be available at all meetings and this book shall be kept by the Parliamentarian, or the President in the absence of a Parliamentarian.

ARTICLE XI – STANDING COMMITTEES

Committee Chairpersons, as may be required, will be appointed by the President with the approval of the Executive Board. If a chairperson does not regularly attend Board meetings and perform their duties, they can be relieved of their position by the President. Each Chairperson is required to prepare a summary of their committee's activities by the end of February to be kept in a file to act as a manual for future Chairpersons. A Chairperson, if the need arises, may recruit additional sub-committee members to assist them. Chairing a committee entitles the person to a 50% discount on workshops. All members are encouraged to be on at least one committee.

These committees may include, but are not limited to the following:

BEE KEEPER – Shall be in charge of guild-organized bees, including the formation of new bees and keeping information on currently existing bees and their open/closed status.

BLOCK OF THE MONTH (BOM) – shall select and introduce quilt blocks monthly to guild members, with one member winning the blocks each month.

BQE REPRESENTATIVES – Responsible for the joint organization and presentation of the Broward Quilt Expo, held every two (2) years. The Guild may have up to six (6) members on its Board, according to the BQE By-Laws.

BQE CHARITY RAFFLE QUILT – Organizes the selection of the pattern and materials for a membership-participating quilt for the current Expo. The sale of raffle tickets raises money for a Guild-specified worthy cause, selected by a vote of the general membership. Responsibilities include getting raffle tickets printed, selling tickets, and organizing volunteers to sell the ticket during the Expo.

CHARITY QUILTS – The recipients shall be selected by a vote of the general membership, to be approved by the Board. The committee organizes the distribution of such quilts.

HISTORIAN AND SCRAPBOOK – Compile newspaper clippings, photos, etc., of the Guild activities and events and bring the scrapbook to general meetings as needed.

HOSPITALITY – Shall be responsible for food, beverages, and any needed serving items at monthly general meetings. In lieu of a December or March meeting, Hospitality may plan a potluck or a party.

MEMBERSHIP – Shall prepare a membership notebook to include a list of Guild officers and Committee Chairpersons, a copy of the Guild By-Laws, a membership roster, Guild logo pattern for nametag, and a membership pin. Collects dues, keeps a current membership roster, publishes a current membership list for the March meeting of members with paid dues, and arranges for a membership packet (notebook) for new members. Shall record attendance at each general meeting, have charge of the Guild's guest book, have nametags available for guests and arrange for guest to receive a complimentary newsletter.

NEWSLETTER – Shall create and distribute a monthly newsletter to all members, all advertisers, and to the President and Newsletter Chair of all other local quilt guilds. Monthly reports from each of the standing committees will be compiled into the newsletter. The mailing list will not be given out for commercial use for the protection of our members and each newsletter will contain a warning against this type of use. Members and vendors may advertise within the newsletter. The Board determines ad prices.

PARLIAMENTARIAN – Shall be the Chairperson of the By-Laws and Standing Rules Committees. In the absence of the Parliamentarian, the President shall preside.

RAFFLE PRIZES – Arranges for members to supply gifts for the monthly raffle drawing, and sells tickets for the drawing at the meetings. The money raised from the raffle is to help defray the cost of Guild expenses.

WORKSHOPS – Responsible for organizing member and national workshops, including recruiting teachers, arranging for class facilities, correspondence, sign-ups, collecting fees, and responsible for set-up on the day of the workshop. Responsible for organizing Guild retreats, including member registrations and collection of fees.

ARTICLE XII – ELECTIONS

Section 1 A nominating committee shall consist of three (3) Guild members, to be selected in December.

Section 2 The nominating committee shall prepare a slate of officers not to exceed three (3) names per office with prior approval from the nominees. This slate will be presented to the membership at the January meeting. The Chairman will call for any additional nominations from the floor.

Section 3 Voting shall be limited to guild members, by show of hands or ballots. Ballots one (1) per paid member may be prepared by the nominating committee, if necessary. The voting will take place at the February meeting.

Section 4 New officers will begin a two-year (2) term of office in March. Two (2) officers will be elected each year. The President and Vice President will be elected in the odd years, and the Treasurer and Secretary will be elected in the even years. The MAL term will commence during the odd years.

Section 5 Any vacancy on the board of Directors, other than the Presidency, shall be appointed by the President with the approval of the Board of Directors. The appointee would still be eligible for one (1), two (2) year term of office upon fulfillment of the appointment. Should a vacancy in the Presidency occur, the Board of Directors shall select a new President from among the remaining elected Board members. The newly selected President shall appoint his or her replacement with the approval of the Board. A MAL vacancy will be filled by a Guild member with approval from the general membership.

ARTICLE XIII – AMENDMENTS

Section 1 Proposals for amendments of these By-Laws shall be submitted in writing to the Executive Board not less than thirty (30) days prior to the next scheduled meeting.

- Section 2 Notice of proposed amendments of the By-Laws shall be included in the mailing that precedes the next regularly scheduled meeting. At this time the proposed amendment will be read and time will be allowed for discussion before voting by the Guild members.
- Section 3 These By-Laws will be reviewed every three (3) years and revised, if needed.

ARTICLE XIV – DISSOLUTION

In the event of dissolution, the residual assets of the organization will be turned over to one (1) or more organizations, which themselves are exempt as organizations as described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or Local Government for exclusive public purpose, to be determined by the Guild's governing board at the time of dissolution.

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