

## 2010 Proposed BY-LAWS OF THE FLYING GEESE QUILT GUILD, INC.

KEY: **All proposed changes are in bold face.**    Delete    *Insert*

### ARTICLE 1 NAME

The name of this quilt guild is THE FLYING GEESE QUILT GUILD, INC.

### ARTICLE 2 PURPOSES

The purpose of this organization is to create, stimulate, maintain, and record an interest in all matters pertaining to the making, collecting, and preserving of quilts and to establish and promote educational and philanthropic endeavors through quilts.

### ARTICLE 3 NQA AFFILIATIONS

The guild maintains a chapter membership (MD528) in the National Quilting Association (NQA), Inc. **and which** requires a minimum of 5 guild members to maintain current NQA membership. ***The Guild will pay the NQA membership fees for the president, president-elect, secretary, newsletter editor, and program committee chairperson.***

### ARTICLE 4 MEMBERSHIPS

- 4.1. Membership will be open to the public who are at least 18 years of age and requires non-refundable payment of appropriate dues. Each person must complete a membership form upon application or renewal.
- 4.2. Members will be eligible to vote on the amending of the By-Laws, elections of Officers, and on motions at the monthly business meetings.
- 4.3. A member will be reinstated upon application and payment of appropriate dues.
- 4.4. No person will be discriminated against because of race, color, religion, national origin, sex or handicap.

### ARTICLE 5 ANNUAL DUES

- 5.1. The appropriate dues for membership will include the application and/or annual renewal form and the fees.
- 5.2 The Executive Committee will recommend the amount of the annual dues which must be approved by the general membership.
- 5.3. Two dues rates will be established:
  1. Continuous renewal: This rate applies to members who renew annually by the **stated September** deadline.
  2. New members: This rate may be set higher than the "continuous renewal" rate and applies to first time members or members who lapse in their renewal by the September deadline.
- 5.4. All non-members at general meetings may be charged a visitor fee established by the Executive Committee.
- 5.5. Dues are to be paid by the September general meeting.

## ARTICLE 6 OFFICERS *AND* BOARD OF DIRECTORS

6.1. The Officers of the Guild will be President, President-Elect, Secretary and Treasurer. These people will also serve as the Executive Committee. The Board of Directors shall include the officers and the Chairs of the major committees and a Member-at-Large. The major standing committees shall be Bingo, Charity Quilts, Community Relations, Goslings, Historian, Hospitality, Library, Membership, Merchandise, Newsletter, Member-at-Large, Programs, Quilt Show, Raffle Quilt, Retreat, Sunshine & Shadow, Webkeeper, and Workshops. The President and President-Elect will serve for a term of one year. The Secretary and Treasurer will serve for a term of two years. Each officer will be elected to no more than two consecutive terms in the same office.

6.2. The President-Elect will automatically serve as President the following year.

6.3. To serve as one of the four officers, a member must have been a member of the guild for a minimum of one year prior to being nominated.

6.4. Election of the officers *and directors* will be held at the May general meeting. Installation of new officers will take place at the June general meeting; each officer's term will begin immediately.

6.5. If a vacancy occurs among the Officers, other than that of President, a replacement will be appointed by the Executive Committee to serve the remainder of the term.

6.6. In the event of a permanent vacancy in the office of President, the President-Elect will succeed and serve the remainder of the President's term before serving the elected term as President. A member who is appointed to the position of President-Elect will not automatically serve as President the following year. In this case, the position of President-Elect will be included in the normal election process.

6.7. An Officer or Committee Chairperson may be removed by a two-thirds vote of the members present and voting at a general meeting. The removal procedure will be as follows:

1. A written petition that the officer be removed must be submitted to the Member-at-Large. The petition must clearly state the action requested and document the supporting rationale. The petition must be signed by 10% of the general membership prior to submission.
2. The Member-at-Large will:
  - a. Notify the Officer of the petition whose removal has been proposed.
  - b. Select three (3) review committee members at random from the general membership. Petitioners and the four Officers may not serve on the review committee.
  - c. Chair the review committee to consider the petition and advise the Executive Committee if there is sufficient evidence to submit the petition to the general membership for vote.
  - d. Set the earliest date possible for the review committee meeting.
  - e. Report the committee's recommendation at the next business meeting.
  - f. If the committee recommends that the petition be put to a vote by the general membership, Member-at-Large will publish a notification of the vote in the newsletter outlining the issues and stating that the vote will be taken at the next general meeting.
3. The review committee will conduct a written ballot vote at the general meeting.

6.8. DUTIES of the Officers will be:

1. PRESIDENT: position assumed by the President-elect and held for one year. If Pres-elect is unable to fulfill duties as President, a new President will be elected for a one year term.
  - a. Conducts general meetings.
  - b. Conducts business meetings.
  - c. Coordinates committee activities.
  - d. Attends committee meetings "ex officio" as necessary.
  - e. Serves as mentor to the President-Elect
  - f. Prepares and distributes an agenda for the business meeting to the members in attendance.
  - g. Performs other duties as required.
  - h. Serves as an "ex officio" on the Board of Directors for one year following the term as President.
  - i. Ensures that Robert's Rules of Order are followed at meetings.
2. PRESIDENT-ELECT: elected for a two year term, one term as President-elect, followed by one term as President.
  - a. Serves in the absence of the President.
  - b. Chairs the **Auditing budget review** committee to review the Guild treasury records in **May March**.
  - c. Will publish in May newsletter, the previous year's budget allowances and current expenses
3. SECRETARY: elected for a two year term
  - a. Records minutes of general and business meetings, and when voting occurs.
  - b. Submits a copy of the minutes to newsletter for publication.
  - c. Conducts correspondence of guild as needed.
  - d. collects and distributes guild mail from PO Box as necessary.
  - e. Maintains reports and records of the office, **submits meeting minutes to newsletter**.
  - f. Maintains written inventory records of guild property/assets and their locations.
4. TREASURER: elected for a two year term
  - a. Receives and banks all guild funds.
  - b. Maintains bookkeeping records of all funds.
  - c. Makes books available for review by the auditing committee in **May July** and upon request of Executive Committee.
  - d. Disburses funds as authorized.
  - e. Gives monthly financial statements at business meetings.
  - f. Quarterly advises officers and committee chairpersons of budget balances.
  - g. Prepares, along with the Executive Board, a proposed annual budget for review at the **July May** business meeting. Approval of the annual budget will be at the **August business June membership** meeting.
  - h. Sends form letter confirming meeting dates to each meeting place along with payment for use of the facility.
  - i. Obtains required licenses and files required reports.
  - j. Submits Federal Tax Report and Maryland Sales and Use Tax Report with appropriate tax payment as required.

#### ARTICLE 7 EXECUTIVE COMMITTEE

- 7.1. The Officers of the Guild will be the President, President-Elect, Secretary, and Treasurer and will serve as the Executive Committee. The Board of Directors shall include the officers and the Chairs of the major committees and a Member-at-Large.
- 7.2. The members of the Board of Directors shall attend **the** business meetings **each month** and write a monthly newsletter article informing the members of announcements.
- 7.3. Each Committee chairperson will submit a budget proposal to the Treasurer by **May 1 March 1** for the following fiscal year.

#### ARTICLE 8 COMMITTEES

- 8.1. Chairpersons of **the major** standing committees will be **appointed by the President with the approval of** *elected* by the majority of the members present and voting at **a the May** general meeting. ***If a vacancy occurs during the year, a replacement will be appointed by the President.***
- 8.2. Chairpersons of ad hoc committees will be appointed by the President and will function for the time required to accomplish the purpose of the committee. These committees' responsibilities may be assigned to an Officer of the Guild.
- 8.3. Each committee chairperson will maintain a permanent record of the committee's activities, to be passed on to the position's successor.
- 8.4. Duties of the committees will include but not be limited to:
1. NOMINATING:
    - a. Consists of two or three guild members appointed by the President in January.
    - b. Recommends a slate of officers for the positions of President-Elect, Treasurer and Secretary. They will also recommend a candidate (s) for the office of President if the current President- Elect was appointed under Article VI, Sections F and G above.
    - c. Contacts members they plan to nominate to obtain their agreement to serve.
    - d. Presents the slate of nominees in the April newsletter and accepts additional nominations from the floor at the April general meeting.
    - e. If one or more additional candidates are nominated from the floor at the April general meeting, voting will be by ballot at the May general meeting. If no additional candidates are nominated from the floor at the April general meeting, a voice vote will be taken at the May general meeting.
    - f. Solicits **volunteers candidates** to serve as standing committee chairpersons.
    - g. Presents recommendations for standing committee chairpersons to the incoming President who will make the appointments with the approval of the general membership.**
  2. PROGRAM:
    - a. Will be co-chaired by two members each serving a two-year term and elected in alternate years.
    - b. Plans and schedules programs for all general meetings with input from the Executive Committee.

- c. Obtains signed contract from all speakers.
- d. Plans, schedules and contracts for workshops by outside speakers.
- e. Coordinates with Treasurer to arrange for payment of speakers.
- f. Introduces speakers.
- g. Writes letters of appreciation to speakers.
- h. Chairperson will supply a program schedule to the Newsletter Chairperson.
- i. coordinates events to accommodate speaker's needs (transportation, lodging, meals, etc.)

***j. Co-chairs of the programs committee may attend the workshops without cost.***

### 3. NEWSLETTER:

- a. Compiles and publishes the electronic newsletter monthly.
- b. Handles distribution of newsletters to arrive at members' homes **who that** do not have email at least one week prior to the general monthly meeting.
- c. Responsible for submitting payment to treasurer for those wishing to advertise in the newsletter.

### 4. HISTORIAN: Records guild activities through articles and photos, which may be digital.

### 5. MEMBERSHIP:

- a. Greets guests.
- b. Will maintain a completed membership form for each member on file in a notebook to be shared with Committee Chairpersons as needed.
- c. Collects membership dues.
- d. Records all members and guests present at the monthly meetings.
- e. Publishes an updated membership list each fall. Updates and publishes Membership Handbook.
- f. Provides members with a membership card after dues are paid.
- g. Provides each new member with a membership pin, the Membership Handbook, a set of by- laws, and the membership list.
- h. Encourages members to wear nametags.
- i. Oversees guest fees from non-members attending a general meeting, and forwards collected fees to treasurer.
- j. Introduces guests and new members to the guild.

### 6. HOSPITALITY:

- a. Arranges for refreshments at general meetings.
- b. Purchases supplies required for refreshments.
- c. Assumes responsibility for the set-up and clean-up of refreshments at the meeting.

### 7. CHARITY QUILTS ***and Month of Love***

- a. Selects guild sponsored charity projects.
- b. Oversees and coordinates all phases of the project activities.

### 8. COMMUNITY RELATIONS:

- a. Serves as guild contact for other community organizations.
- b. Coordinates volunteers from the guild to demonstrate quilting and to speak to groups.

## 9. QUILT SHOW:

- a. Assumes overall responsibility for the show.
- b. Settles income and expenses within a 3 month period after the event.
- c. Prepare an after-action report to guide future quilt show committees within a 3 month period.
- d. Coordinates all sub-committees.

## 10. RAFFLE QUILT:

- a. Volunteers for the committee will be solicited from the general membership.
- b. Solicits ideas for the quilt design from the general membership via the newsletter.
- c. Presents proposed project to the Executive Committee.
- d. Assumes responsibility for complete construction of the quilt.
- e. Prepares an after-action report to be presented to the Executive Committee ***within three months and filed in the Guild library for future reference.***
- f. Has tickets printed and if possible, solicit a corporate sponsor to pay for the printing.
- g. Has photograph of quilt taken and printed.
- h. Coordinates with Treasurer to ensure that a proper raffle license is obtained.
- i. Distributes tickets to guild members, collects money and ticket stubs.
- j. Makes arrangements and schedules guild members to sell tickets at local events.
- k. Maintains accurate records of income and expenses.
- l. ***25% Twenty-five percent of the profit (from raffle ticket sales) will be donated to a designated charity.***
- m. The charity selection process begins ***12 eight*** months prior to the quilt raffle.
  1. The charity must be based in Harford and/or surrounding counties to be considered as our donation recipient.
  2. Articles will be put in the ***June and July February*** newsletter, requesting suggestions for a charity which will be chosen as the recipient of the guild donation from the raffle quilt ticket sales.
  3. A brief, written description of the charity will be prepared by the member making the suggestion, and presented at the ***August March*** business meeting.
  4. The Board of Directors will select by voting, up to three charities at the ***August March*** business meeting." Charities with the ***3 three*** highest vote totals will be presented at the following general membership meeting.
  5. A ***guest representative*** from ***the 3 these*** charities (***voted as 'finalists'***), will then be invited to give a brief ***verbal*** presentation to the membership at the ***September April*** general meeting. Members present at ***the September general this meeting*** will vote for the charity of their choice ***at the end of the meeting that evening.***
  6. The charity receiving the most votes by the general membership ***at the September general meeting*** will be declared our designated Raffle Quilt charity, and will be announced at the ***October April*** general meeting.

## 11. LIBRARY:

- a. Librarian is responsible for the purchase, maintenance, and storage of materials for the library.
- b. Librarian solicits recommendations from the membership for books to be included in the Guild library.
- c. Librarian will sell worn and/or outdated publications at a guild Sewing Room Sale, general meetings and/or Silent Auctions. Proceeds will be forwarded to the treasury.
- d. Serves as liaison between the guild and NQA, and performs duties outlined by NQA position.

## 12. MEMBER-AT-LARGE:

- a. Accepts suggestions and concerns from members and reports to Executive Committee.
- b. Chairs Officer Removal Review Committee as outlined in Section 6.7.

## 13. GOSLINGS:

- a. Maintains roster of members who have volunteered to be mentors to new members.
- b. Coordinates New Member Bees
- c. Encourages new members to participate in guild activities.

## 14. SUNSHINE &amp; SHADOWS:

- a. In the event of the death of an active member, a donation of \$50 will be made to a charity as designated by the family or a charity of the Guild's choosing, or flowers will be sent.
- b. Expresses guild's sympathy via card in the event of a death in an active member's immediate family.
- c. Distributes a gift card to members as appropriate, in lieu of flowers, in the event of a member's hospitalization, surgery or birth of a baby.

## 15. MERCHANDISE:

- a. Coordinates the ordering of Guild merchandise.
- b. Arranges for payment and sale of Guild merchandise.
- c. Forwards proceeds to treasury.

## 16. BINGO: In the year of the BINGO (traditionally opposite quilt show, fall of odd years)

- a. Assumes overall responsibility for the BINGO event.
- b. Settles income and expenses within a 3 month period after the event.
- c. Prepares an after-action report to guide future BINGO committees.
- d. Coordinates all subcommittees.

## 18. WEBKEEPER:

- a. Maintains website; updates monthly.
- b. Website is for the purpose of distributing guild information and events.
- c. Website will not be used for any form of advertising.

## ARTICLE 9 MEETINGS

9.1. General meetings will be held on the third Monday of each month. Members will give prior notice to the President of announcements to be made at the general meeting.

9.2. Business meetings will take place monthly at the discretion of the President, open to all members. General guild business and voting (as needed) will take place at this meeting. Members shall submit agenda topics to the President prior to the business meeting.

9.3. To expedite business meeting discussions, all chairpersons will submit a monthly written report to the President-elect, no later than the Wednesday before each business meeting. President-elect will prepare a written report, to be handed out at each business meeting.

9.4. Special meetings of the membership may be called by the President or by the Executive Committee.

9.5. In case of inclement weather the guild will not hold evening meetings if Harford County public schools are closed or dismissed early. Workshops will be handled on a case by case basis.

9.6. Meeting place(s) will be selected by the Executive Committee. If it is necessary to find a new meeting place, the President may appoint a committee to research available places and make recommendations to the Executive Committee.

9.7. For voting purposes, a quorum of the Board of Directors is **nine seven members *including three officers.***

#### ARTICLE 10 FINANCES

10.1. In order for reimbursement of a Guild expense a receipt ***and reimbursement request form*** must be presented to the Treasurer ***within 60 days of incurring the expense.*** **Exceptions will be handled on a case-by-case basis.**

10.2. Items purchased with guild funds are the property of the guild. A guild inventory sheet will be completed by the "custodian" (current keeper of the items) and submitted to the Secretary. Items purchased for a specific committee will be transferred to the succeeding committee chairperson. The new "custodian" of the item will notify the Secretary, who will maintain an updated inventory sheet and include an annual report.

10.3. Committee expenses out of the ordinary and expected must be brought to a business meeting and approved by the Executive Committee, prior to any purchases being made.

10.4. Guild funds for day-to-day operations will be maintained in a checking account. Checks may be signed by the Treasurer or President. Reserve funds will be maintained in an interest-bearing account until needed. Two signatures of designated officers will be required to withdraw funds from the reserve/interest-bearing account(s).

10.5. The fiscal year will run from July 1 through June 30. All remaining committee funds revert to the general fund July 1.

10.6. All guild financial records will be reviewed ***annually*** and audited ***biennially*** by a professional accountant.

***10.7 The Finance Committee shall consist of the president, president-elect, treasurer, and two members appointed by the president. The Finance Committee shall prepared a proposed annual budget and present It to the Board of Directors at the May business meeting.***

#### ARTICLE 11 FUND-RAISING

11.1. Fund-raising activities may be undertaken with the approval of the Executive Committee. An ad hoc committee chairperson will be appointed by the President for each such activity.

- 11.2. Advertising will be allowed in the FGQG newsletter.
- a. We reserve the right to refuse any advertising we deem to be unacceptable.
  - b. Advertising rates will be set by the Board of Directors.
  - c. Members shall receive a 20% discount on rates.
  - d. One- time, non-commercial announcements such as sewing room sales, etc. shall continue to be provided free to members in newsletter.

#### ARTICLE 12 COMMERCIAL SOLICITATIONS & USE OF GUILD MEMBERSHIP LIST

To maintain the Guild's focus on quilting and quilting-related matters, and to protect the privacy of our members:

- 12.1. The Guild will not allow non-quilting-related commercial/business solicitations at our general monthly meetings.
- 12.2. The Guild membership list is provided for the members' personal use only.
- 12.3. The Guild Membership Handbook will include professional titles and job descriptions for reference.

#### ARTICLE 13 DISPOSITION OF PROPERTY

- 13.1. Upon dissolution of the Guild by vote of the membership, the Executive Committee will pay or make provision for payments of all liabilities of THE FLYING GEESE QUILT GUILD.
- 13.2. In the event of dissolution, the Executive Committee, if possible, will dispose of all assets of the Guild exclusively for the purposes of charitable, educational, religious or scientific organizations provided they qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1976.

#### ARTICLE 14 PUBLICATION OF AND AMENDMENTS TO BY-LAWS

- 14.1. Every officer and committee chairperson will be provided a copy of the by-laws. A copy of the by-laws will be included in the Membership Handbook.
- 14.2. These by-laws will be reviewed every two years by a committee. The By-laws committee will present the revisions at a the May business meeting, before being presented to the general membership in the newsletter and at the JULY June general meeting. After open discussion at the general meeting, a vote will be called for, and must be approved by a 2/3 vote of the general membership in attendance.
- 14.3. These by-laws may be amended by a 2/3 vote of the members present and voting at any general meeting of the Guild, provided that the members are given advance notice of the proposed amendment. When an amendment is approved, it will be published in the guild newsletter so that members may annotate their copies.

#### ARTICLE 15 PARLIAMENTARY AUTHORITIES

The rules contained in The New Robert's Rules of Order will govern the meetings of this guild.

Submitted by 2010By-Laws Revision Committee: Carolyn Chanoski, Christine Salemi, and Bobbie Whitlock.      Approved by the Board of Directors 4/26/2010.