

# **Common Threads By-Laws**

## **Article I - Name**

The name of this guild shall be COMMON THREADS QUILT GUILD, a not-for-profit organization, to be referred to in this document as the Guild.

## **Article II - Purpose**

The purposes of this Guild are:

1. To join hands in friendship
2. To encourage high standards of design, technique and creativity in quilting
3. To promote the appreciation and preservation of quilts
4. To preserve the art of quilt making
5. To further the art of quilting through education and communication

## **Article III - Membership**

### **Section A**

Membership in the Guild is open to anyone who is interested in the purposes of the organization, completes the membership form and pays dues which are established by the Executive Board. A member 75 years and older has free membership! A member under 18 years of age must be accompanied by an adult

Membership in the Guild is required to participate in the annual Guild Bus Trip and Guild Retreats. Emergency information documents are required to be completed and signed by each participant for these events and any other overnight and /or travel type events.

If yearly membership dues are paid by the February meeting, the member's information will be included in the guild roster.

### **Section B**

Visitors are welcome to attend two meetings in a calendar year. They must pay dues to join on their third visit.

If a member brings a visitor under the age of 18 on a bus trip or to a workshop, they will be required to sign a "Document of Responsibility" form as they assume full responsibility of this minor.

### **Section C**

When the President Elect schedules the programs for the following year, she will indicate on the typed program schedule which speaker(s) (if any) will require visitors to pay a fee to attend the presentation.

Such fees will be established by the Executive Board.

## Article IV - Officers

### Section A

The officers of the Guild shall be President, President Elect (which is a 2 year commitment), Secretary/Historian, and Treasurer and shall be elected by the membership of the Guild at the October meeting.

Persons holding office must be 18 years and over and be a member in good standing for at least one year.

### Section B

Newly elected officers shall assume their duties at the beginning of the January meeting and shall remain in office for one year or until their successors have been installed.

### Section C

Vacancies in un-expired terms of office shall be filled by appointment of willing individuals. Such appointment shall be made by the Executive Board.

## Article V - Duties of Officers

### Section A

The **President** shall be a member of the Executive Board. She will be responsible for conducting regular monthly meetings, chairing the Executive Board, attending other committee meetings as needed and performing other duties as required. She shall attend Board meetings during the year following her Presidency as Past President.

### Section B

The **President Elect** shall be a member of the Executive Board. She shall be responsible for scheduling meeting programs for the following year during her President Elect year and follow through with each speaker during her Presidential year. She shall assist the President as necessary. The President Elect presides over general meetings in the President's absence. The President Elect automatically serves as President the following year, she does not have to be elected for that position.

She is also responsible for establishing new committees when needed; asking for volunteers to chair the committee and then following up to insure that expectations are met.

### Section C

The **Secretary/Historian** shall be a member of the Executive Board. She will keep notes of all motions and important votes made at the meetings and minutes of the Board meetings. She will maintain these records.

She is also responsible for publishing the monthly newsletter for all guild members and making it available to the membership.

## Section D

The **Treasurer** shall be a member of the Executive Board. She receives and banks all Guild monies, disburses funds as authorized by the Executive Board and maintains records of all funds. An oral financial report shall be made at each meeting and a complete and reviewed report shall be made in writing at the meeting in January.

The **new** Treasurer shall prepare the proposed budget for the upcoming fiscal year and shall present it at the January meeting. She shall present the books for review. She works with appointed chairs for special events. She shall file appropriate tax forms for the Guild.

One other Executive Board member shall be signatory on checking accounts along with the Treasurer. This must be set up with the bank within one month of Officer Installation at the January meeting.

## **Article VI - Executive Board**

There shall be an Executive Board comprised of the elected officers; President, President Elect, Secretary/Historian and Treasurer, and committee chairpersons for Service, Ways & Means, and Welcoming/Membership. This will allow for six voting members with the President as a tie breaker. The Past President shall attend the meetings but will not have voting rights.

A quorum of the Executive Board shall be 60%.

The Executive Board shall have general supervision of the affairs of the Guild and it shall be responsible to insure that a balanced budget is presented to the Guild by the Treasurer for approval at the beginning of each year.

The meetings of the Executive Board shall be held on an as needed basis determined and scheduled by the President.

A joint Executive Board meeting shall be scheduled by the out-going President in either December or January prior to the monthly meeting, and shall include both outgoing and incoming Board members and all Committee chairs. The intent of this meeting is to insure a smooth transition.

## **Article VII - Nomination and Election**

### Section A.

A slate of officers and Committee Chairs shall be presented at the September Meeting by the President Elect. Nominations may be made from the floor in September and October for the Board positions. Elections by ballot shall be held in October. Roberts Rules of order will be followed for this process. A positive vote by a majority of members present at the October meeting will confirm the slate.

## **Article VIII - Meetings**

### Section A

Meetings shall be held monthly at a time and place determined by the Executive Board.

## Section B

At the January meeting, the past Treasurer will give a financial summary of the preceding year. The new Treasurer will propose the budget for the new year. The attending members will vote to approve the new budget; a positive vote from a majority of attending members is necessary for approval.

## Section C

Special Meetings of the Executive Board may be called when deemed necessary by the President.

## Section D

Any time a vote is required, a positive vote from a majority of attending members is necessary for approval. There shall be no proxy voting.

## Section E

There shall be no fund raising at the meetings for activities outside Guild projects.

## Article IX - Committees

### Section A

The Committees of Common Threads Quilt Guild shall be: 1) Service; 2) Ways and Means; 3) Welcoming/Membership; 4) various activity committees as needed. All Chairs shall maintain notebooks which contain their job description, committee budget, and these shall be updated as needed. Members holding the chair of a committee must be over the age of 18 and be a member in good standing for at least one year.

The **Service Committee** shall organize and carry out any service or charitable project chosen by the Guild.

The **Ways and Means Committee** shall organize and carry out fund raising activities as defined by the Executive Board. Such activities may be limited to the membership only, or may reach out to include the wider quilting community.

The **Welcoming/Membership Committee** shall greet members entering meetings and be available to guide new members and answer questions about the guild.

They shall maintain attendance records.

They are responsible for the membership drive, preparing and collecting membership forms, updating the membership roster and depositing dues with the Treasurer.

They are also responsible for producing and distributing a roster, making it available to members only. They shall also prepare and distribute membership cards.

**Other committees** shall be established on an as needed basis by the Executive Board and are under the oversight of the President Elect.

### **Article X - Amendment**

These by-laws can be amended or repealed by an affirmative majority vote of the members present at the meeting, provided that such proposed amendments have been published twice before the vote occurs. Once approved, a notification will appear in the next newsletter and the by-laws will be updated.

### **Article XI - Parliamentary Rules**

The parliamentary authority in all matters not covered by these By-Laws shall be the Robert's Rules of Order, Newly Revised.

### **Article XII – Indemnity of Officers**

To the extent permitted by law, every person who is or was a Board member, 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 XIII - Dissolution**

In the event of a decision to dissolve the Common Threads Quilt Guild, the net assets of the organization shall be distributed to a 501(c)(3) organization determined by the Board whose purposes are similar to this Guild. No funds shall revert to the benefit of any individual member.

**By Law Acceptance: By-Laws should be reviewed by-annually by a designated committee. If changes are made, it must be noted below.**

These By-Laws were formally accepted at the January 2001 meeting.

Revised and formally accepted on October 23, 2003.

Revised and formally accepted on November 27, 2012

Revised and formally accepted on October 27, 2015