

**BYLAWS OF
LONGMONT QUILT GUILD
ADOPTED JANUARY 9, 2007
November 2010**

Article I. Name

Section 01. The name of this organization shall be the *Longmont Quilt Guild*.

Section 02. The location of the principal offices of the Guild may be established or changed by the Board of Directors.

Section 03. The Guild is a 501 (c) 3 not-for-profit organization.

Article II. Purpose

The purpose of this organization shall be:

- 1) To preserve and continue the traditions and history of the art of quilting, quilt making and related hand arts.
- 2) To develop and contribute to new approaches to quilting.
- 3) To expand the knowledge of quilting and educate those interested in the background and skills of quilting.
- 4) To contribute to community education and appreciation of the art of quilting.
- 5) To provide community outreach projects available for member participation.

Article III. Membership

Section 01. Members

A member of the Longmont Quilt Guild is a person whose dues are currently paid. Members are encouraged to take an active part in the Guild functions. Current members may vote, hold office, attend Guild functions, receive roster, and have library privileges.

Section 02. Dues

- A. The Board will determine the annual dues.
- B. The fiscal year is January 1 to December 31. Dues are payable by January 1 and are delinquent January 31. Once dues are delinquent, that person loses all membership privileges until their dues are paid.
- C. Annual dues will be discounted for new members joining after July 1; the reduced amount will be determined by the Board.
- D. The Board may waive payment of dues or institute a sliding scale in case of financial hardship.
- E. No member shall be able to have dues waived in exchange for services or purchases made in kind for the Guild. These services or purchases must be made as a separate transaction from payment of dues.

Section 03. Scholarships

The Executive Committee may grant scholarships to events (e.g., classes, retreats, etc.) sponsored by the Guild, or institute a sliding scale of payment in case of financial hardship. (Adopted July 10, 2007)

Article IV. Officers and Elections

Section 01. Elected Officers

The elected officers shall be: President, Vice President, Treasurer, and Recording Secretary.

Section 02. Appointed Officers

The appointed officers shall be: Corresponding Secretary and any other officers the Board of Directors shall deem necessary. The Board shall be solely responsible for these appointments.

Section 03. Term of Office

Officers shall serve a term of one (1) fiscal year. There shall be a two (2) consecutive year term limit for elected officers. The term shall begin on the first day of January in the following year in which they are elected. No member shall hold more than one elected office at a time. Each officer must agree to attend at least fifty percent (50%) of the Guild meetings and Board meetings during the term of office.

Section 04. Duties of Officers

A. The **President** shall preside at all Board and Membership meetings; shall be an ex-officio member of all committees; shall sign any contracts and financial papers; may sign checks; shall make appointments and establish committees, subject to approval of the Board; and shall oversee all activities of the Guild.

B. The **Vice President** shall assume the duties of the President in her/his absence; shall assume the office of President in case of a vacancy in the office; may sign checks and shall perform other duties as requested by the Board.

C. The **Recording Secretary** shall keep minutes of the Board and Guild meetings; shall provide minutes to the Board members and the Webmaster each month; may sign checks; shall maintain the written records for the Guild; shall maintain the bylaws; and shall publish a written annual report to Board members. The annual report will be made available to Guild members upon request.

D. The **Treasurer** shall receive all monies of the organization and deposit these monies promptly in the bank selected by the Board; shall maintain the financial records for the Guild; shall make regular reports to the Board; shall make disbursements as directed by the Board; shall prepare and submit a yearly budget; shall prepare and submit any tax forms required of the organization; shall issue upon request a receipt for money accepted ; shall validate receipt for all disbursements; and may sign checks.

Section 05. Elections of Officers

- A. By the end of July, one person shall be named as election chairman by the Board to oversee the annual election. The chairman and members of the election committee shall not be current members of the Board.
- B. A slate of candidates will be presented by the election committee at the September meeting. The Guild membership shall be asked for volunteers or nominations for officer candidates at the September and October meetings.
- C. Nominees for the position of President must have served at least one year on the Board of Directors.
- D. Ballots will be passed out and voting will occur as the first order of business at the November meeting. Members not able to attend the November meeting may designate a proxy. Results will be tabulated by the election committee and announced at the conclusion of the November meeting.

Section 06. Vacancies in Officer Positions

- A. A vacancy in the office of President shall be filled by the Vice President for the remainder of the term.
- B. A vacancy in any other office or in any committee chairmanship shall be filled by presidential appointment, subject to the approval of the Board.
- C. The Board, by majority vote, reserves the right to remove any officer or chair who does not perform the assigned duties in a proper or satisfactory manner, providing that fifteen (15) days notice in writing has been given to the incumbent.

Section 07. Indemnity of Officers

Each officer or chair, whether or not then in office, shall be indemnified by the Guild against all costs and expenses, including reasonable attorney fees, reasonably incurred by, or imposed by or imposed upon, her/him in connection with, or arising out of, any action or proceeding in which she/he may be involved by reason of her/his being or having been an officer or chairperson of the Guild. An exception is made in relation to matters in which such officer or chair has been adjudged liable to the Guild for negligence or misconduct in the performance of her/his duties.

Article V. Meetings

- A. The Guild shall meet on the 2nd Tuesday of each month. Meeting dates may be changed for special circumstances.
- B. Any business decisions presented to the Guild at a meeting shall require a quorum of members to be present for a vote. This quorum is set at twenty-five percent (25%) of the current membership. A majority vote is required for approval.
- C. The newly elected President shall determine the monthly Board Meeting date. A quorum of the Board shall be two thirds (2/3) of current Board Members. Meeting dates shall be announced to the Guild and are open to all Guild members.
- D. The annual business meeting of the Guild shall be held in conjunction with the regularly scheduled Guild meeting in November. At this time, new officers shall be elected. The new officers shall assume their offices beginning with the January Board meeting.

Article VI. Board of Directors

The Board shall comprise the elected and appointed officers and the Standing Committee chairs. All members of the Board are eligible to vote on issues before the Board. Each member of the Board has one vote, even if the member holds more than one position on the Board. The Board is authorized to take action in situations when activities and/or behaviors threaten to disrupt Guild operations.

Article VII. Standing Committees

Section 01. Program

The Program Committee shall, contract with speakers and organize and implement programs, special events and workshops.

Section 02. Membership

The Membership Committee shall maintain the membership list and all contact information on current members. The Membership Chair will provide updated membership information to the Webmaster monthly, and will provide an annual membership list with updates to all members. The Membership Committee shall welcome and register members at each monthly meeting.

Section 03. Hospitality

The Hospitality Committee shall organize and provide refreshments for monthly meetings and special events as requested by the Board.

Section 04. Newsletter

The Newsletter Committee shall be responsible for the newsletter. The Guild newsletter shall be available to Guild members at meetings and/or on the website.

Section 05. Outreach

The Outreach Committee shall coordinate any community projects. The Outreach Chair shall organize the sew days and materials, select projects and deliver finished products.

Section 06. Ways and Means

The Ways and Means Committee shall explore possible fundraising activities for the Guild, such as raffle quilts, booth sales, or other projects. The Ways and Means Chair shall organize and manage fundraising projects as determined by the Board.

Section 07. Website

The Website Committee shall manage the Guild's website and provide current links to other quilting related and advertisers' websites and provide updated meeting and activities information for all members and for others interested in the Guild and in quilting in the Longmont area. The Website Chair shall post a current copy of the newsletter and Board Meeting Minutes.

Section 08. Publicity

The Publicity Committee shall be responsible for providing information about the Guild and its activities to the community.

Section 09. Special Events

The Special Events Committee is formed as needed to organize and implement special events.

Section 10. Executive Committee – President, Vice President, Treasurer, Recording Secretary

When critical decisions need to be made between regularly scheduled Board meetings, the Executive Committee has the authority to make those decisions. (Adopted May 8, 2007)

Article VIII. Finance

Section 01. Budget

The Treasurer, in cooperation with the Board, shall formulate a budget for the upcoming fiscal year. The budget shall be approved by the Board no later than the November Board meeting. The proposed budget shall be presented to the membership for approval at the Guilds' annual business meeting in November.

Section 02. Financial Review

A financial review of the Guild finances shall be conducted annually shortly after the end of the fiscal year, but no later than March 31 following the fiscal year end. A financial review shall also be conducted upon a change of Treasurer and at the discretion of the Board. The financial review shall be performed by a committee of at least two (2) and not more than three (3) Guild (non-Board) members appointed by the Board.

Article IX. Amendments to Bylaws

The membership shall be notified of the proposed amendment(s) at the meeting immediately preceding a bylaw amendment vote and by email. The bylaws may be amended at any Guild meeting at which a quorum (25%) of the membership is present. Any amendments must be approved by two-thirds (2/3) vote of the members present.

Article X. Disposition of Property

Section 01.

The Board of Directors, upon dissolution of the Guild, shall pay or make provision for paying all liabilities of the Longmont Quilt Guild.

Section 02.

Any such assets remaining after disposition of liabilities shall be donated to a charitable quilt organization determined by the Board.

Longmont Quilt Guild Standing Rules

- 1) These Standing Rules may be amended by a two-thirds (2/3) vote of the Board of Directors present at a Board meeting without previous notice. The membership will be notified of changes to the Standing Rules.
- 2) Non-members will be charged a fee for Guild meetings and other events at the discretion of the board. . The fee amount will be determined by the Board.
- 3) The Block of the Month Coordinator, Minigroup Coordinator, Door Prize Coordinator, Sew and Tell Coordinator and other coordinators, as needed, may be appointed by the President and will serve one year, or until a successor is appointed
- 4) The Guild will have a Sew and Tell at most meetings. A signup list for Sew and Tell will be provided at the Sew and Tell table.
- 5) The Guild will present a Block of the Month project at every meeting. The Block of the Month Coordinator will provide to members the instructions for the block to be completed and returned to the next meeting.
- 6) The Library Coordinator shall maintain a library of quilting books, magazines, and materials that are available to all members for checkout. The Library Coordinator shall keep track of materials checked out to members and monitor returns.
- 7) All coordinators are encouraged to attend Board meetings, but are not eligible to vote on Board decisions.
- 8) Guest speakers and the Guild are allowed to sell items at Guild meetings. No other selling or soliciting of goods and services are allowed.
- 9) The use of email or mailing addresses of Guild members for selling or solicitation of goods or services is prohibited. The list is for internal use by Guild members only.
- 10) All members of the Longmont Quilt Guild have the right to vote in all elections. If a member requires a proxy, they need to provide a written request to the election committee no later than the Board meeting prior to the election. This written statement must name the Guild member that will be the proxy.
- 11) Brief announcements may be made by Guild members on topics and events regarding quilting and sewing at the monthly Guild meeting. Informational material (class lists, flyers, price lists, etc.) may be made available and informal arrangements between individuals may be made before and after the meeting. (Adopted May 8, 2007)
- 12) If an officer of the Guild conducts a quilting class or seminar, she/he would be compensated at the rate currently charged for a similar class at a local quilting shop or another local quilting Guild. Some classes may require that members purchase a kit or supplies from the instructor (an officer of the Guild). (Adopted July 10, 2007)
- 13) Workshops will be opened to non-members, for an additional charge, the day following the guild meeting that precedes the workshop date by one month. (Adopted January 30, 2011)