

GRANBURY QUILTERS' GUILD BY-LAWS

Article I NAME

The name of this organization shall be the Granbury Quilters' Guild, hereafter referred to in this document as The Guild.

Article II PURPOSE

- Section 1: The purpose of The Guild is to assist quilters in the pursuit and development of their craft, and to enhance their knowledge and enjoyment of quilting through the sharing of resources in an encouraging and supportive environment.
- Section 2: To participate in charitable projects through quilt making and/or other crafts, and to further any other aims and purposes approved by the majority of the membership.
- Section 3: The Guild is a 501(c)3 non-profit organization.

Article III MEMBERSHIPS

- Section 1: Membership is open to any person who is interested in quilts or quilting.
- Section 2: Any individual may become a member of The Guild by payment of annual dues.
- Section 3: Levels of membership are as follows:
- a. Regular Member: Any individual who pays 100% of the annual dues.
 - b. Senior Member: Any individual over 80 years of age, is not required to pay annual dues.
 - c. Junior Member: Any individual 12-17 years of age, pays 50% of the annual dues.
 1. Must be sponsored by a guild member who is in good standing.
 2. May neither vote nor hold any elected office or committee chair.
 3. Must have a signed disclaimer from parent or Guardian and must be accompanied by their sponsor in order to attend any workshop.
- Section 4: The Guild's membership roster may neither be lent nor used by any other organization.
- Section 5: A Guild member may not solicit donations in the name of The Guild without prior approval of the Board.

Article IV DUES STRUCTURE

- Section 1: The amount of annual dues shall be determined by the Executive Board, (hereafter referred to as the Board), and any changes shall be approved by the membership at the December meeting, prior to the beginning of each fiscal year, January 1 through December 31.
- Section 2: Dues are payable to The Guild's Treasurer. (See The Guild's Standing Rules for the amount of current dues.)

- Section 3: Payment of yearly membership dues for all renewing members shall be required no later than the February meeting of each year in order for members to be included in the membership directory.
- Section 4: Dues for new members must be paid in full no later than their third visit to a regular meeting. See Standing Rules for the amount due.

Article V EXECUTIVE COMMITTEE

- Section 1: Shall consist of the elected officers (President, Vice-President, Secretary, and Treasurer) and the non-voting Parliamentarian.
- Section 2: Shall meet at the request of the President.
- Section 3: Shall perform the duties prescribed by the By-Laws and the parliamentary authority adopted by the organization.
- Section 4: Shall approve:
- all use of the non-profit tax ID number and
 - the solicitation of vendors.
- Section 5: A vacancy occurring in any office shall be filled for the unexpired term by a person elected by a majority vote of the Executive Committee.
- Section 6: Elected officers shall serve no more than two consecutive years in the same office.
- Section 7: The duties of any office unfilled at the time of the election may be fulfilled by a committee or distributed among other offices as appointed by the President.

Article VI THE BOARD

- Section 1: Shall consist of the elected officers, and the following committee chairperson (s) Membership, Community Service, Quilt Show/Sale Chair/Co-Chairs and Webmaster.
- Section 2: Shall manage the affairs of the Guild as defined elsewhere in this document.
- Section 3: Shall be limited to members of the Guild.
- Section 4: May accept on behalf of the Guild any contribution, gift or bequest.
- Section 5: Decisions made at a meeting of the Board shall be made by a majority vote, a quorum of at least 50% being present.
- Section 6: No voting member may vote more than once, even if holding multiple offices.

Article VII DUTIES OF ELECTED OFFICERS

- Section 1: President
- a. Shall have been a member of the Guild for at least one year.
 - b. Shall preside at all meetings of the Executive Committee, the Board, and the Guild.

- c. Shall have signature authority on the Guild checking account to sign checks in the absence of the Treasurer and must co-sign checks in the amount of \$500.00 or more.
- d. Shall preside over elections; shall accept nominations from the floor with the nominee's consent.
- e. The newly elected President, following installation in December, shall appoint the audit committee as outlined in Standing Rules.
- f. Shall appoint all committee chairpersons.
- g. Shall notify Board members of any special Board meetings.

Section 2: The Vice President

- a. Shall preside in the absence of the President.
- b. Shall chair a programs committee
- c. Shall chair the Nominating Committee

Section 3: Secretary

- a. Shall be responsible for recording and presenting the minutes of the Executive Committee and Board meetings, monthly Guild meetings, and any special called meetings.
- b. Shall be responsible for giving a copy of the Guild meeting minutes to the Newsletter Editor for publication in the newsletter.
- c. Shall handle correspondence as directed by the President and the Board.
- d. Shall maintain an accurate account of Standing Rules and bylaws.

Section 4: The Treasurer

- a. Shall receive and disperse all monies for The Guild.
- b. Shall keep and maintain a record of all receipts and expenditures, and balance the checkbook on a monthly basis.
- c. Shall have the current year's books ready for the semi-annual and annual audits at the appointed times. (See Standing Rules)
- d. Shall present an annual projected budget incorporating committee recommendations for review by The Board in January.
- e. Shall ensure that the appropriate non-profit 501(c) 3 tax forms are filed with the appropriate authorities.
- f. Shall forward any changes to Bylaws and Standing Rules to the State Comptroller according to 501(c) 3 status.

- g. Must co-sign checks with the President in the amount of \$500.00 or more.
- h. Shall report the status of expenditures year to date vs. budget at each Board meeting.
- i. Shall submit current status of finances to the Newsletter editor for publication in the Newsletter.

ARTICLE VIII

Meetings

Section 1: Parliamentary Authority

- a. Shall be Roberts Rules of Order, current edition.
- b. The Parliamentarian will be appointed by the President as a non-voting member of the Board.

Section 2: Regular Meetings

- a. Shall be the 3rd Monday evening of each month at a time and place determined by the Board, unless otherwise agreed by a vote of the membership.
- b. Shall consist of a business portion, a program or event, and/or Show and Tell.
- c. A quorum shall constitute 40 percent of the membership for any regular or special meeting of the Guild.
- d. Motions made at any business meeting must be passed by a simple majority of the members present. Each member has one vote and must be present to cast a vote. (See Standing Rules)

Section 3: Special meetings of the Guild or the Board must be called with a minimum of three days notice.

Section 4: Election of officers shall be held at the November meeting, and the newly elected Officers will be installed at the December meeting.

Article IX STANDING COMMITTEES

Section 1: Shall be Block of the Month, Community Service, Door Prize, Fund Raising, Programs, Hospitality, Membership, Newsletter, Publicity, Quilt Show, Retreat, Show and Tell, Sunshine and Shadow, and Webmaster.

- a. Chair persons shall serve no more than two consecutive years in the same position with the exception of Webmaster, Newsletter, and other chairs critical to the Guild.
- b. May consist of more than one person, but only one Chair is authorized to vote.
- c. Chair persons shall maintain a detailed record of procedures to give to incoming Chair persons.
- d. Each committee shall be given a budget at the January Board meeting for consideration in the annual budget.
- e. Each committee shall be responsible for monies received and/or disbursed. The disbursement of funds shall be within the confines of the dollar amount budgeted for their committee. They shall maintain accurate records of

- monetary transactions and submit requests for reimbursement with a receipt for their purchases. Monies collected and records thereof shall be submitted to the Treasurer. Any unbudgeted items above \$100 must be approved by the Board in advance of the expenditure.
- f. Chair persons of each committee shall present to the Board a quarterly report of expenditures and current balances.
- Section 2: Block of the Month Committee
- a. Shall be responsible for choosing the Block of the Month
- b. Shall be responsible for purchasing the material and assembling the kits if required.
- c. Shall handle any related drawings at the Guild meeting.
- Section 3: Community Service Committee
- a. Shall present to the Board for approval any new projects.
- b. Shall coordinate with the Vice-President any workshops involving charitable projects.
- Section 4: Door Prize Committee
- a. Shall be responsible for purchasing the monthly door prize(s).
- b. Shall offer tickets on such door prize(s) at the meeting.
- c. Shall conduct the drawing at the meeting.
- d. Shall be responsible for all monies received and disbursed.
- e. See Standing Rules for the limit to be spent and the price of tickets.
- Section 5: Fund Raising Committee
- a. Shall be responsible for the planning of any designated fund raising activities other than the Quilt Show as approved by the Board.
- b. Shall maintain accurate records for the Treasurer necessary for payment of any state sales tax and inquire of Treasurer as to the availability of tax free days, if any.
- c. Shall follow the directions listed in Article XIV, Non Profit Status 501(c) 3 and applicable Standing Rules for Guild fundraising.
- Section 6: Programs Committee
- a. Shall be responsible for organizing and making arrangements for the monthly programs and workshops from March of the elected year through February of the following year.
- b. Workshops will be primarily for members. Any profits will be placed into the Program/Workshop budget for that fiscal year. (See Standing Rules.)

- c. Shall submit to the board any requests for programs or workshops that extend beyond February of the following year.
- d. Shall submit program and workshop information to the Newsletter and Publicity chair each month.
- e. Shall submit the new year's programs and workshops to the membership chair for publication in the membership book.

Section 7: Hospitality

- a. Shall be responsible for coordinating refreshments provided by members to be served at the Guild meetings.
- b. Shall purchase and maintain all paper products.
- c. Shall coordinate potluck dinners. (See Standing Rules)

Section 8: Membership Committee

- a. Shall maintain an up-to-date Membership Roster and provide any updates to the Secretary, President and the Newsletter Editor.
- b. Shall assist new members with registration and inform them of the Guild functions and activities.
- c. Shall distribute membership cards, keep name tag supplies, new member information packets, and any other pertinent materials.
- d. Shall compile the Membership Directory and distribute it the general membership no later than March of each year.
- e. Shall provide sign-in sheets for members and guests at each meeting.
- f. Shall conduct name tag drawing as stated in the Standing Rules.
- g. Shall report on attendance of members and guests at each meeting.

Section 9: Newsletter Editor

- a. Shall be responsible for publishing and distributing the Guild's monthly newsletter at least one week prior to the Guild meeting. (See Standing Rules)
- b. Shall have the discretion to edit any submission, other than Minutes or Treasurer's report, and to determine whether it is appropriate for publication.
- c. Shall advise the Board and the membership of the deadline for acceptance of submissions and reports for the current newsletter

Section 10: Publicity

- a. Shall be responsible for all publicity promoting the activities of the Guild.

- b. Shall be responsible for all publicity for the Quilt Show.
- Section 11: Quilt Show and/or Exhibition
- a. Should a judged Quilt show be determined to be planned and approved by the members, two co-chair persons shall serve from the time appointed through the month following the Quilt Show (will likely exceed a fiscal year).
 - b. Should a non-judged Quilt Exhibition be determined to be planned and approved by the members, two co-chairpersons shall serve from the time appointed through the month following the Quilt Exhibition (generally within the year).
 - c. The Committee shall be responsible for planning fund raising activities including solicitation for donation quilts.
 - d. The Committee shall be responsible for design, coordination, display, and sale of donation quilt tickets.
 - e. The Committee shall be responsible for and not limited to securing options for location, dates recommendations, vendor participation, cost for business and/or individual admissions, membership participation, cost of goods for sale, set-up and take-down, et cetera.

Section 12: Retreat

- a. Shall coordinate the Guild Retreat according to the Standing Rules.
- b.

Section 13: Show and Tell

- a. Shall be responsible for sign-up sheet for persons and items.
- b. Shall designate a person to take pictures if possible.
- c. Shall submit names, items and pictures to Newsletter Chair each month.

Section 14: Sunshine and Shadow

- a. Shall send card and/or a certificate for one of the local fabric stores to members. (See Standing Rules)

Section 15: Webmaster

- a. Shall be in charge of the website.

ARTICLE X Non-Voting Special Committees – Shall report to the Board as needed.

Section 1: Nominating Committee

- a. Shall be chaired by the Vice President and formed at the regular meeting in September.
- b. Shall consist of the Vice President, last year's President, and one non Board member.

- c. Shall nominate one candidate for each office.

ARTICLE XI Non-Voting Liaison Committees, as needed

Section 1: TAQG Representative (Texas Association of Quilters Guild: A non-governing resource community.)

- a. Shall be appointed by the President as a non-voting member of the Board.
- b. Shall attend the TAQG scheduled meetings and serve as a liaison between the Guild and TAQG bringing information, i.e. updates, area quilt shows, helpful resources, back to the Guild.
- c. Shall serve as Guild Coordinator for TAQG Rally Day activities.
- d. Shall be reimbursed for travel expenses for scheduled TAQG meetings. (See Standing Rules.)

Section 2: Bee Keeper

- a. Shall be appointed by the President as a non-voting member of the Board.
- b. Shall be responsible to know and record all bees in the Guild that choose to be recorded, their contact and alternate contact persons, current meeting days, locations, and whether they are open to new members.
- c. Shall be responsible keeping guild members informed of bee activities through the monthly Newsletter.
- d. Membership in the Guild is not required to be a member of a bee.

Article XII Finances

Section 1: The fiscal year of the Guild shall run from January 1 to December 31 of each year.

Section 2: The Guild shall be funded by annual dues of the individual members and fund raising activities as approved by the members.

Section 3: The budget for the current fiscal year for revenue and expenses as prepared by the Treasurer shall be distributed to the Board no later than the January Board meeting for recommendation to the membership for approval at the January Guild meeting.

Section 4: The budget shall not be acted upon until approved by the Guild.

Section 5: Expenses for the Guild-approved activities shall be reimbursed upon presentation of bona fide receipts to the Treasurer.

Article XIII Limitations of Powers

- Section 1: Following Board approval, any request for funds in excess of \$300.00 must be presented to the general membership for approval by a simple majority vote.
- Section 2: Any recommendation that affects the membership as a whole must be presented to the general membership for approval by a simple majority vote.
- Section 3: None of these bylaws shall stand if found to be in conflict with existing Texas or Federal laws.

Article XIV Non-Profit Status 501(c)3

- Section 1: Notwithstanding any provision of these articles the Guild is organized exclusively for one or more purposes as specified in the Section 501(c)3 of the Internal Revenue Code, and shall not carry on any activities not permitted to be carried on by a 501(c)3 organization.
- Section 2: No part of the net earnings of the Guild shall inure to the benefit of any member, trustee, director, officer, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Guild), and no member, trustee or officer of the Guild or any private individual shall be entitled to share in the distribution of any of the assets on the dissolution of the Guild.
- Section 3: No substantial part of the activities of the Guild shall be to carry on propaganda, or otherwise attempt to influence legislation (except as otherwise provided by the Internal Revenue Code Section 501(h), and does not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.
- Section 4: In the event of dissolution, all the remaining assets and property of the Guild shall, after necessary expenses thereof, be distributed to another organization exempt under 501(c)3, or corresponding provisions of any subsequent Federal tax laws, or the Federal Government or state or local government for a public purpose subject to the approval of a Justice of the Supreme Court of the State of Texas.

Article XV Amendments

- Section 1: These by-laws may be amended at any regular meeting of the Guild by at least two-thirds majority of those at the meeting, with a quorum present, provided that the amendment(s) has been communicated to all members of the Guild at least 30 days prior to voting either in the monthly newsletter, a special mailing, or hand delivered.

Section 2: Any member may submit to the Board a written proposal to amend these bylaws.

Section 3: A committee to study and propose changes to bylaws may be formed at the direction of either the Board or an approved motion by the members of the Guild.

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**Standing Rules: A Standing Rule can be adopted by a majority vote at any monthly Guild meeting without previous notice.**

1. Guests may attend two monthly meetings at no charge prior to joining the Guild at which time the full amount of dues must be paid at the rate of \$25.00 *for* months of January- September but the final 3 months NO dues for new members.
2. Membership dues for the fiscal year shall be \$25.00 for renewing and new members, \$12.50 for junior members and no charge for senior members.
3. The Sunshine Committee
  - a. Shall send/deliver to members who are hospitalized overnight a certificate for fabric at one of the local fabric stores. (Not to exceed \$25.00)
  - b. Shall send/deliver to members upon the death of spouse or child a donation to their charity of choice. (Not to exceed \$25.00) In the absence of input from the member, the Guild may choose a suitable charity.
  - c. Shall send cards to members for illness, new baby or death of extended family member.
4. Fabric or items donated for community service projects shall be used to complete a project or returned to the Guild.
5. Monthly Door Prizes
  - a. There shall be at least one monthly door prize purchased for a minimum of \$25.00.
  - b. Tickets will be offered for a donation of \$1.00 each or 6 for \$5.00 for the drawing at the Guild Meeting.
6. After March, newsletters will be distributed only to paid members of the Guild. An additional. \$5 will be charged to any member choosing physical delivery rather than electronic.
7. A committee of three members-at-large, appointed by the President, shall conduct a semi-annual audit of the Treasurer's books in July and report their



findings at the August Board meeting. The annual audit shall be conducted after the January Guild meeting, completed by February 28 and then presented at the March Board Meeting.

8. Concerning workshops, retreat and fees:
  - a. All fees should be paid in full at the time of workshop registration
  - b. Refunds may be given if the member submits a request for refund within 30 days of the date of the workshop.
  - c. All eligible refunds shall be given following the completion of the workshop.
  - d. Retreat payment must be made in full no later than the Guild meeting of the month prior to the retreat.
9. Two potluck dinners may take the place of the respective Guild meetings.
10. Format of motions at regularly scheduled meetings
  - a. Motion from the floor
    1. Requires a second from the general membership
    2. President opens for discussion
    3. President calls for the vote
  - b. Motion from the Executive Committee or Board
    1. Does not require a second
    2. President opens for discussion
    3. President calls for the vote
11. TAQG Representative will be reimbursed for mileage only to regularly scheduled TAQG meetings.
12. Guild members who present programs may be paid no more than \$50.00 for their services. This is in compliance with the Guild's non-profit status as determined by the IRS statutes. Guild members presenting workshops may be paid up to \$10 per attending participant.
13. Board meetings are open to all interested persons.
14. Any vote by the Board may be completed by electronic media within 72 hours of notice.
15. All fund-raising activities:
  - Shall follow copyright and royalty laws as applicable to any such activity
  - Shall enforce sale day restrictions as approved for the activity including restrictions on pre and post sales.
16. Any property donated to the Guild becomes the property of the Guild for any further distribution, resale, etc.

Amended and Approved (date to be supplied upon approval)