

# **Hummingbird Stitchers Quilt Guild Bylaws**

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## **ARTICLE I**

These are the Bylaws of the Hummingbird Stitchers Quilt Guild, hereafter referred to as the Guild.

## **ARTICLE II - PURPOSE**

The Guild, a non-profit organization, exists for the purpose of promoting interest and appreciation of quilting and fiber arts, teaching high standards of design and techniques, and contributing quilts to the community.

## **ARTICLE III – MEMBERSHIP**

- Section 1. Any person sharing the purpose of the Guild may become and remain a member in good standing through the payment of dues as established by the Guild. Membership shall be open to all interested persons without regard to age, sex, race, religion, national origin, or sexual orientation.
- Section 2. The Guild's fiscal year will be from the first (1<sup>st</sup>) of April to the thirty-first (31<sup>st</sup>) of March. Adult membership dues are to be paid in-full in March of each year.
- Section 3. Youth Membership – individuals between the ages of 10 and 18 may become members.
- A. They may not hold office or chair committees.
  - B. They may not vote for officers or Bylaw changes.
  - C. Youth membership dues are one-half adult membership dues.
- Section 4. A prospective member may attend two (2) meetings in a year as a guest before payment of dues is required.

## **ARTICLE IV – OFFICERS**

- Section 1. The officers of the Guild shall consist of:
- A. President
  - B. First Vice President – Publicity
  - C. Second Vice President – Programs
  - D. Secretary
  - E. Treasurer
- Section 2. These officers will serve on the Board of Directors. Additional members of the Board of Directors will be:
- A. Two (2) Members-at-Large, to be elected by the membership.
  - B. Past President.
  - C. Membership and Quilt Show Chair(s).
- Section 3. Any adult member shall be eligible to hold office.

## **ARTICLE V – DUTIES OF OFFICERS**

- Section 1. The President shall:
- A. Organize meeting agendas.
  - B. Chair all meetings.
  - C. Serve as an ex-officio member of all committees except the Nominating Committee.
  - D. Act as liaison with other needlework groups or community authorities.

- Section 2. The First Vice President – Publicity shall:
- A. Arrange publicity for the business meetings and monthly Program Meetings.
  - B. Serve as Chairperson of the Nominating Committee.
  - C. Assume the duties of the President when the President is unavailable.
- Section 3. The Second Vice President – Programs shall:
- A. With the guidance of the Board of Directors, be responsible for arranging a speaker or other program at monthly meetings.
  - B. Assume the duties of the President whenever the President and First Vice President are not available.
- Section 4. The Secretary shall:
- A. Record the minutes of each business and Board of Directors meeting and provide a synopsis to the Newsletter Editor.
  - B. Maintain a list (including location) of the Guild’s property and provide updated copies to the Board of Directors.
  - C. Handle correspondence and all duties incident to the office of Secretary.
- Section 5. The Treasurer shall:
- A. Receive, disburse, and maintain all Guild funds and monetary records.
  - B. Prepare quarterly and annual financial statements. The Board of Directors may be given monthly financial reports on request.
  - C. Make any necessary tax reports, to include a copy of any changes to the Bylaws.
  - D. Ensure that books are audited annually by two people who are not members of the Board of Directors within sixty (60) days after the end of the fiscal year, or upon change of the Treasurer.
- Section 6. Members-at-Large shall:
- A. Represent the interests of the general membership on the Board of Directors, helping to ensure that the interests of all members are being met.

## **ARTICLE VI – DUTIES OF THE BOARD OF DIRECTORS**

- Section 1. The Board of Directors will:
- A. Work with the Treasurer to prepare and present a proposed budget at the beginning of the Guild’s fiscal year.
  - B. Appoint standing committee chairs.
  - C. Plan major speakers for workshops, programs and the quilt show reserving dates up to two years in advance.
  - D. Meet monthly to set agendas, discuss issues and projects, and to make recommendations to the membership.
  - E. The time and place of Board of Directors meetings will be announced in the newsletter and be open to all members.
  - F. The Board of Directors will make recommendations to the general membership on the following items, which will be voted on by the membership at a business meeting:
    1. Amending the Bylaws.
    2. Major decisions on Guild projects, e.g., whether or not to have a quilt show.
    3. Monetary disbursements exceeding \$100.00 not covered in approved budget.
    4. Election of officers.
    5. Membership dues.
  - G. A quorum of the Board of Directors shall consist of five (5) Board members with a minimum of two (2) officers.

## ARTICLE VII – ELECTIONS

- Section 1. A Nominating Committee shall be selected in October and chaired by the First Vice President. The Nominating Committee shall consist of five adult members. The Nominating Committee will nominate at least one candidate for each office. The slate of officers will be presented at the January Business Meeting. Nominations will be accepted from the floor only if the nominee is in agreement.
- A. Elections shall be by written ballot to be mailed in January with the February newsletter. Ballots must be mailed to the Guild post office box and postmarked no later than the fifteenth (15<sup>th</sup>) of February. They will be given to the Secretary for tabulating. The March newsletter will announce the results of the election. Newly elected officers will assume their duties the first (1<sup>st</sup>) of April.
  - B. If only one (1) person is selected to run for each office and there are no nominations from the floor, the need for a written ballot can be eliminated and a vote of acclamation can be proposed. This will require a call for two motions:
    - 1. The cancellation of the written ballot.
    - 2. A motion to accept nominations by a vote of hands. A majority vote of those in attendance will be required.
  - C. A joint meeting including the old Board of Directors and the new Board of Directors will be held prior to the start of the fiscal year to ensure a smooth transition between officers and to begin planning for the coming year.
- Section 2. The term of office shall be one year. If a vacancy occurs it may be filled by appointment of the Board of Directors until the next regular election. No officer shall be eligible to serve for more than four (4) consecutive terms in the same office.

## ARTICLE VIII – COMMITTEES

- Section 1. The following standing committee chairpersons shall be appointed:
- A. The Quilt Show Chair(s) shall plan and coordinate the annual quilt show, if such show is approved by the membership.
  - B. The Community/Charitable Activities Chair shall coordinate the community service projects.
  - C. Hospitality Committee Chair. This committee will welcome and mentor new members and plan the Guild's holiday parties.
  - D. The Historian shall maintain the written and pictorial record of the Guild's activities.
  - E. The Librarian shall keep records of and make available to the members books and other resources held in the Guild Library.
  - F. The Membership Chair shall provide information to prospective members, accept dues, prepare and distribute membership lists, and ensure that all members who do not have access to the internet receive a copy of the approved Hummingbird Stitchers Quilt Guild Bylaws.
  - G. The Newsletter Editor:
    - 1. Is responsible for publication and distribution of the monthly newsletter to all Guild members.
    - 2. Shall maintain a file of all published newsletters.
    - 3. Shall establish a policy for accepting paid ads in the newsletter with the money going into the general treasury.
  - H. The Webmaster shall maintain and update the Guild website and email account.
- Section 2. Other committees, temporary or permanent, may be appointed as needed for special events and activities.

**ARTICLE IX – MEETINGS**

- Section 1. Regular business meetings shall be held four (4) times a year on a quarterly basis. The membership present at a meeting shall constitute a quorum.
- Section 2. To accommodate all members, the Guild shall have meetings to include:
  - A. Programs, demonstrations and show-and-tell by members.
  - B. Sewing bees for working on community service projects, or time for individuals to work on their own projects.

**ARTICLE X – OPERATIONS**

- Section 1. The fiscal year of the Guild shall be from the first (1<sup>st</sup>) of April to the thirty-first (31<sup>st</sup>) of March.
- Section 2. Accurate books and records of account, a copy of these Bylaws, and all minutes of the Guild shall be kept from year to year and shall be in safekeeping of the current officers. Every member shall have access to the records of the Hummingbird Stitchers Quilt Guild upon request.
- Section 3. A proposed budget shall be presented to the members by the Treasurer at the first business meeting of the fiscal year. It shall reflect the general operating expenses and all projects the Guild wishes to fund that year. It must be voted on and adopted by the general membership.
  - A. The budget may be revised, as needed, at any quarterly business meeting or a meeting specifically called that gives all Guild members thirty (30) days written notice prior to the meeting.

**ARTICLE XI – DISSOLUTION**

In the event of dissolution, the net assets of the organization shall be distributed to a 501(c) (3) organization whose purpose is similar to this Guild. No funds shall inure to the benefit of any Guild members.

**ARTICLE XII – PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert’s Rules of Order, Newly Revised shall govern the Guild in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and other rules which the Guild may adopt.

**ARTICLE XIII – AMENDMENT OF BYLAWS**

These Bylaws may be amended at any regular business meeting of the Guild by two-thirds (2/3) vote of the members present provided that the amendment has been submitted in writing to all regular members at least 30 days prior to the meeting.