

# **Hummingbird Stitches Quilt Guild Bylaws**

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## **ARTICLE I**

These are the Bylaws of the Hummingbird Stitches 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. Youth membership - individuals between the ages of 5-18 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 3. A prospective member may attend two (2) monthly program meetings in a year as a guest before payment of dues is required.

## **ARTICLE IV - OFFICERS**

- Section 1. These officers are to be elected by the membership and will serve on the Board of Directors (BOD) of the Guild:
- A. President,
  - B. Vice President,
  - C. Secretary, and
  - D. Treasurer.
- Section 2. These appointed officers will serve on the Board of Directors:
- A. Member-at-Large
  - B. Community Outreach Chair,
  - C. Membership Chair,
  - D. Newsletter Editor,
  - E. Programs and Workshop Chair(s),
  - F. Quilt Show Chair(s) and
  - G. Ways and Means Chair.
- Section 3. Other Board of Director Duties:
- A. All members on the Board of Directors shall have one vote each per position.

B. If the President can no longer perform their duties of office, the Vice President shall assume the duties of President.

## **ARTICLE V - DUTIES OF OFFICERS**

- Section 1. The President and Vice President, shall:
- A. organize meeting agendas and post meeting dates to the newsletter,
  - B. chair all meetings,
  - C. serve as an ex-officio member of all committees,
  - D. act as liaison with other needlework groups or community authorities, and
  - E. appoint the Nominating Committee Chair,
  - F. ensure there is one other elected Board of Directors member with a signature card on file for the current Guild bank accounts.
- Section 2. The Vice President shall also:
- A. be responsible for overseeing the Guild building, and all property therein, as well at any other locations, such as storage facilities,
  - B. maintain an inventory of the Guild's property,
  - C. maintain control of all Guild Keys.
- Section 3. The Secretary shall:
- A. record the minutes of each Quarterly Business Meeting and monthly Board of Directors (BOD) meeting. Provide a synopsis of the Quarterly Business Meeting to the Newsletter Editor and of the BOD meeting to the Webmaster,
  - B. handle correspondence, including emails, and all duties incident to the office of Secretary,
  - D. maintain a current copy of the Bylaws; make updates when new changes are adopted by the membership, and provide a copy of the Bylaws to all members of the Board of Directors.
- Section 4. 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 financial reports on request.)
  - C. prepare and submit any necessary tax reports, to include a copy of the Bylaws with any current updates,
  - D. ensure that books are reviewed 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.

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

The Board of Directors shall consist of: President, Vice President, Secretary, Treasurer, and the following: Community Outreach Chair, Member-at-Large, Membership Chair, Newsletter Editor, Programs and Workshop Chair(s), Quilt Show Chair(s), and Ways and Means Chair. A quorum of the Board of Directors shall consist of five (5) Board members with a minimum of two (2) elected officers.

The Board of Directors shall:

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, and
- C. meet monthly to set agendas, discuss issues and projects, and to make recommendations to the membership,
- D. announce the time and place of Board of Directors meetings in the Newsletter and be open to all members,
- E. make recommendations to the general membership on the following items which will be voted on by the membership at a business meeting:
  - 1. amendments to the Guild Bylaws,
  - 2. major decisions on Guild projects: e.g., whether or not to have a quilt show,
  - 3. monetary disbursements exceeding \$500.00 not covered in the approved budget,
  - 4. election of officers, and
  - 5. membership dues.
- F. a quorum of the Board of Directors shall consist of five (5) Board members with a minimum of two (2) elected officers.

## **ARTICLE VII - ELECTIONS**

- Section 1. A Nominating Committee shall be selected in October. The Nominating Committee shall consist of three 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.
- Section 2. Elections shall be by written ballot to be published in the February newsletter. The Ballots must be returned to the Guild clubhouse no later than the third Thursday 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 on the first (1st) of April.
- Section 3. 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, and
  - 2. a motion to accept nominations by a vote of hands. A majority vote of members in attendance will be required.
- Section 4. 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 5. The term of elected officers shall be one year. If a vacancy occurs it may be filled by appointment of the Board of Directors until the next regular election. Elected officers shall be eligible to remain in the same office, unless contested.

## **ARTICLE VIII - COMMITTEES**

- Section 1. The following standing committee chairpersons shall be appointed:
  - A. The Community Outreach Chair shall coordinate, with the assistance of additional project chairs, the community service projects. This will include the making of and distribution of quilts to the community and other projects as voted on by the members.
  - C. The Historian shall maintain the written and pictorial record of the Guild's activities and events of note.

- B. The Hospitality Committee will welcome and mentor new members and plan the Guild's holiday parties.
  - D. The Librarian shall keep records of and make available to the members, books and other resources held in the Guild Library.
  - E. The Member-At-Large shall serve as a liaison to the general membership, bringing the concerns of the individual members to the proper committee or to the BOD as needed.
  - 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 Guild Bylaws.
  - G. The Newsletter Editor:
    - 1. is responsible for preparing and editing the monthly newsletter and forwarding it to the Webmaster for publication,
    - 2. shall maintain a one year file of all published newsletters, and
    - 3. shall accept ads for publication in the newsletter both paid and unpaid, with the money going to the Treasurer for deposit in the appropriate account.
  - H. The Programs and Workshop Chair(s) shall plan and schedule appropriate programs and workshops.
  - I. The Publicity Chair will arrange for publicity of events in the local newspapers and production of flyers to announce events as needed.
  - J. The Quilt Show Chair(s) shall plan and coordinate the annual quilt show, if such show is approved by the membership.
  - K. The Ways and Means Chair shall, with the assistance of additional event chairs, coordinate the fundraising events, such as: boutique, opportunity quilt production, opportunity ticket coordination, and sale of opportunity tickets at various venues.
  - L. 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, workshops and show-and-tell by members,
  - B. regular clubhouse hours for working on community service projects and/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 (1st) of April to the thirty-first (31st) 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 the 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 at least thirty (30) days written notice prior to the meeting.

### **ARTICLE XI - DISSOLUTION**

In the event of the Guild dissolution, the net assets of the organizations 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 members at least thirty (30) days prior to the meeting.