



## **Bylaws of the Valley Quilt Guild**

Amended \*May 26, 2010

Reviewed March 2018

Tax ID #68-0016173

### **Article I – Name of Guild**

The name of this organization shall be Yuba-Sutter Valley Quilt Guild d.b.a. Valley Quilt Guild and is henceforth referred to as the Guild.

### **Article II – Purpose of the Guild**

The purpose shall be to: Contribute to the growth of knowledge of quilting techniques, patterns, history and quilt-making by providing educational meetings, fun and fellowship; sponsor and support quilting activities; encourage quilt making and collecting; promote the appreciation and knowledge of fine quilts; perform Community Service by participating in quilt related projects.

### **Article III – Membership**

#### **Section I – Members**

- A. Membership in the Guild is open to any person who subscribes to the purposes of this Guild, regardless of race, color, creed, sex or national origin.
- B. Upon payment of dues, members and Affiliates are eligible to vote.
- C. Members will receive a membership list. This list will not be used for commercial purposes.
- D. New members may request a copy of the current by-laws when they join.
- E. Life Memberships may be awarded by the Board.

#### **Section II – Affiliate Members**

- A. Affiliate membership in the Guild is open to any business or individual that supports the Guild.
- B. The Board shall determine annual dues for Affiliate Membership.
- C. Affiliate Members are entitled to a subscription to the Guild Newsletter, recognition in the Guild Newsletter and any additional benefits as determined by the Board.
- D. Affiliate Membership is fiscal year from July 1 to June 30. Affiliate dues shall be paid by August 1 of each year. Delinquent affiliates will be deleted from the Roster and Newsletter effective with the September Newsletter.

#### **Section III – Dues**

- A. The fiscal year will run from July 1 to June 30.
- B. Membership dues will be paid on the fiscal year July 1 to June 30.
- C. Dues will be the same for all membership. The amount must be approved by the membership. Life members pay no dues. Dues are payable no later than the July guild meeting each year. Delinquent

member's name(s) will be deleted from the Roster, effective August of each year. Each member shall complete a Membership Information form annually.

- D. Members may receive free admission to all Guild general meetings as scheduled. Additional programs or workshops are subject to admission charges to the members. Non-members may be charged for any programs and/or workshops subject to the discretion of the Board.
- F. Members receive Newsletters in the fiscal year in which dues have been paid.

## **Article IV - Meetings**

### **Section I – General Meetings**

- A. The general Guild meeting will be the last Wednesday evening of each month, except November and December. Any changes will be announced at the preceding general meeting and in the Newsletter.
- B. The President, with the approval of the Board, will set the place and time of the Board meetings.
- C. Children attending Guild meetings and workshops must be eligible for junior membership; at least 10 years of age.
- D. A quorum shall be a majority of members present.

### **Section II – Special Meetings**

The President or a group of other members may call special Meetings. Time and place are to be announced at the preceding general meeting and in the Newsletter.

## **Article V – Executive Board**

### **The Executive Board shall consist of the elected officers and the Parliamentarian.**

#### **Section I – Executive Officers**

- A. The President shall call Meetings of the Executive Board when deemed necessary. The Executive Board shall have the power to act in an emergency in the absence of the full Board of Directors.
- B. Should the President resign, the First Vice-President shall assume all presidential duties, and the Second Vice President shall become First Vice President. The new President shall appoint a Second Vice President, with the approval of the Executive Board.
- C. Upon the resignation of any other elected official, the President, with the approval of the Executive Board, shall appoint a replacement.

#### **Section II – Duties**

- A. The President shall be the chief officer of the Guild and shall preside over all General Meetings and Board Meetings. In addition the President shall:
  - 1. Appoint Standing Committee Chairpersons.
  - 2. Instruct the Secretary regarding the issuance of notices and general correspondence.
  - 3. Receive financial reports from the Treasurer.
  - 4. Serve as a member of the Budget Committee with the First Vice President and Treasurer.
  - 5. Appoint a qualified Parliamentarian.
  - 6. Oversee an internal review at the beginning of the new term, with a completion date prior to September 1<sup>st</sup>.
- B. The First Vice President shall:
  - 1. In cooperation with the Second Vice President, choose and arrange for all General Meeting Programs for a year. Facilitate all programs during the term of office.
  - 2. Provide Second Vice President with publicity information regarding events.
  - 3. Perform such duties as requested by the President and/or the Board of Directors.
  - 4. Conduct Guild meetings and/or Board Meetings in the absence of the President.

5. Assume all duties and responsibilities of the office of the President in the event the President is unable to complete the term of office.
  6. Take charge of all meetings and classes. This includes communication, travel plans, accommodations and other arrangements for Speakers.
  7. Serve as a member of the Budget Committee with the President and Treasurer.
- C. The Second Vice President shall serve as Program Chairperson.
1. In cooperation with the First Vice President, choose and plan all programs for a year.
  2. The Second Vice President shall assist the First Vice President in all of the duties as described therein and perform such duties as requested by the President and/or Board of Directors.
  3. In addition, the Second Vice President shall serve as Publicity Chairperson as pertains to General Meetings, and submit monthly news articles to Guild Newsletter Editor.
  4. Take charge of the physical facility for all meetings, to include reserving meeting places, acquiring keys, locking and unlocking buildings and arranging for needed equipment.
- D. The Secretary shall record minutes at all Board Meetings, General and Special Meetings, Executive and Board Meetings and Special Meetings as needed. In addition, the Secretary shall:
1. Be responsible for all Guild correspondence.
  2. Be custodian of all correspondence and minutes.
  3. Be responsible for minutes at General meetings where business decisions are made.
  4. Conduct Guild meetings in the absence of the President and Vice-Presidents.
  5. Minutes should include but not be limited to all motions and discussions, whether approved or not.
  6. Perform such duties as requested by the President and/or Board of Directors.
  7. Arrange for a substitute, if unable to record minutes at meetings.
- E. The Treasurer shall have the care and custody of all General Guild funds. In addition, the Treasurer shall:
1. Receive monies, issue receipts for same, and deposit funds promptly.
  2. Receive proper vouchers and disburse funds as provided for in the budget.
  3. Be authorized to sign checks.
  4. Verify that all checks have one of the following authorized signatures: Treasurer, President, or secretary
  5. Keep a proper set of books, which close June 30.
  6. Prepare an end-of-year financial report by the July General meeting, following the end of the fiscal year.
  7. Prepare monthly financial reports for the Board Meetings.
  8. Present books for annual internal review.
  9. Chair the budget committee and submit the annual budget to the Board for approval at the July Board Meeting. (Committee to consist of Treasurer, President and First Vice President)
  10. Prepares and files in a timely manner, any and all tax papers, and maintains a Tax file history.

### **Section III – Term of Office**

The term of each officer of the Guild shall be (1) year, beginning July 1. An officer may be re-elected to one successive term.

### **Article VI – Board of Directors**

The Board of Directors shall be comprised of President, First Vice-President, Second Vice-President, Secretary, Treasurer, Parliamentarian and other committees such as Standing Committee Chairpersons. The term of each elected member of the Board shall be one (1) year, beginning July 1 and ending June 30. Each elected member shall be limited to two consecutive terms.

The Board of Directors shall perform the following:

1. Have full voting powers
2. Attend monthly Board Meetings
3. Develop Policies, Procedures and Job Descriptions.
4. Amend Policies, Procedures and Job Descriptions at any regular meeting of the Board.
5. Limit spending to the approved budget.

## **Article VII – Elections**

### **Section I – Nominating Committee**

At the March Board Meeting, the President shall appoint the Nominating Committee. The Nominating Committee shall be composed of one board member and 2 other guild members. The nominating Committee shall:

- A. Be responsible for selecting at least one (1) member for each elected office.
- B. Present their slate of Officers to the membership at the April General meeting. Nominations from the floor will be accepted at this time.

### **Section II – Ballots**

Voting shall be: 1. by acclamation if running unopposed. 2. by secret ballot, at the May General meeting.

If balloting is required, each member attending the May meeting will be given a ballot listing the slate of proposed candidates for each office. When voting concludes, the nominating committee will count the ballots. The results of the election shall be announced by the President immediately following the ballot count and recorded in the minutes. Candidates receiving the most votes will be declared the winners. New officers shall assume office on July 1.

## **Article VIII – Amendments to By-Laws**

### **Section I – By-Laws Committee**

- A. The Parliamentarian shall chair the Bylaws Committee which shall consist of two elected board members and two general members appointed in consultation with the President.
- B. Parliamentarian shall convene a Bylaws Committee in January of even years to review by laws.
- C. Parliamentarian shall submit a record of the Bylaws Committee meeting to the President.

### **Section II – Amendments to the Bylaws**

- A. Parliamentarian shall submit in writing proposed bylaw changes to the board and the general Membership in April
- B. Changes shall be voted upon at a general meeting in May.
- C. Amendments to the bylaws shall be made by a majority of members present at the May general meeting.

## **Article IX – Governing Rules**

The latest edition of Roberts Rules of orders shall govern this organization to the extent that they do not conflict with these by-laws.

## **Article X – Effective Date**

These by-laws shall take effect immediately upon their adoption. Revisions, additions and deletions are to be effective upon the date so voted by the membership.

## **Article XI – Dissolution**

In the event of dissolution of the Guild, any and all properties owned by the Guild shall be distributed only to non-profit organizations under the IRS code of the U.S. Government and as the Executive Board selects such recipients.

### **Reviews and Revisions:**

These By-Laws were amended by the Executive Board and voted upon by the membership at the December, 2002 meeting. They were approved at that time and printed in February 2003

On June 24, 2005 reviewed and accepted as written: Susan Beeter, Kathleen Gordon, Katie McCollum Shirley Taylor, Valerie Wilson, Sharon Easter, Marc Milani

On January 18, 2006 the By-law committee reviewed the By-laws and accepted them as written: Jane Herbert, Lois Ellis, and Valerie Wilson. They were approved and printed in May 2006.

May 28, 2008 the general membership adopted changes to these bylaws. Committee: Catherine Essary, Valerie Wilson, Cooky Amarel, and Dorothy Lindsay.

January 2010 these By-laws were amended by the Bylaws committee: Valerie Wilson, DeRay Jensen, Patricia Jensen, and Cooky Amarel. They were presented to the board in March and voted on and adopted by the general membership May 26, 2010.

January 2012 these By-laws were reviewed and accepted them as written by the By-law committee: Cooky Amarel, Valerie Wilson, Linda Matsumoto, Margaret Brazelton, and Gladys Harris.

January 2014 these By-laws were reviewed and accepted as written by the By-law committee: Cooky Amarel, Valerie Wilson, Linda Matsumoto, Patt Thompson, and Claire Poole.

January 2016 these By-laws were reviewed and accepted as written by the By-law committee: Cooky Amarel, DeRay Jensen, Shirley Jensen, Linda Matsumoto, Claire Poole, and Margaret Rehermann.

March 2018 these By-laws were reviewed and accepted as written by the By-law committee: Cooky Amarel, DeRay Jensen, Janell Willis, Eileen Milligan, and Diane Leighton.