

ETOWAH VALLEY QUILT GUILD BY-LAWS

ARTICLE I - NAME

This organization will be known as the Etowah Valley Quilt Guild, hereafter referred to as "Guild".

ARTICLE II - PURPOSE

It will be the purpose and goal of the Guild to promote and perpetuate the art of quilt making.

ARTICLE III - TERRITORY AND HEADQUARTERS

This Guild will be located in Bartow County, Georgia.

ARTICLE IV - MEMBERSHIP

Section 1

A person is eligible to become a member of the Guild upon payment of the designated amount of dues. A member will have voting privileges and will have the right to hold office, based upon the requirements for that office.

Section 2

A person must be 17 years of age before becoming a member

Section 3

A nonmember may attend regular evening meetings as a guest by paying an amount to be determined by the Program Committee. A guest of a member may attend special events if space permits and may be charged a fee to be determined by the event coordinator. Guests do not have voting privilege nor can they participate in guild sponsored activities.

Section 4

Children under the age of 17 must have an adult sponsor at a meeting or guild function.

ARTICLE V - MEETINGS

General meetings will be held the third (3rd) Tuesday of each month, within Bartow County, Ga., unless changed for a specific reason by the Guild Board of Directors, hereafter referred to as the "Board," to an alternate time or place. Additional meetings may be called at any time by the Board.

ARTICLE VI - QUORUM AND VOTING

A minimum of thirty percent (30%) of the members in good standing will constitute a quorum at all general meetings for the purpose of transacting business. If at any meeting, there are less than a quorum present, the president may call for a vote to suspend the business portion of the meeting. The affirmative vote of a quorum present at any general meeting, will be the act of the members. When voting and conducting meetings, Robert's Rules of Order will apply, however Robert's Rules do not supersede the EVQG by laws.

ARTICLE VII - OFFICERS AND DUTIES

Section 1

1) The officers of the Guild will be President, Vice President, Second Vice President, Secretary and Treasurer. These officers, the immediate Past President and the chairpersons of the following committees - Programs, Community Service, Activities and the Quilt Show co-chairs- will serve as the Guild's Board with full voting privileges, except for the Immediate Past President, who will serve in an advisory capacity only. The Quilt Show co-chairs will share one (1) vote. There will be an odd number of voting executive board members at all times. The Board meetings are open to all committee chairs as well as all Guild members. The Guild President, Vice President, Second Vice President, Secretary and Treasurer; will be elected from a slate consisting of one (1) or more nominations for each office as determined by the Nominating Committee. There will be at least four (4) Board meetings per calendar year. If a voting executive board member, or board officer, resigns the board will choose a willing committee chair, or member, to fill the position on a temporary basis for the remainder of the term.

A. The President of the Guild will be a member in good standing for a minimum of two (2) years before being elected to this position. He/She will be the official representative of the Guild and will preside at all regularly scheduled Guild meetings. In addition, the President will serve as the Chairperson for the Board. The four yearly Board meetings, plus any others as needed, will be called by the Guild President.

B. The First Vice President will be a member in good standing for minimum of one (1) year and serve as the chair for the By-Laws Committee and serve as Parliamentarian at meetings. Biannually, the By-Laws will be reviewed and any recommendations regarding proposed amendments or modifications presented to the Board. He/She will perform the duties of the President in the absence of the President and also serve in the absence of the Secretary.

C. The Second Vice President will be a member in good standing for a minimum of one (1) year and serve as Chairperson of the Membership Committee. He/ She will staff the sign-in table at monthly meetings and will be in charge of the guest fees and records. The Second Vice President will collect dues and turn all money over to the Treasurer. The Membership Committee reports all changes in a member's status to the Webmaster to be posted on the Members' Only web page. The Second Vice President will be responsible for maintaining and distributing the new members' information packet.

D. The Secretary will be a member in good standing for a minimum of one (1) year and record all votes (provide paper ballots for election of officers) and minutes of all proceedings of the Guild, including, but not limited to, regularly scheduled meetings and Board meetings. The minutes should be posted on the Members' Only web page. The Secretary may conduct general correspondence for the Guild as needed. The Secretary is Chairman of the Nominating Committee, which will include at least three (3) at-large members from the Guild.

E. The Treasurer of the Guild will be a member in good standing for a minimum of two (2) years before being elected to this position. The Treasurer will have charge of the funds of the Guild, will keep an accurate record of all receipts and disbursements and make all disbursements approved by the Guild and render a monthly account of such. A brief summary of the funds will be given at monthly meetings and posted as part of the monthly minutes on the Members' Only web page. The funds of the Guild will be held in Bartow County. The Treasurer and President will be signatories on the account. The Treasurer will prepare an annual budget to be submitted by October of each year to the Board for their consideration and approval. The proposed budget will then be presented to the general membership via the website for consideration. Final approval of the budget will be reached by a vote of the general membership at the November meeting. The Board can vote to spend up to the budgeted Discretionary Fund allowance annually without guild approval; however, any item that can be presented to the guild for approval should be. In addition, the Treasurer will be required to serve as consultant to the incoming Treasurer with regard to necessary procedures for satisfying requirements of the position. The Treasurer will submit a quarterly report, including copies of the past three (3) months' bank statements or all Statements received since the last report to the Board of Directors at each Board meeting during the calendar year. A review of the Guild funds must be conducted every year at the discretion of the Board. The person doing the review must be a member of the Guild in good standing for at least two years and have accounting experience.

Section 2

All officers will be elected at the November meeting by a quorum of the members present. Officers, so elected, will assume their responsibilities immediately following the regularly scheduled December meeting. Each nominee must be a member in good standing of the Guild. Each elected officer will serve for a term of one year and will hold office for the term for which he/she is elected or until his/her successor is duly elected and qualified, unless he/she is sooner removed from office, resigns from office, or otherwise fails or ceases to serve. The five (5) elected officers of the board are responsible

for ensuring that the by-laws are being followed. They will oversee the Committee Chairpersons and provide input and guidance to the committees to ensure all appropriate matters are presented to the guild for discussion and voting approval.

Section 3

No nominations will be made without consent of the nominee.

Section 4

Outgoing officers will pass on all records to the incoming counterparts by the December meeting.

Section 5

The duties of the Board include, but are not limited to, selecting the named Committee Chairpersons and filling any vacancies of Committee Chairs and Officers. The Board will fill any vacancy in a position resulting from any cause through appointment, unless it is an elected office with 6 months or more of the term left, in which case a special election will be held.

ARTICLE VIII COMMITTEES

The following Committees will be maintained and a Chairperson, being a member in good standing for a minimum of one (1) year, appointed, in the case of those Committees not chaired by an officer of the Guild. The Committee Chairpersons and their committee members will serve concurrently with officers, beginning immediately after the December meeting. The duties of each of the Committees are set forth as follows:

A. Program Committee: The Program Committee will arrange for programs and workshops and their publicity, subject to the availability of speakers. All contracts initiated by the Program committee during the term of office will be binding on successors. The Program Committee will maintain a list of contracts, including past and potential speakers and workshop leaders.

B. Communications Committee: The Communications Committee will consist of an Editor and, if needed, one or more persons responsible for distribution. The Editor will post and cause a newsletter to be distributed to all members. The Newsletter will contain information regarding places, dates and times of general meetings, board meetings and any committee meetings, plus information regarding any programs and workshops and changes in membership. The Editor will be responsible for monitoring and redirecting questions sent to the Guild via the website.

C. Webmaster Committee: The Webmaster will design, manage and update the Guild website in a timely manner. The information on the website should include, but not be limited to, general information about the Guild; information about upcoming programs, speakers, workshops and a membership form. During a Quilt Show year, entry information and registration forms will be available. The Webmaster will post all changes obtained from the membership committee concerning current personal information. If no qualified person within the membership can be found, this position may be left vacant. The current website will then be deleted from the web host.

D. Quilt Show Committee: The Quilt Show Committee will be responsible for all arrangements for a Guild sponsored Quilt Show, to be held at the discretion of the membership generally every other year.

E. Community Service Committee: The Community Service Committee will research and recommend annual Guild sponsored community charitable projects. Primarily projects should benefit Cartersville, Bartow County. Such proposals will be presented to the Board in writing. Once reviewed by the Board, such project(s) will be presented to the guild for approval.

F. Activities Committee: The Activities Committee will be in charge of all guild activities including, but not limited to, challenges, fabric swaps, quilt camp, sunshine, door prizes, mystery quilt and Guild sponsored parties.

ARTICLE IX

Section 1

The Board of Directors will be comprised of the five (5) currently elected officers of the Guild, the Immediate Past President and the following Committee Chairs: Programs, Community Service, Activities and Quilt Show co-chairs. Any co-chairs will share one single vote between them. The Immediate Past President will not have a vote on the board, serving in an advisory capacity only. At all meetings of the Board, a majority of the number of officers and committee chairpersons in office will constitute a quorum for the transaction of business. If, at any meeting of the Board there will be fewer than a quorum present, a majority of those present may adjourn the meeting, without notice other than an announcement at the meeting, until a quorum can be present. The affirmative vote of a majority of the Directors present at any meeting will be the act of the Board. If a member is aware of someone that would like to be a member of the guild, but due to a financial hardship is not able to pay the fee to join, the member may recommend this person to the board for a one year scholarship. The board may then vote to award a one year scholarship to that individual. Up to three scholarships maybe awarded each year. This scholarship will be for dues only and does not extend to classes or other activities.

ARTICLE X - FINANCES

Section 1

The fiscal year for the guild will begin on January 1 and will end on December 31.

Section 2

Members of the Guild will pay yearly dues in an amount determined by the Board. Dues for the following year are payable starting at the November meeting. Dues will not be refundable.

Section 3

All quilt camp fees and class fees are non-refundable and cannot be credited toward future events. In the event of extenuating circumstances for a class, you can reach out to the program chair to see if there is anyone on the wait list who can take your spot.

ARTICLE XI - AMENDMENT

A majority of the members at any general meeting, provided a quorum is present at such meeting, may amend these by-laws. Any proposed amendment must be first presented to the By-Laws Committee. After the By-Laws Committee review, the amendment(s) must then be read and discussed at the next general meeting when a quorum is present. The members may approve or reject any such amendment(s) or may table such proposed amendment(s) and refer the same back to the By-Laws Committee for further study. A subsequent vote must be taken within six (6) months of the tabling of a proposed amendment(s).

ARTICLE XII - DISSOLUTION

In the event of dissolution of the Guild, the Board will recommend the distribution of the net assets of the guild funds to the guild for approval. No funds will revert to the benefit of any member of the Guild.