

Western Wayne County Quilting Guild, Inc.

Organization Bylaws

Founded 1994

Revised on 2-9-2019

Ratified by Quorum: 3-9-2019

Article I- Name

The name of this organization shall be Western Wayne County Quilting Guild hereinafter called the "Guild", a not for profit organization.

Article II- Purpose

1. The Guild has been organized for the purpose of promoting an interest in and appreciation of the art of quiltmaking, sharing quilting information, education and stimulation of high standards of quilt design and technique, and supporting non- profit charities and the community.
2. The corporation shall operate as a club organization for educational, charitable, and other non-profitable purposes within the meaning of Section 501(c)(3) of the internal revenue code.

Article III- Membership

1. The membership or the Guild shall be open to all interested persons without regard to age, sex, race, religion or national origin.
2. The members of the Guild shall be persons who have paid annual membership dues to be determined by the Board. Regular membership attained after July 1st will be at a reduced rate to be determined by the Board. Junior (under age 18) membership dues are available at a reduced rate to be determined by the Board. All memberships expire on December 31st of each calendar year, regardless of the date of enrollment.
3. A one year gift membership may be awarded at the discretion of the Board.

Article IV- Officers

1. The officers of the Board shall be a President, 2 Vice Presidents, Secretary, Treasurer and Member-at -large. The officers shall perform the duties prescribed by these bylaws and by parliamentary authority adopted by the Guild.
2. A nominating committee of present members shall be selected at the October meeting. It shall be the duty of the nominating committee to nominate at least one candidate for each office to be voted on at the Annual Meeting. Nominations from the floor shall be permitted, the nominees' consent to be obtained prior to voting.
3. Members are elected as follows. The President, one VP, and the Secretary shall be elected for terms of two years. On the alternate year one Vice President, Treasurer and the Member-at-large shall be elected for a term of two years. The Board members shall hold office until their successors have been elected and hold their first meeting.
4. The term of office shall be two years. In the event an officer cannot fulfill the term, a special election will be held for the balance of the term.
5. In order to fulfill the Michigan Corporations filing requirements, the officers will fill the role of Directors.

Article V- Duties of Officers

1. The President shall be the Chief Executive Officer of the Guild and shall have responsibility for the management of the business of the Guild subject to the direction of the Board of Directors, hereinafter called the "Board", and shall have and perform such other duties as the Board may from time to time assign. The President shall be ex officio member of all committees except the nominating committee.
2. The Vice Presidents shall, in the absence of the President, perform all the duties of the President and shall be Chairpersons of the Program Committee.
3. The Secretary shall keep minutes of all general meetings and Board meetings, will perform all duties incident to the Office of Secretary, as which may be assigned by the Board.
4. The Treasurer shall receive, disburse and maintain all funds received by the Guild; shall maintain an itemized record of receipts and disbursements, shall prepare monthly, quarterly and/or annual financial statements as requested or required: and shall keep any necessary tax records and make any necessary tax reports. The proposed budget for the upcoming year shall be prepared for review by the October meeting, and voted on at the November meeting.
5. The Member-at-large shall assist the Board as the Board may from time to time assign.

Article VI- Meetings

1. The fiscal year of the Guild shall be from January 1 to December 31.
2. The regular meetings of the Guild shall be held on the second Saturday of each month.
3. The regular meeting in November shall be known as the Annual Meeting for the coming year and shall be for the purpose of receiving reports of officers and committees, to elect officers and to receive the proposed financial budget for the upcoming year.
4. Special meetings shall be held when called by the President or Vice Presidents or by a majority of the officers. Special meetings must be called by such officers upon receipt of written request from members of the Guild having a majority of the votes in the Guild. Written notice stating the place, day and hour of the special meeting and the purpose for which the meeting is called shall be delivered not less than seven (7) days before the meeting, either personally, by mail, or internet or at the direction of the President, Secretary or the officers or persons calling the meeting to the members entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail with postage thereupon prepaid.
5. Board meetings, of the officers and chairpersons shall be once each calendar month. Any and all members of the Guild are welcome and are encouraged to attend.
6. The membership in attendance at a meeting shall constitute a quorum. Each member shall be entitled to a vote.

Article VII- Amendments

1. Proposals for Bylaw amendments shall be referred to the Board, who shall investigate the proposed amendment and report to the membership at the next regular meeting.
2. No amendment shall be voted on prior to publication in the newsletter.
3. The Bylaws may be amended by a quorum as stated in Meetings, Article VI- 6 .
4. The Bylaws shall be reviewed in October by the Board and ratified on an annual basis at the Annual Meeting by a quorum.

Article VIII- Dissolution

In the event of dissolution, the residual assets of the organization will be turned of to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or local government for exclusive public expense.

Article IX- Parliamentary Authority

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

Article X

1. The Corporation may have quilt-related (quilt racks, books, quilt frames, etc) personal property as the Guild sees fit.
2. The Corporation is financed under the general plan of Membership dues and is organized on a membership basis. The Corporation may use funds raised from membership dues, rack rentals, class fees and/or operating budget fundraisers as it sees fit.
3. The Corporation will not be responsible for supplying the members with personal supplies, meals, etc, but may do so at their discretion.
4. The Corporation will use the majority of its assets from specifically designated fundraising, after expenses, for civic or charitable purposes. Designated fundraisers are to be determined by the Board.