



COMMON THREADS

QUILT GUILD

Common Threads Quilt Guild

By-Laws

Dated: 10/22/2018

May all your ups and downs in life
be with a needle and thread

Website: www.CommonThreadsQuilt.org

Facebook: Common Threads Ohio Quilt Guild

Roster: Contact Membership/Welcome Committee

Established 2000

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****** Page numbers to be revised upon approval of By-Law changes******

(proposed changes are noted in red)

Article I – Name

The name of this guild shall be COMMON THREADS QUILT GUILD, a not-for-profit organization to be referred to in this document as the Guild.

Article II – Purpose

The purposes of this Guild are:

1. To join hands in friendship
2. To encourage high standards of design, technique, and creativity in quilting.
3. To promote the appreciation and preservation of quilts.
4. To preserve the art of quilt making.
5. To further the art of quilting through education and communication.

Article III – Membership

Section A

Membership in the Guild is open to anyone who is interested in the purposes of the organization, completes the membership form and pays dues which are established by the Executive Board. A member that is 75 years and older has free membership! A member under 18 years of age must be accompanied by ~~an adult.~~ **a member over the age of 18 and both members must sign a “Document of Responsibility” form.**

Membership in the Guild is required to participate in ~~the annual~~ **any** Guild Bus Trip and Guild Retreat. Emergency information documents are required to be completed and signed by each participant for these events and any other overnight and/or travel type events. **In addition, a “Document of Responsibility” form must be signed by a member under the age of 18 as well as sponsor/member over the age of 18 for each event attended. The sponsor/member must accompany the minor at each event being attended.**

If yearly membership dues are paid by the February meeting, the member’s information will be included in the guild roster.

Section B

Visitors are welcome to attend two meetings in a calendar year. They must pay dues to join on their third visit.

If a member brings a visitor under the age of 18 ~~on a bus trip or to a workshop, they will be required to sign~~ **to a monthly guild meeting to see if they would like to become a guild member,** a “Document of Responsibility” form **must be signed by both the member over the age of 18 (assuming full responsibility for this minor) and the visitor under the age of 18. as they assume full responsibility of this minor.**

Section C

When the President-Elect schedules the programs for the following year, she **or he** will indicate on the typed program schedule which speaker(s) (if any) will require visitors to pay a fee to attend the presentation.

Such fees will be established by the Executive Board.

Article IV – Officers

Section A

The officers of the Guild shall be President, President-Elect (which is a 2-year commitment), Secretary/Historian, and Treasurer. **Such officers** shall be elected by the membership of the Guild at the ~~October~~ **November** meeting.

Persons holding office must be 18 years and over and be a member in good standing for at least one year.

Section B

Newly elected officers shall assume their duties at the beginning of the January meeting and shall remain in office for one year or until their successors have been installed.

Section C

Vacancies in un-expired terms of office shall be filled by appointment of willing individuals. Such appointment shall be made by the Executive Board.

Article V – Duties of Officers

Section A

The **President** shall be a member of the Executive Board. She **or he** will be responsible for conducting regular monthly meetings, chairing the Executive Board, attending other committee meetings as needed and performing other duties as required. She **or he** shall attend Board meetings during the year following her **or his** Presidency as Past President.

Section B

The **President-Elect** shall be a member of the Executive Board. She **or he** shall be responsible for scheduling meeting programs for the following year during her **or his** President-Elect year and follow through with each speaker during her **or his** Presidential year. She **or he** shall assist the President as necessary. The President-Elect presides over general meetings in the

President's absence. The President-Elect automatically serves as President the following year, she **or he** does not have to be elected for that position.

She **or he** is also responsible for establishing new committees when needed; asking for volunteers to chair the committee and then following up to insure expectations are met.

Section C

The **Secretary/Historian** shall be a member of the Executive Board. She **or he** will keep notes of all motions and important votes made at the meetings and minutes of the Board meetings. She **or he** will maintain these records.

She **or he** is also responsible for publishing the monthly newsletter for all guild members and making it available to the membership.

Section D

The **Treasurer** shall be a member of the Executive Board. She **or he** receives and banks all Guild monies, disburses funds as authorized by the Executive Board and maintains records of all funds. An oral financial report shall be made at each meeting and a complete and reviewed report shall be made in writing at the meeting in January.

The **new** Treasurer shall prepare the proposed budget for the upcoming fiscal year and shall present it at the January meeting. She **or he** shall present the books for review. She **or he** works with appointed chairs for special events. She **or he** shall file appropriate tax forms for the Guild.

One other Executive Board member shall be signatory on checking accounts along with the Treasurer. This must be set up with the bank within one month of Officer Installation at the January meeting.

Section E

The **Past President** (advisory capacity) shall attend all Board meetings; be available to help President with any questions and concerns; be responsible for maintaining handbook and making Board aware of proposed changes; ensure each Committee Chair is aware of handbook availability on website.

Section F

All Officer's shall maintain notebooks which contain their job description, budget, and these shall be updated as needed. Members holding the Officer position are elected by members of the Guild, must be over the age of 18, and be a member in good standing for at least one year.

See "Officer's Handbook" for full description and guidelines for each officer.

Article VI – Executive Board

There shall be an Executive Board comprised of Elected Officers: President, President-Elect, Secretary/Historian, Treasurer and Committee Chairperson for ~~Service, Ways & Means, and Welcoming/Membership~~. This will allow for ~~six~~ **five** voting members **and provide a natural tie-breaker** with the President as **the** tie-breaker. The Past President shall attend the meetings but will not have voting rights.

The quorum of the Executive Board shall be 60%.

The Executive Board shall have general supervision of the affairs of the Guild and it shall be responsible to insure a balanced budget is presented to the Guild by the Treasurer for approval at the beginning of each year.

The meetings of the Executive Board shall be held on an as needed basis determined and scheduled by the President.

A joint Executive Board meeting shall be scheduled by the *outgoing* President in either December or January prior to the first yearly monthly meeting⁵ and shall include both *outgoing* and *incoming* Board members and all Committee chairs. The intent of this meeting is to insure a smooth transition.

Article VII – Nomination and Election

A slate of Officers and Committee Chairs shall be presented at the September meeting by the President-Elect. Nominations may be made from the floor in September and October for the Board positions. Elections by ~~ballet~~ **show of hands** shall be held in ~~October~~ **November**. Roberts Rules of Order will be followed for this process. A positive vote by a majority of members present at the ~~October~~ **November** meeting will confirm the slate.

Article VIII – Meetings

Section A

Meetings shall be held monthly at a time and place determined by the Executive Board.

Section B

At the January meeting, the *outgoing* Treasurer will give a financial summary of the preceding year. The *incoming* Treasurer will propose the budget for the new year. The attending members will vote to approve the new budget; a positive vote from a majority of attending members is necessary for approval.

Section C

Special Meetings of the Executive Board may be called when deemed necessary by the President.

Section D

Any time a vote is required **by the membership**, a positive vote from a majority of attending members is necessary for approval. There shall be no proxy voting.

Section E

There shall be no fund raising at the meetings for activities outside Guild projects.

Article IX – Committees

The Committees of Common Threads Quilt Guild shall be: Welcoming/Membership, Service, Ways and Means, and various activity committees **such as Challenge, Quilt Show, etc.**

~~The **Service Committee** shall organize and carry out any service or charitable project chosen by the Guild.~~

~~The **Ways and Means Committee** shall organize and carry out fund raising activities as defined by the Executive Board. Such activities may be limited to the membership only, or may reach out to include the wider quilting community.~~

The **Welcoming/Membership Committee** (also a member of the Executive Board represented as a committee chairperson) shall greet members entering meetings and be available to guide new members and answer questions about the guild; shall maintain attendance records; be responsible for the membership drive, preparing and collecting membership forms, updating the membership roster and depositing dues with the Treasurer; and are also responsible for producing and distributing a roster, making it available to members only. They shall also prepare and distribute membership cards.

Any new committees shall be established on an as needed basis by the Executive Board and are under the oversight of the President-Elect.

All Committee Chairs shall maintain notebooks which contain their job description, committee budget, and these shall be updated as needed but no less than bi-annually. **Members holding the chair of a committee** must be over the age of 18 and be a member in good standing for at least one year.

See “Committee Handbook” with full description and guidelines for each committee.

Article X – Amendment

These By-Laws can be amended or repealed by an affirmative majority vote of the members at the meeting, provided that such proposed amendments have been published twice before the vote occurs. Once approved a notification will appear in the next newsletter and the By-Laws will be updated.

Article XI – Parliamentary Rules

The parliamentary authority in all matters not covered by these By-Laws shall be the Robert's Rules of Order, Newly Revised.

Article XII – Indemnity of Officers

To the extent permitted by law, every person who is or was a Board member, or committee member of the Guild shall have a right to be indemnified by the Guild against all reasonable action, suit, or proceeding in which she or he may become involved as a party or otherwise by reason of her or his being or having been a Board member, employee, or committee member of the Guild.

Article XIII – Details of Incorporation

21st day November, 2001

Reinstated – 08/02/2017

Incorporation status as: Tax-Exempt under Internal Revenue Code (IRC) Section 501(c)(4). Because we are not an organization described in IRC Section 170(c), donors cannot deduct contributions they make to Common Threads Quilt Guild. Therefore, the IRS advises that our contributors contributions are not deductible. (original letter from IRS dated Aug. 8, 2017 is in IRS notebook being held by President)

Article XIV - Dissolution

In the event of a decision to dissolve the Common Threads Quilt Guild, the net assets of the organization shall be distributed to a 501(c)~~(3)~~(4) organization determined by the Board whose purposes are similar to this Guild. No funds shall revert to the benefit of any individual member.

By-Law Acceptance:

These By-Laws were formally accepted at the January 2001 meeting.

Revised and formally accepted on October 23, 2003.

Revised and formally accepted on November 27, 2012.

Revised and formally accepted on October 27, 2015.

Revised and formally accepted

DOCUMENT OF RESPONSIBILITY

I, _____ assume full responsibility for _____, a guild member under the age of 18 at the following guild functions:

_____ Monthly Guild Meeting as a visitor only

_____ Membership (year) _____

_____ Workshop (name of workshop) _____

_____ Bus Trip (location) _____

_____ In-Town Retreat _____

_____ Spring Retreat _____

_____ Fall Retreat _____

_____ Misc. Event _____

Guild Member _____

Date signed _____

Minor signature _____

Date signed _____