

CAPITAL QUILTERS GUILD BYLAWS

ARTICLE I. NAME

This Corporation shall be known as the Capital Quilters Guild, Incorporated herein referred to as the Guild.

The Guild's name and logo are for use of the Guild only unless permission is granted by majority vote of the Executive Committee.

ARTICLE II. NONPROFIT CORPORATION

Capital Quilters Guild, Incorporated is a nonprofit corporation. No part of the Guild income shall inure to the benefit of any Member, Director (however styled), or Officer of the Guild, or any private individual. Reimbursement for expenditures or the reasonable compensation for services rendered shall not be deemed to be distribution of income or principal.

ARTICLE III. PURPOSE

It shall be the purpose and goal of the Guild to promote and perpetuate the art of quilting. The work of the Guild is designed to educate all persons interested in preserving, continuing, and advancing this art. The Guild shall encourage a high standard of design and technique in all forms of quilting, and shall promote the art of quilting by teaching, sponsoring exhibits, and community outreach. The Guild shall encourage the respect of all copyright laws.

ARTICLE IV. TERRITORY AND HEADQUARTERS

The Guild shall encompass the State of North Carolina, and the Headquarters shall be located in the City of Raleigh, North Carolina.

ARTICLE V. MEMBERSHIP

A person is eligible to become a member of the Guild upon payment of annual dues.

ARTICLE VI. OFFICERS

Section 1. The officers of the Guild shall be a President, Vice President, Secretary, Treasurer, Membership Chair, Communications Coordinator, Teacher and Workshop Coordinator, Charity and Outreach Coordinator, Fund-Raising Coordinator, and two (2) Members-at-Large. These persons shall constitute the Executive Committee.

In addition, the immediate past President shall serve as an *ex officio* member of the Executive Committee for one term following his/her term as President.

The Executive Committee shall act as representatives of the members in administering the policies and programs of the Guild. The Executive Committee shall meet as necessary, making regular reports to the Guild, and will involve the members through votes on major activities.

Section 2. All Officer's terms of office shall be for one year, beginning in July and ending in June, or until their successors have been elected. Officers may be elected to consecutive terms, not to exceed two (2) years.

ARTICLE VII. DUTIES OF OFFICERS

Section 1. The President shall be the official representative of the Guild and shall preside at all meetings of the Guild and the Executive Committee.

Section 2. The Vice President shall serve as Chairperson of the Program Committee, and shall perform the duties of the President in the absence or disability of the latter.

Section 3. The Secretary shall keep a record of all meetings of the Executive Committee, to include taking and reporting minutes. The Secretary shall also handle routine correspondence for the Guild.

Section 4. The Treasurer shall collect and deposit income; review disbursement requests; pay approved Guild expenditures; reconcile the bank accounts monthly; submit monthly reports to the Executive Committee; maintain the financial records of the Guild; and submit an annual written financial report to the members. The Treasurer shall arrange for preparation and submittal, in a timely fashion, all tax documents, coordinate an internal audit of the previous year's bookkeeping and work with the Executive Committee to ensure all activities are consistent with the non-profit and tax-exempt status of the Guild.

Section 5. The Membership Chair shall maintain an accurate membership roster and have the roster available to the members at the beginning of January each year.

Section 6. The Communications Coordinator shall prepare and post on the guild's current on-line venue, and distribute the Guild's newsletter to members

Section 7. The Members-at-Large shall represent the Guild membership as a whole and shall assist with special projects at the request of the Executive Committee.

Section 8. The Teacher and Workshop Coordinator shall be responsible for the scheduling of teachers, supplying guild members with information concerning workshops, and maintaining an accurate record of workshop registrants.

Section 9. The Charity and Outreach Coordinator shall be concerned with educational and charitable service programs benefiting the community.

Section 10. The Fund-Raising Coordinator shall be responsible, with the input and approval of the Executive Committee, for determining the fund-raising events in which the Guild will participate and shall coordinate volunteers from the membership. The Fund-Raising Coordinator shall work with the President to book venues, contract with vendors, and make commitments to organizations and individuals outside of the Guild.

ARTICLE VIII. COMMITTEES

Committees, as may be required, will be established yearly by the President with the approval of the Executive Committee. All Committee Chair's term of office shall be for one year, beginning in July and ending in June, or until their successors have been appointed. Committee Chairs may be elected to consecutive terms, not to exceed two (2) years. Committee Chairs shall present a proposed budget for their committee for the upcoming year to the Treasurer by the March meeting.

ARTICLE IX. ELECTIONS

Section 1. All officers shall be nominated in April, elected in May, and begin their term of office in July. The Members At-Large shall act as tellers as needed.

Section 2. Should a vacancy occur in any Office, the Executive Committee, by majority vote, shall appoint a member to fill the unexpired term.

ARTICLE X. MEETINGS

Section 1. The Guild shall hold a minimum of five (5) meetings a year.

Section 2. A quorum for the transaction of business shall be those members present at any scheduled Guild meeting.

Section 3. Regular meetings of the Executive Committee will be held during the months of the general membership meetings as required. These meetings will be open to any member desiring to attend on a non-participating basis. For members to participate in an Executive Committee Meeting, they must be placed on the agenda by the President.

ARTICLE XI. FINANCES

Section 1. The fiscal year of the Guild shall begin July 1 and end June 30.

Section 2. Dues.

- (1) Members of the Guild shall pay yearly dues in an amount to be determined by the Executive Committee. Annual dues are payable in July.
- (2) The Executive Committee may, for extraordinary service to the Guild, grant an individual the status of Honorary Lifetime Member. Such an individual, upon submitting an annual membership form, may pay no dues and shall have all privileges and benefits of membership.
- (3) Members who are either 18 years of age and under or 70 years of age and over may opt to pay a lower membership fee as set by the Executive Committee.
- (4) New members joining the Guild on or after March 1 shall pay one-half of the annual dues amount.

ARTICLE XII. PARLIMENTARY AUTHORITY

If situations arise in the Guild for which no guidelines are contained in these bylaws, the current edition of **Roberts Rules of Order** shall be consulted as Parliamentary authority.

ARTICLE XIII. DISSOLUTION

Dissolution may occur at any meeting called to consider the subject and by the majority vote of the members present. All remaining funds shall be distributed in the following order:

- A. Payment of debts;
- B. Payment of any other legal obligations;
- C. Any balance remaining shall be contributed to an organization (or organizations) designated by the Executive Committee and as allowed by Section 501(c)(3) of the Internal Revenue Service Code or corresponding section of any future federal tax code,

ARTICLE XIV. AMENDMENTS

Amendments to these Bylaws may be made upon one month's written notice to members; this notice must state the proposed changes. Affirmative vote of two-thirds of the votes cast by members present is required for adoption.

I, Judy Rains, Secretary of the Guild, do hereby certify that the foregoing are the amended bylaws of the said Capital Quilters Guild, Incorporated, as amended and voted upon by the membership at their meeting at Raleigh, NC on May 19, 2016.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the CQG seal as of

Date

Judy Rains, Secretary