

# MAINLAND MORNING QUILT GUILD

## CONSTITUTION AND BY-LAWS

### ARTICLE I

#### NAME

The name of this organization shall be Mainland Morning Quilt Guild.

### ARTICLE II

#### PURPOSE

The purpose of the Mainland Morning Quilt Guild is:

1. To nurture the appreciation of the art of quilting among both quilters and the public.
2. To enhance the knowledge and high standards of traditional and contemporary techniques of quilting.
3. To establish an encouraging environment in which quilters can practice, inspire, create and exchange ideas.
4. To educate the public as to the significance and history of quilting as an art as well as an on-going craft.
5. To encourage Guild members to meet the needs of the community by participating in outreach service projects.

### ARTICLE III

#### MEMBERS

**Section 1:** Membership is open to any individual who has an interest in quilts.

**Section 2:** Prospective members may attend two meetings as guests before joining; after two meetings dues will be paid to Membership Chair

**Section 3:** The Guild year shall be January 1 thru December 31. The annual dues shall be \$25 payable on or before the March meeting of each year. The Membership Chair shall notify members thirty days in arrear, and those whose dues are not paid within 30 days thereafter shall be dropped from membership in the Guild.

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**Section 4:** New members joining at or after the June general meeting shall pay half the annual dues for the balance of, the membership year. Ongoing members renewing at any time during the club year will pay full dues.

**Section 5:** Members shall receive a membership roster, membership card, monthly newsletter and copy of the by-laws. The Roster is for membership purposes only and not to be used for solicitation.

**Section 6:** Members shall wear quilt related name tags to be eligible for door prizes.

**Section 7:** Members shall contribute three (3) fat quarters per year to be used as door prizes.

**Section 8:** Each member shall be responsible for selling or purchasing 5 books of Donation Quilt Tickets. Each book shall consist of 6 tickets per book at \$1.00 per ticket/or 6 for \$5.00.

**Section 9:** Each member shall sign-up for refreshments at least once each year.

**Section 10:** The Island Quilters Guild of Galveston may have reduced price of \$12.50 membership whereby a membership card may be shown at sign-up. This amendment is a reciprocal agreement and will be reviewed annually by the Executive Boards of both guilds.

(Art.XII (1) 2012)

**Section 11: Privileges of membership include:**

- A. The right to cast a vote in the election of officers, the approval of Guild policies, the approval of the budget and the amendments of By-laws.
- B. A subscription to the newsletter, which shall be mailed or e-mailed the first week of each month. If mailed no pictures will be included.
- C. The right to hold an office in the organization.
- D. The right to attend monthly meetings and to participate in Guild activities on a priority basis and at membership rates.
- E. The right to attend Executive Board meetings as a non-voting member.
- F. The opportunity to participate in a Guild sponsored quilting bee.

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- G. The right to receive a membership roster of the Guild which is not to be used for solicitation.

### **Section 12: Queen Bee Members**

- A. Members who have been in good standing for at least three years and who will be 80 years or older during the club year, will receive "Queen Bee" designation granting them free membership of life with all of the privileges of membership as outlined in Section 10.
- B. If a new member who is 80 years or older joins, that new member will be entitled to half price membership (\$12.50)
- C. When such member has three continuous years of membership, they will receive the Queen Bee designation with free membership.
- D. All Queen Bee members are still required to furnish three fat quarters at the beginning of the year.

## **ARTICLE IV**

### **OFFICERS**

**Section 1:** The officers of the Guild shall be a President, First Vice-President, Second Vice-President, a Secretary, and a Treasurer. These officers shall perform the duties prescribed by these by-laws and by the Parliamentary Authority adopted by the Guild.

### **Section 2: Nomination and Elections:**

- A. At the General Membership meeting in August, a Nomination Committee of three Members and two alternates shall be elected by the Guild. It shall be the duty of this committee to nominate candidates for the officers to be filled. The Nomination Committee shall report at the October General Membership Meeting.
- B. After the presentation of the Nominating Committee report of the October General Membership Meeting, the President shall call for nominations from the floor. Those nominations from the floor must consent to perform the duties of the office if elected.
- C. If there are no nominations from the floor, the Nominating Committee report shall be published in the subsequent Newsletter. If there are nominees from the floor, a report shall be published in the subsequent Newsletter that includes all nominees for each office

**Section 3:** Officers shall be elected by majority vote of the members present at the November General Membership Meeting. Election of officers will be by written ballot. If only one candidate is nominated for an office, that candidate may be elected by general consent.

**Section 4:** The officers shall serve for 2 years or until their successors are elected. Their years of office shall begin at the close of the December General Membership Meeting at which they are installed.

**Section 5:** No member shall hold more than one office at a time. No member shall serve more than two consecutive terms in the office.

**Section 6: Vacancy-in-Office**

- A. In the event of a vacancy in the office of President, The 1<sup>st</sup> Vice-President will automatically become President. IF the remaining presidential term is less than six months, the 1<sup>st</sup> Vice-President assuming the office of President may serve another two years. If the remaining year is more than six months, this year will serve as the first of the two possible years for the incoming President.
- B. Vacancies in the offices of 1<sup>st</sup> Vice-President, 2<sup>nd</sup> Vice-President, Secretary or Treasurer shall be filled by election.

**ARTICLE V**

**DUTIES OF OFFICERS**

**Section 1: ALL OFFICERS shall:**

- A. Perform their duties in a timely manner and in such a way as not to delay another officer or committee in the fulfillment of their duties.
- B. Attend Executive Board meetings.
- C. Present reports and information for publication in the Newsletter and at the General Membership meeting each month.
- D. Work together to coordinate their activities to serve the Guild as a whole.
- E. Turn over all material of the office to the succeeding officers within 30 days of leaving the office.
- F. Prepare a brief written report with recommendations to aid their successors.
- G. Present reports to the Secretary for inclusion in a permanent file and distribution to the new Officers.
- H. Notify the President in advance of any inability to fulfill a specific duty.
  - 1. If the officer is not able to fulfill the duties of the office, a written resignation from the office should be given to the President.

2. Elected officers may be removed from office for cause (misconduct, neglect of duties, continued absences) by a majority vote of the Board. Thirty days' notice must be given to the officer (including the reasons for removal) prior to the vote.

**Section 2: PRESIDENT:** it shall be the duty of President to:

- A. Plan, organize, and preside at the General Membership, special, and Executive Board meetings.
- B. Serve as liaison with other organizations.
- C. Have the authority to sign checks as directed by the Executive Board or Guild membership.
- D. Have the authority to enter into contracts in the name of the Guild.
- E. Supervise the work of the Guild officers, check with the Treasurer regarding the prompt payment of current bills. Can ask for a review or audit of the books at any time during the year.
- F. Sign official correspondence of the Guild, except as such responsibility is delegated.
- G. Deliver to the incoming President all official records as soon as feasible prior to the January Board Meeting.
- H. Serve as an ex-office member (without vote) of all committee except of Nominating Committee.
- I. Perform such other duties applicable to the office as prescribed by the Parliamentary Authority adopted by the Guild.

**Section. 3: FIRST VICE-PRESIDENT :** It shall be the duty of 1<sup>st</sup> Vice-President to:

- A. Preside at all meetings in the absence of the President.
- B. Secure the Guild's gift for the retiring President.
- C. Have the authority to sign checks as directed by the Executive Board or Guild membership.
- D. In charge of planning the travel schedule for the Donation Quilt – Booking events to show quilt and promote the sale of tickets. Responsible for getting the next donation quilt organized.
- E. Perform such other duties applicable to the office as prescribed by the Parliamentary Authority adopted by the Guild.

**Section 4: SECOND VICE-PRESIDENT:** It shall be the duty of the 2<sup>nd</sup> Vice-President to:

- A. Enroll members for the guest speaker workshops.
- B. Plan programs for the following year.

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- C. Serve as Program Chair to execute programs for the current year, provide transportation and lodging for guest speakers, equipment needed by the speaker and obtain a hostess for the speaker.
- D. Secure quilt experts to present programs for successive years.
- E. Perform such other duties applicable to the office as prescribed by the Parliamentary Authority adopted by the Guild

**Section 5: SECRETARY:** It shall be the duty of the Secretary to:

- A. Take minutes of all General Membership, Special, and Executive Board Meetings and record the number of members and guests present.
- B. Provide the Newsletter Editor with minutes of these meetings within one week to facilitate informing the membership.
- C. Maintain a file of Guild correspondence.
- D. Maintain a file of officer and committee reports.
- E. Send correspondence as directed by the Guild or Executive Board.
- F. Perform such other duties applicable to the office as prescribed by the Parliamentary authority adopted by the Guild.

**Section 6: TREASURER:** It shall be the duty of the Treasurer to:

- A. Receive all monies collected by the organization and deposit these funds in a checking account maintained by the Guild for this purpose.
- B. Pay from this account all expenditures of disbursements authorized by Members of the Executive Board.
- C. Have the primary authority to sign checks to fulfill Guild obligations.
- D. Maintain a written record of all Guild financial transactions.
- E. Submit a monthly report to be published in the Newsletter and to the President.
- F. Close the books as soon as possible following the December General Membership Meeting in order to present the books to the Audit Committee no later than 10 days after said meeting.
- G. Perform such other duties applicable to the office as prescribed by the Parliamentary authority adopted by the Guild.

**ARTICLE VI  
MEETINGS**

**Section 1:**

- A. A meeting of the General Membership shall be held on the third Thursday of each month at 9:30 A.M. at a location designated by the Executive Board.  
The Board will make very effort to secure a permanent location for monthly meetings but due to membership growth and changes in program needs, the location will change accordingly.

- B. The Board will make every effort to inform the membership one month in advance of any changes in the permanent meeting location. If due to unexpected circumstances changes cannot be given one month in advance changes must be sent to the membership at least one week in advance of a meeting via mail, e-mail or phone message.
- C. In the event of inclement weather, the Guild will follow the guidelines of local school districts. If school decide to close schools, we will not have a meeting on that day. Check your email for notifications.
- D. November and December are subject to meeting a day change due to Holidays.
- E. The Board shall acquire a written agreement with the facility MMQG uses stating the dates and times the Guild is allowed to use the facility and any other rules or restrictions the facility places on the Guild and what privileges use of the building allows us i.e. use of the conference rooms for Board meetings, use of AV equipment, tables, chairs, kitchen etc. Said agreement shall be duplicated and a copy should be given to the President and Secretary and at least on these officers shall have a copy of the agreement available at all meetings held at the facility.

**Section 2:** Guild members and guests are to sign in at the entrance.

**Section 3:** Guild business will be conducted at the first part of the General Membership Meetings unless otherwise noted, according to the parliamentary authority adopted by the Guild.

**Section 4:** Special meetings may be called by the President or by the Executive Board and shall be called upon the rewritten request of ten members of the Guild. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least seven days' notice shall be given.

**Section 5:** Thirty (30) percent of the Guild membership shall constitute a quorum.

**Section 6:** A Transitional Board Meeting consisting of the outgoing and incoming boards will be held no later than the first week of January.

**ARTICLE V11**  
**EXECUTIVE BOARD**

**Section 1:** The officers of the Guild and all standing committee chairmen shall constitute the Executive Board. A member holding more than one position on the board will have only one vote.

**Section 2:** The duties of the Executive Board shall be to:

- A. Set the time and place of general membership meeting as needed.
- B. Provide general supervision of Guild affairs between the business meetings
- C. Make recommendations and introduce proposals for activities which will be voted on by the membership.
- D. Appoint committees as required or needed except for the Nominating committee.
- E. Select the depositories for Guild Funds.
- F. Prepare an annual budget for membership approval by the February General Membership Meeting which will be published in the Newsletter prior to the February meeting.
- G. Authorize expenditures for \$200 or less which are not provided for in the budget. Expenditure amounts over \$200 not provided for in the budget must be brought before the membership for approval.

**Section 3:** The Executive Board shall be subject to the order of the membership and none of its acts shall conflict with action taken by the Guild.

**Section 4:** Executive Board meetings shall be held on the day chosen by the President in the week following the General Membership Meeting. Special meetings of the Board may be called by the President or may be called upon the written request of three members of Board. Except in cases of emergency, seven-day notice shall be provided to Board members.

**Section 5:** A quorum shall consist of three of the five elected officers.



**ARTICLE VIII**  
**COMMITTEES**

- Section 1:** The Executive Board shall determine the need for a committee outside the standing committees. A Committee Chair shall be appointed by the committee members.
- Section 2:** Committee Chair shall attend Executive Board Meetings to present information and reports.
- Section 3:** Committee Chair will keep up-to-date procedure book, which include a job description, committee list, and copy of budget and expenses
- Section 4:** The Executive Board may at any time require interim spending reports.
- Section 5:** Procedure books are the property of the Guild. At years end, the Committee Chair is to summarize and give pertinent information to make an easy transition to the Committee Chair on the incoming year.
- Section 6:** The standing committees of the Mainland Morning Quilt Guild shall be Membership, Hospitality Committee, Newsletter Editor, Block Coordinator(s), Librarian, Bee Coordinator(s), Publicity, Monthly Donation Coordinator, Advertising, County Store, Community Outreach, Sunshine and Shadows Chair, Fat Quart Chair, Webmaster and Photographer.

**A. The Membership Chair shall:**

1. Receive all dues and transfer those dues to the Treasurer for deposit.
2. Maintain an up-to-date membership roster, furnishing lists of new members to the Newsletter Editor and to the Bee Coordinator(s) as changes occur.
3. Provide new members with a packet which includes a copy of the member roster, a copy of the By-Laws and a membership card.
4. Keep an adequate stock of membership applications and guild cards for distribution.
5. Have members and guests sign in at each meeting.
6. Serve as liaison with the public.
7. Greet members and guests at the Membership Meeting.
8. Obtain door prizes and fat quarters from Fat Quarter Chair.
9. Act as an information center for all who enter the meeting.

**B. The Hospitality Committee shall:**

1. Arrange for refreshments for the Membership Meeting which will be provided by the members on a voluntary basis per membership obligation.
2. Promote a social atmosphere at meetings and functions of the Guild.
3. Coordinate the set up and take down of the meeting room.

**C. The Newsletter Editor shall:**

1. Publish and distribute the monthly newsletter which shall be mailed or emailed the first week of each month.
2. Report on all Guild happenings and include minutes of the meetings, Treasurer's report, letters from the President and President-elect.

**D. Block Coordinator(s) shall:**

1. Shall choose the design for block exchanges.
2. Draw and print directions to be supplied to the participants, posted in the Newsletter, and create samples to show at the membership meeting.
3. Collect blocks and hold drawings for those participating.

**E. Librarian shall:**

1. Acquire and maintain Guild owned library material.
2. Organize library and maintain a written inventory of all Library materials
3. Make available to members at meetings and keep a system of books being borrowed.
4. Members will be charged the cost of book replacement if not returned.
5. Write thank you notes to those who donate items to the library.

**F. The Bee Coordinator(s) shall:**

1. Aid in forming new bees.
2. Aid in the selection of Beekeepers and keep a list of all Beekeepers.
3. Act as liaison between Beekeepers, Executive Board and Guild.
4. Make Bee activities known to Guild and new members.

**G. Publicity Chair shall:**

1. Be responsible for obtaining publicity for the Guild functions and meetings including sending a note of each month's upcoming meeting to the local newspaper.
2. Publicize the purpose of the Guild.
3. Take or obtain photographs and keep records of guild events.
4. Make photos available to the Newsletter Editor.

**H. Monthly Donation Coordinator shall:**

1. Coordinate and supervise the sale of tickets for the monthly donation basket.
2. Obtain volunteers to furnish the donation basket.
3. Coordinate volunteers for the monthly donation basket.

**I. Advertising Committee shall:**

1. Solicit advertising for the monthly newsletter.
2. Keep accurate records of advertising sales and renewals.
3. Place guild advertising in other publications as directed by the Executive Board.

**J. Country Store Chairman shall:**

1. Collect sewing related donations for the monthly country store sale.
2. Display and sell donated items at meetings.

**K. Community Outreach Committee shall:**

1. Identify a need in the community.
2. Present the membership with at least two proposals for ongoing committee service for membership approval.
3. At least one membership meeting will be set aside as a community service project They will organize a project for the guild.
4. Continue to encourage the guild to help in fulling its obligation.

**L. Fat Quarter Chair shall:**

1. Obtain door prizes and fat quarters from members
2. Keep in a dry, smoke free and pet free environment.

**M. Sunshine and Shadow Chair shall:**

1. Be responsible for sending congratulations and/or sympathy notices as needed
2. Obtain cards and budget stamps.

**N. Webstermaster shall:**

1. Update webpage and be responsible for keeping content current.

**O. Photographer shall:**

1. Responsible for taking or obtaining photos and making them available to the Newsletter Editor.

**Section 7:** The special committees of the Mainland Morning Quilt Guild shall be the Audit Committee and Nominating Committee.

**A. Audit Committee shall:**

1. Consist of three members appointed by the Executive Board at the November guild meeting.
2. Audit the Treasurers' accounts at the close of the fiscal year.
3. Present the Audit Report to the membership at the March Guild Meeting.

**B. Nominating Committee shall:**

1. Consist of three members and two alternates elected by the Guild at the August General Membership Meeting.
2. Shall secure nominees for each office.
3. Shall report at the October General Membership Meeting the slate of nominees for the next year.
4. Make arrangements for the installation of officers at the December General Membership Meeting.
5. In the event a member of the Nominating Committee desires to run for office, that member shall resign from the committee and shall be replaced by an alternate.

**Section 8: Other Committees shall:**

- A. Other committees, standing or special, shall be appointed by the President or Executive Board as the Guild shall from time to time deem necessary to carry on the work of the Guild.
- B. The President shall serve as an ex-officio member without vote of all committees except the Nominating Committee.

**ARTICLE IX**

**DISSOLUTION**

In the event the Mainland Morning Quilt Guild is dissolved, the assets of the Guild shall be disposed of in a manner determined by the membership.

**ARTICLE X**

**PARLIMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rule of Order, shall govern the Guild in all cases to which they are applicable and in which they are not inconsistent with these by-laws and any special rules of order the Guild may adopt.

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ARTICLE XI  
AMENDMENT OF BY-LAWS

These by-laws may be amended at any general membership meeting by a 2/3 majority vote of members present and voting, provided written notice of the proposed change(s) have been sent to the membership one month (30 days) prior and read at the previous General Membership Meeting.

**ARTICLE XII**  
**AMENDMENTS TO THE BY-LAWS**

See attachments.

Rev. 10/18/2017

Rev. 3/2019

Rev. 1/17/2019

**ARTICLE XII**  
**AMENDMENTS TO THE BY-LAWS**

**ARTICLE IV**

**OFFICERS**

**Section 4:** The officers shall serve for ~~two terms~~ **years** or until their successors are elected. Their term of office shall begin at the close of the December General Membership Meeting at which they are installed.

**ARTICLE V**

**Section 5: Secretary**

G. Be responsible for sending congratulations and/or sympathy notice as needed. Obtain cards and budget stamps.

**ARTICLE VI**

**Section 1**

A. A meeting of the General Membership shall held on the third **Tuesday** of each month at 9:30 a.m. at a location designated by the Executive Board.....

**ARTICLE VII**

**COMMITTEES**

**Section 6:** Remove Sunshine and Shadow (duties given to the Secretary)

N. Remove Sunshine and Shadow Committee.

ARTICLE XIII  
AMENDMENTS TO THE BY-LAWS

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ARTICLE IV

OFFICERS: page 4

Section 4: The officers shall serve for ~~one term~~ 2 years or until their successors are elected. Their ~~term-years~~ of office shall begin at the close of the December General Membership Meeting at which they are installed.

ARTICLE VIII

COMMITTEES page 10

Section 6: The standing committees of the Mainland Morning Quilt Guild shall be Membership **Chair**, Hospitality **Committee**, Newsletter Editor, Block Coordinator(s), Librarian, Bee Coordinator(s), **Historian**, Publicity **Chair**, **Photographer**, Monthly Donation Coordinator, Advertising **Committee**, Country Store, Community Outreach, Sunshine and Shadows Chair, Fat Quart Chair, **Webmaster and Photographer**.

**SUNSHINE AND SHADOWS COMMITTEE** page 13

Remove the number 3