

Western Wayne County Quilting Guild, Inc.

Belleville (MI) Chamber of Commerce Member

Organization Bylaws

NQA Guild #MI-602

Founded 1994

Ratified by Quorum: XX-XX-XX

Article 1 - Name

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

Article 2 - Purpose

1. The Guild has been organized for the purpose of promoting an interest in and appreciation of the art of quilt making, sharing quilting information, education and stimulation of high standards of design and technique and support nonprofit charities.
2. The Guild is a Section 501(c)(3) of the Internal Revenue Code organization.

Article 3 - Membership

1. Any person who subscribes to the objectives of this Chapter may become a member, subject to compliance with the provisions of these bylaws. This Chapter is non-discriminatory as to age, race, color, sex, 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 memberships attained after July 1st will be at a reduced rate to be determined by the Board. Junior (underage18) 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 4 - Officers

1. The officers of the Board shall be a President, Vice-President, 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 preceding an election year. 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. At the first Annual Meeting following the adoption of this article, the President, Secretary, and Treasurer shall be elected for terms of two years and the Vice-President and Member-at-large shall be elected for a term of one year. At each Annual Meeting held thereafter, either two or three Board members shall be elected depending upon the number of Board members whose terms expire. After the first Annual Meeting following the adoption of this article, the term of office (except for the two members elected at the first meeting for one year terms) of each Board member shall be 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. 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 5 – Duties of Officers

1. The President shall be the Chief Executive Officer of the Guild and shall have responsibility for the
1. 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 President shall, in the absence of the President, perform all the duties of the President and shall be Chairperson of the Program Committee.

3. The Secretary shall keep minutes of all general meetings and Board meetings, will be custodian of records, will give all notices as are required by law or of these Bylaws and, generally, will perform all duties incident to the Office of Secretary and such other duties as may be required by law, by these Bylaws, or 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 records 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 September Board meeting.
5. The Member-at-large shall assist the Board as the Board may from time to time assign.

Article 6 - 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 a bi-monthly basis.
3. The regular meeting in December 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-President 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
 1. 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 there upon 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 7 – 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 8 - Dissolution

Upon dissolution of the Guild, after paying or adequately providing for the debts and obligations of the Guild, , the remaining assets shall be distributed to an organization(s) exempt under Section 501(c)(3) of the Internal Revenue Code. None of the funds shall revert to any individual member.

Article 9 – 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 in consistent with these Bylaws and other rules of order which the organization may adopt.

Article 10

1. The Guild may have quilt-related (quilt racks, books, quilt frames, etc.) personal property as the Guild sees fit.
2. The Guild 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 Guild will not be responsible for supplying the members with personal supplies, meals, etc., but may do so at their discretion.
4. The Guild will use the majority of its assets from specifically designated fundraising, after expenses, for civic or charitable purposes. Designated fund raisers to be determined by the Board.