

QUILT GUILD OF GREATER VICTORIA, INC.  
**BY-LAWS**  
*Printed with revisions 2017*

**ARTICLE I**  
*Name*

The name of this organization is Quilt Guild of Greater Victoria, Inc.

**ARTICLE II**  
*Purpose*

The purpose of this organization is to develop an appreciation for the art of quilting and its history, to provide a common organization of persons who love quilts, and to educate the public on the history and artistry of quilt making.

**ARTICLE III**  
*Membership*

**Section 1**

Membership is open to any individual who has an interest in quilts.

- A. Members have the right to:
1. Attend monthly meetings and board meetings.
  2. Cast a vote in the election of officers and vote at the annual meeting.
  3. Hold an elective office.

4. Approve organizational activities, policies, and by-laws amendments.
- B. Members have the responsibility to:
1. Support and uphold the principles and rules of the Guild.
  2. Take an active and interested part in Guild affairs.

## **Section 2**

Anyone may come as a guest or visitor for three meetings. However, after attending three meetings they will be required to join the Guild by paying the appropriate dues before attending another meeting.

## **Section 3**

Members are required to pay annual membership dues of \$25.00 per person or \$20.00 for a senior citizen (a member over 60 years of age). Dues are payable on January 1. Members who have not paid by February 1 will be dropped from the roll and will not receive the newsletter until dues are paid. Members who join on or after July 1 shall pay one-half of the annual fees. Any member in good standing who reaches and admits to the age of 90 will be awarded a lifetime membership.

## **ARTICLE IV** *Officers*

### **Section 1**

The elected officers shall be: President; Vice-President; First Vice President Elect; Second Vice-President; Secretary; Treasurer; Ways and Means.

## Section 2

### *Duties of Officers:*

#### **a. President**

The President presides at all meetings, appoints all standing and special committees, performs all duties pertaining to the office and is an ex-officio member of all committees except the Nominating Committee.

#### **b. First Vice-President**

The First Vice President presides at any meeting in the absence of the President, is chairman of the Program Committee (which is appointed by the chairman), is responsible for arrangement of programs for the meetings of January through December, obtaining speakers and making travel arrangements for that person if from out of town and shall make reservations for the monthly meeting place, including the Christmas gathering.

#### **c. First Vice-President Elect**

The First Vice-President Elect serves as assistant to the First Vice-President, will co-chair program implementation and serves in her absence. She will take office as First Vice-President the following year. She will collect fees for classes taught by guest speakers.

#### **d. Second Vice-President**

The Second Vice-President serves as membership chairman, collects dues, keeps a current roster, and presents it at the September Board meeting, publishes the yearbook, provides name tag kits, and performs the duties of the President in the absence of the President and the First Vice-President.

**e. Secretary**

The Secretary keeps an accurate record of the business proceedings of all regular and special Guild and Board meetings for the approval of the membership, and furnishes such copies of the record as may be required. This officer maintains a file of all official records including the corporate seal and corporate book, pertaining to the Guild.

**f. Treasurer**

The Treasurer receives all monies and deposits same in the bank, disburses all monies in accordance with the budget, maintains accurate books of account for all receipts and disbursements, serves on the Budget Committee, presents a proposed budget to the general membership in January for approval, submits a monthly finance statement and submits the books for annual audit. Unbudgeted expenditures not to exceed \$50.00 may be approved by the Board of Directors. The outgoing Treasurer shall file any appropriate and required tax forms annually. If this duty cannot be performed by the Treasurer, the President shall choose an alternate agent.

**g. Ways and Means**

The Ways and Means chairman chairs the committee responsible for investigating, recommending and implementing fund raising activities in order to help meet the financial needs of the guild. This may include any or all of the following activities:

1. Workshops to make items for the Sampler Store.
2. Promote ideas for others to work on for the Sampler Store.
3. Other money making projects.

### **Section 3**

#### ***Nomination and Election of Officers:***

- a. A Nominating Committee named by the President at the August meeting shall be made up of five members, two from the Board of Directors and three from the membership at large. The committee will be voted on for approval by the membership at the August meeting.
- b. In the October newsletter, the Nominating Committee will publish a slate of officers who have consented to serve if elected. The report of the Nominating Committee will be presented to the general membership at the October meeting at which time nominations for any office will be accepted from the floor. The nominee shall have given consent to serve and will be included in the slate for a particular office. Elections shall be affirmed by a majority vote.

### **Section 4**

#### ***Tenure***

- a. The tenure of office is one year, commencing January 1 and terminating at the installation in December of the same year.
- b. An elected officer may serve no more than four consecutive years with a maximum of two years in the same office.

### **Section 5**

#### ***Vacancies***

Any vacancy occurring during a term of office shall be filled by Presidential appointment with a majority vote of the Board of Directors.

**ARTICLE V**  
***Meetings***

**Section 1**

Regular meetings shall be held on the fourth Thursday of each month unless otherwise stated in the newsletter. Board meetings shall be held on the second Thursday of each month or rescheduled by vote of the Board of Directors and announced in the newsletter. The annual membership meeting shall be held in October, at which time the election of officers will be held.

**Section 2**

A Christmas gathering in December will take the place of the regular meeting.

**Section 3**

In the event the regular meeting date falls on a legal holiday, the time of these meetings shall be set by the Board and members must be notified of the change within 10 days prior to the meeting.

**Section 4**

Special meetings may be called by a majority vote of the Board of Directors or right of petition by a quorum of the membership. Members must have received written notice within 10 days prior to the meeting.

**Section 5**

Forty members shall constitute a quorum for the transaction of business at a regular meeting and for the right of petition.

**ARTICLE VI**  
***Board of Directors***

**Section 1**

The Board of Directors consists of the elected officers and the Standing and Special Committee Chairmen. Each officer and each committee is entitled to one vote. The outgoing President shall serve as an ex-officio member of the Board of Directors.

**Section 2**

Nine Board members constitute a quorum for the transaction of business at Board Meetings.

**Section 3**

Files of officers will be forwarded to their successors at a joint Board meeting.

**Section 4**

The Board of Directors shall approve at the September Board meeting, the current roster to certify membership for qualifications to vote.

**Section 5**

Any Board member who misses two consecutive Board meetings without an excuse may be asked to relinquish the office.

**ARTICLE VII**  
*Standing and Special Committees*

1. **Audit:** One Guild member, not serving on the Board, is named by the President and approved by the membership at the October meeting, shall audit all books of the treasury and any other funds of the Guild. All books shall close by December 31. If it is deemed necessary, a professional audit may be called for. If no professional audit is called for, the audit report will be presented at the January meeting.
2. **Budget:** The Budget committee shall consist of the Treasurer, President, and the First Vice-President and chaired by an individual appointed by the President. A Proposed Budget will be prepared for presentation to the Board at the January Board of Directors meeting. The recommended budget will be published for the members prior to the January meeting and will be available at the meeting. The Board will submit the recommended annual budget to the general membership at the January meeting at which time it will be voted on for approval.
3. **By-laws/Parliamentarian:** Review the current by-laws and update them and be prepared to see that the meeting is conducted in accordance with Robert's Rule of Order.
4. **Historian:** To keep an accurate history of the Guild's activities and be responsible for photographic equipment.
5. **Newsletter:** To publish a monthly newsletter of upcoming Guild events and pertinent information and send to membership electronically or by paper copy, if requested, at least a week prior to the regular meeting. The Guild will accept newsletter advertisements, business card size, for \$5.00 month. The Board of Directors sets the newsletter policies.

6. **Door Prize and Greeters:** Responsible for arranging to have a door prize at each regular meeting and provide name tag kits for new members.
7. **Hospitality and Cards:** Responsible for coordinating hostess volunteers to provide refreshments at the meetings, store coffee pot and other items for serving, send cards to members for illness, births, special occasions and conduct show and tell at the monthly meetings.
8. **Donation Quilt:** Plan and coordinate the design, construction, and completion of the Donation Quilt. Also responsible for coordinating the printing and distribution of tickets for this quilt.
9. **Quilt Show:** Organize the Show by coordinating all committees, selecting chairmen for the committees, and selecting the theme.
10. **Library Exhibit:** Coordinate all activities and committees for the Victoria Public Library Exhibit.
11. **Bank Exhibit:** Coordinate the securing of quilts, handing and taking down quilts at the bank, and returning to lenders.
12. **Telephone:** Telephone membership when needed.
13. **Publicity:** Write articles for local newspaper and arranges all necessary publicity.
14. **Education:** Oversees any educational projects or needs that are not provided for in any existing committee. Chairman chooses own committee of two and interacts with said committee and reports directly to the Board for any final decision.

15. **Silver Thimble Awards:** Reference Standing Rule #4
16. **Community Service:** Recommends and coordinates areas of service.
17. **Quilt Festival Bus Trip:** Make charter bus reservation and order admission wristbands, pins, programs, and tote bags for the Guild's annual Houston Quilt Festival trip.

**ARTICLE VIII**  
*Parliamentary Procedure*

Meetings shall be conducted in accordance with Robert's Rules of Order.

**ARTICLE IX**  
*Amendment of By-Laws*

By-Laws of the Guild may be amended at any regular meeting by a 2/3 majority of members present and voting, provided written notice of and the reading of these changes has taken place in the previous month.

**ARTICLE X**  
*Dissolution*

In the event that the Guild is terminated, all assets shall be given to a non-profit organization serving the community of Victoria, by a majority vote of the membership.

### *Standing Rules*

1. Hospitality at each meeting shall be between the hour of 9:00 a.m. and 9:30 a.m. with the meeting beginning at 9:30 a.m.
2. Board meetings shall be open to any guild member. Any officer may be contacted for place and time.
3. At the regular meeting in December, the retiring President shall be presented with a gavel charm/pendant and other suitable token(s) of appreciation with a combined cost not to exceed \$200. Should a person serve more than one term as President, an alternate suitable token of appreciation shall be presented following each additional term of office.
4. At the October meeting, each member may cast one vote for the person who has contributed outstanding effort and personal commitment toward the betterment of this organization. Previous recipients of the award are not eligible. The vote will be conducted and tallied by recipients of the previous year's awards. At the December meeting, a silver thimble will be awarded to the member receiving the largest number of votes. In the event of a tie, 2 thimbles will be awarded. The Board has the option of awarding one thimble to a member of their choosing. Written nominations may be submitted by general membership in September for publication in the October newsletter.
5. The Equipment Chairman shall be in charge of storage of the quilt display poles. Lending will be at the discretion of the Equipment Chairman and at least one Board member. The poles may be borrowed for 2 weeks with a deposit of \$10 per set required at the time of pick-up and refunded when the poles are returned. Deposit will be forfeited if poles are not returned in two weeks, or not returned in good condition.
  
6. Program Committee Practices:
  - A. Members who are hostesses (overnight) for program/workshop leaders will receive one workshop of her choice free, within one year from that date.
  - B. Members transporting program/workshop leaders to and/or from airports (Houston, Austin, San Antonio) will be paid the current IRS mileage allowance plus tolls, parking and/or meals.

- C. Meetings and workshops will be held at Grace Presbyterian Church unless there are different space requirements.
  - D. Two days notice must be given the Vice President Elect to receive a refund when canceling a workshop.
  - E. All workshops are open to the public with an additional fee for nonmembers.
  - F. A Guild member who presents a program to our Guild will be paid \$50.00, for a half-day workshop \$50.00, and for a full day workshop \$100.00.
7. Any request from an individual or group for services or monetary goods from the Guild must be presented to the Board for approval.
  8. Members are responsible for donating items once a year worth \$25.00 to be sold at the Quilt Show, or the cash equivalent.