

COACHELLA VALLEY QUILT GUILD 2020 BYLAWS

ARTICLE I - NAME The name of this organization shall be the Coachella Valley Quilt Guild, hereinafter referred to as "the Guild."

ARTICLE II - PURPOSE

Section 1 The Guild shall be a nonprofit organization established to promote appreciation of quilting, to share and to uphold the heritage of a timeless folk art and to further the education and skill levels of the members of the Guild.

Section 2 This Guild is not organized for personal profit. All activities of the Guild shall be conducted in such a manner that no part of the net income would benefit any individual member with the exception that a member may be hired as a principal lecturer/teacher.

ARTICLE III - MEMBERSHIP

Section 1 Membership in the Guild is open to anyone upon the payment of annual dues.

Section 2 The membership year shall be January 1 through December 31.

Section 3 Membership annual dues shall be established by the Board and submitted to the membership for approval by majority vote of those present.

ARTICLE IV - OFFICERS AND DUTIES

Section 1 The elected officers of this Guild shall be the following members who shall act as the General Board:

- A. President
- B. Vice President of Facilities
- C. Vice President of Programs
- D. Vice President of Opportunity Quilts
- E. Secretary
- F. Treasurer
- G. Membership Chairperson
- H. Parliamentarian
- I. Philanthropy Chairperson

Section 2 A quorum of the Board shall be comprised of 51% of the voting members.

Section 3 The Executive Board shall consist of President, Vice President of Facilities, Vice President of Programs, Secretary and Treasurer, and shall have the authority to transact any and all necessary business between meetings. All of the five members of the Executive Board are authorized to sign checks. Two signatures are required for check amounts over \$100.

Section 4 If necessary the offices, excluding President, Secretary and Treasurer, may be co-shared. Any co-shared office may cast only one vote.

Section 5 The President shall:

- A. Preside over the Guild and Board meetings.
- B. Coordinate relationships between committees.
- C. Be an Ex-Officio member of all committees, except the Nominating Committee.
- D. Co-sign with the Secretary all contracts and other legal papers, which require his/her signature.
- E. Co-sign with the Vice President of Programs all program contracts.
- F. Co-sign with the Vice President of Facilities all facilities contracts.
- G. Appoint Standing Committees at the beginning of his or her term of office.
- H. Serve on the Committee of the Desert Guilds Quilt Show. The President serves as DGQS Chair on a rotating basis with the Presidents of the other participating Guilds. If unable to fulfill these duties, the President may appoint a member to represent the Guild. (See Standing Rule 8.)

Section 6 The Vice President of Facilities shall:

- A. Perform the duties of the President in the President's absence. In the event that the President cannot complete the term of office, the Vice President of Facilities shall assume all duties and responsibilities of the office of President for the remainder of the term. Should this occur, the remainder of the term does not count towards the two consecutive terms as mentioned in Article VII, Section 2.
- B. Secure facilities for the regularly scheduled monthly Guild meetings, workshops and/or classes, and the Holiday meeting/luncheon (i.e. dates, rent, key) and negotiate contracts and setup, with the approval of the General Board.
- C. Facilitate that the general meetings are set up as planned.
- D. Oversee logistics of class & workshop operations.
- E. Maintain control and inventory of equipment and property of the Guild.

- F. Co-sign with President all facilities contracts.

Section 7 The Vice President of Programs shall:

- A. Arrange for Guild meeting programs, classes and workshops.
- B. Initiate and negotiate contracts and communications with speakers and teachers.
- C. Manage class & workshop registration. (See Standing Rule 6.)
- D. Co-sign, with the President, all program contracts, and obtain Board approval for any contracts with Guild members. (See Standing Rule 6E.)
- E. Arrange and secure travel arrangements and overnight accommodations for speakers and/or teachers as required.
- F. Ensure that the expenditures for all programs, classes and workshops shall be within the budget set by the Board, except that the Board may approve expenses in excess of the budget.

Section 8 The Vice President of Opportunity Quilts shall:

- A. Maintain control and inventory of the Opportunity Quilt and its quilt frame. (See Standing Rule 9.)
- B. Ensure that the Opportunity Quilt is entered in the Riverside County Fair and National Date Festival, as well as other quilt related shows/festivals, based on qualifications.
- C. Coordinate all activities with the Riverside County Fair and National Date Festival, including hanging the quilts and scheduling sales of opportunity tickets.
- D. Design and purchase tickets for the Opportunity Quilt.

Section 9 The Secretary shall:

- A. Record minutes and maintain a full and complete record of all Guild, Board and Executive Board Meetings.
- B. Maintain a full and complete record of the Standing Rules and Bylaws.
- C. Conduct correspondence of the Guild, including appropriate greeting cards.
- D. Co-sign all contracts (except Program contracts) and legal papers with the President.

Section 10 The Treasurer shall:

- A. Record and maintain financial transactions and the records of the Guild. The Treasurer's ledger book shall record all transactions and be open to members' examination upon request. (See Standing Rule 4A.) (See Article VIII on Financial Review.)
- B. Prepare the next year's budget in November for the operation of the Guild's next year's Activities.
- C. Present the budget to the Board members at the December Board meeting.
- D. Be responsible for payment and acquisition of Guild insurance policy and coverage, including member certificates of insurance and binders for special activities.
- E. Pay all bills authorized by the Executive Board.
- F. Maintain the tax records and be responsible for the tax returns of the Guild.

Section 11 The Membership Chairperson shall:

- A. Keep up-to-date membership records.
- B. Oversee new membership and membership renewals.
- C. Greet and register members and guests at Guild meetings.
- D. Introduce new members and guests at Guild meetings.
- E. Publish the Guild Membership Directory. (See Standing Rules 3 & 5.)
- F. Provide door prizes at each meeting.

Section 12 The Parliamentarian shall:

- A. Direct the Board and membership in accordance with the Guild Bylaws, Standing Rules and Robert's Rules of Order.
- B. Chair the Nominating Committee. (See Article VII.)
- C. Chair the Bylaws Review Committee every other year or as needed and make revisions as deemed necessary (See Article IX.)

Section 13 The Philanthropy Chairperson shall:

- A. Create a committee to investigate potential nonprofit, tax-exempt recipients for philanthropy and present recommendations to the Board for approval.
- B. Supervise the disbursement of the funds allocated for Philanthropy.
- C. Notify the recipients by letter of their selection and invite them to the appropriate meeting for presentation.
- D. Arrange for donations of quilts to charitable organizations.
- E. Maintain appropriate records of quilt disbursements.
- F. Obtain written acknowledgements of monetary and quilt donations.

ARTICLE V - STANDING COMMITTEES

Section 1 Standing Committees shall be appointed by the President at the beginning of his or her term of office. Invitations to attend Board meetings is at the discretion of the President.

Section 2 The Publicity Chairperson shall:

- A. Submit news releases to media.
- B. Arrange for and coordinate any interviews, pictures, etc., requested by the media.
- C. Create, maintain and distribute information regarding Guild programs and events to the membership and the community.

Section 3 The Historian shall maintain all historical records and memorabilia of the Guild.

Section 4 The Newsletter Editor shall coordinate the writing, publishing and distribution of the newsletter to members, and other guild organizations in the Coachella Valley.

Section 5 The Website Coordinator shall:

- A. Ensure that the host site is paid for annually and changed if necessary.
- B. Create and update the website, keeping it current.

Section 6 The Sew What Table Coordinator shall coordinate items donated by members for resale to members.

Section 7 The Quilter to Quilter Table Coordinator shall coordinate specific items donated by members for resale.

Section 8 The Block of the Month Chairperson shall:

- A. Choose the block, size and colors for the block exchange.
- B. Submit this information to the Newsletter Editor by each newsletter's deadline.
- C. Distribute blocks to winning member(s) at the regularly scheduled Guild meeting.

Section 9 The Social Media Coordinator shall:

- A. Maintain the Guild's presence on Internet social media sites as appropriate, including Facebook, keeping such web pages current and up to date.
- B. Monitor these sites for undesirable input from retail vendors and other unrelated material, and take necessary action to eliminate such content.

ARTICLE VI – MEETINGS

Section 1 The general meetings will be held on the second Saturday of every month, except the months of July and August at a place determined by the Board unless otherwise ordered by the Guild. The general meetings will be either physical or virtual, as determined by the Board.

Section 2 At all meetings of the membership, physical or virtual, the members in attendance shall constitute a quorum.

Section 3 Executive Board and General Board meetings shall be announced by the Executive Board.

ARTICLE VII - NOMINATIONS AND ELECTIONS

Section 1 The term of office for elected officers shall be one year beginning July 1 of each calendar year and ending June 30 of the following year.

Section 2 Individuals may not hold the same office for more than two consecutive terms.

Section 3 Election of Guild officers shall be in April and conducted as follows:

- A. A Nominating Committee shall be appointed by the President with the following representatives:
 - 1. The Parliamentarian, who shall serve as Chairperson
 - 2. One member of the Board, and
 - 3. Three members from the Guild membership.
- B. The Nominating Committee shall be appointed by January to select a complete slate of officer Candidates.
- C. The slate of officer candidates shall be presented to the Guild membership at the March general meeting, followed by the election which will take place in April.
- D. Additional nominations may be made from the floor with the written consent of the Nominee.
- E. Election of officers will be held after the slate has been presented and nominations from the floor have been closed.
- F. Officer candidates must be members in good standing, i.e., current dues paid.
- G. Voting shall be by ballot or acclamation.

Section 4 The Elected Board will be installed at the May general meeting.

Section 5 In case of resignation(s), vacancy(ies) may be filled by Presidential appointment.

ARTICLE VIII – FINANCIAL REVIEW

Section 1 An internal financial review shall be conducted at the end of the Treasurer's term or when necessary as determined by a majority of the Board members. The results of the review will be available upon request.

Section 2 The review will be conducted by a committee appointed by the President, and will consist of one Board member and two additional guild members.

Section 3 The Board as described in Article IV shall on an annual basis in August review the cash balance available as of June 30 with the goal of maintaining balances that will provide for a year of operations. If at that time, that balance is less than the operating expenses for the prior year, plus any known obligations not reflected in the prior year's financial statements, the Board shall consider measures to increase revenues or decrease expenditures. These measures should include membership dues, programs and rent, as these budget items represent the more significant ones that can have an impact.

ARTICLE IX - AMENDING BYLAWS

Section 1 Any proposed changes to the Bylaws shall be:

- A. Made in writing to the Board one month prior to a general meeting.
- B. Published in the Guild newsletter and presented to the general membership.
- C. Voted on at the next consecutive general meeting.

Section 2 Approval of a change in the Bylaws must be made by a two-thirds vote of members present. Approval of a change in Standing Rules may be made by a simple majority vote of members present.

Section 3 Any change in the Bylaws shall be printed in the newsletter.

ARTICLE X - PARLIAMENTARY AUTHORITY

Conduct of meetings shall be governed by Robert's Rules of Order, or as such rules may be revised from time to time, insofar as rules are not inconsistent or in conflict with these Bylaws or the laws of the land.

ARTICLE XI – DISSOLUTION

In the event of dissolution, any and all properties owned by the Guild shall be distributed only to organizations which qualify as nonprofit under the Internal Revenue Service Code and as the Executive Board shall select as recipients.

STANDING RULES

1. GENERAL MEETINGS

- A. Guests are welcome. There shall be a guest fee for both physical and virtual meetings, to be determined by the Board.
- B. Use of cameras and/or tape recorders is by the permission of the guest speaker only.

2. BLOCK EXCHANGE

- A. Blocks shall be distributed to one or more persons as determined by the chairperson.
- B. A member may make up to 5 blocks per month. Each member will have the same number of entries in the drawing as the number of blocks they submitted.

3. MEMBERSHIP

- A. The Guild membership list shall not be used for commercial purposes.
- B. The President has the executive privilege of inviting guests to a general meeting at no fee.
- C. Membership dues shall include two books of tickets for the Opportunity Quilt, which may be sold or entered into the drawing by the member.

4. BOARD

- A. Requests for reimbursement from the Treasurer are to have itemized receipts attached to a reimbursement form.
- B. The Guild shall pay membership dues on a yearly basis to the Southern California Council of Quilt Guilds.
- C. All officers and committee chairpersons are to maintain and update a procedural notebook to be passed on to their successors at the end of their terms.

5. MEMBERSHIP DIRECTORY

A directory for members will be provided annually, which includes the membership directory, current Bylaws and Standing Rules.

6. CLASSES & WORKSHOPS

- A. Fees for Classes or Workshops are to be paid in advance.
- B. Fees may be refunded only under the following conditions:
 1. The spot is filled by someone on the waiting list; or

2. The class is cancelled by the Board; or
 3. At the discretion of the Board.
 - C. Members who have paid for a class or workshop and cannot attend may send someone else in their place.
 - D. Classes or Workshops shall be open to non-members.
 - E. In the event that a Guild member is contracted to give a presentation in lieu of a professional speaker, that member shall be paid a fee not to exceed \$200. If, however, that member is a professional teacher who does contract to speak at other venues, a fee commensurate with his/her normal fee may be negotiated, with the approval of the Board. A person is deemed to be "a professional teacher" if his/her primary occupation is that of a speaker or teacher focused on quilting and/or related topics, earning their primary living through such activities.
7. SPECIAL EVENTS
- A. A special event is any activity that is not a regular program (i.e., quilt show, seminar, retreat, bus trip).
 - B. Special events may be scheduled by the Board upon direction from the Membership.
8. QUILT SHOW
- A. The Coachella Valley Quilt Guild shall participate in The Desert Guilds Quilt Show in even years if approved by a majority vote of the Guild Board in the month following the previous show.
 - B. The submission of a quilt into The Desert Guilds Quilt Show is open to any Guild Member who wishes to enter, at the discretion of the Show Committee.
9. OPPORTUNITY QUILT
- A. An Opportunity Quilt may be made in order to raise funds for the Guild and for Philanthropic purposes.
 - B. The design and color of the Quilt will be presented to the Board for approval by January, 2 years prior to the drawing.
 - C. Selection should be determined by the end of March, 2 years prior to the drawing.
 - D. The drawing for the Opportunity Quilt shall be scheduled by the Board.
10. HOLIDAY LUNCHEON
- A. The Board shall plan and organize the Annual Holiday Party for the Guild Members.
 - B. No refunds will be given for cancelled luncheon reservations but a reservation can be transferred to another Guild member.
11. OTHER
- The Board may form such other committees as the affairs of the Guild may require and perform such duties as the Board may, from time to time, determine.
12. RECORDS MANAGEMENT POLICY
- A. Records are to be maintained by the Historian.
 - B. Records will be retained for the current calendar year plus the seven prior years.
 - C. The official records will consist only of hard copy (paper) records. No official records will be retained electronically.
 - D. Records shall consist of all bank statements, contracts, meeting minutes and addenda.
 - E. Items of memorabilia are not considered official records.

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