

## **Mission Statement of Mothertown Quilters**

To promote and encourage interest in the art of quilting through sharing of related information; to work together in harmony with mutual respect; and to continue the education of ourselves and the public in the art of quilting.

## **By-Laws of Mothertown Quilters**

### **Article I - Name**

The name of this guild shall be Mothertown Quilters, a not-for-profit organization, to be referred to in this document as the Guild; meetings to be held in Lancaster, Massachusetts.

Our fiscal year shall run from June 1 through May 31.

### **Article II - Purpose**

The purpose of this Guild is to encourage the appreciation and preservation of the art and the craft of quilt making for individuals and the community through education, participation, and fellowship.

### **Article III - Membership**

#### Section A

Membership in the Guild is open to anyone who is interested in the purposes of the organization. Such individuals shall be admitted to full membership upon payment of yearly dues. Membership will be capped at 75 members.

#### Section B

Active members are defined as those who participate in and support the activities and projects of the Guild and who have paid their dues by the date of the first meeting of the year (September).

Dues may be refunded in full upon written request to the Treasurer on or before the October meeting. Dues are non-refundable after the October meeting.

New members will be expected to pay dues in FULL through the February meeting. After February, guest fees shall apply until the new fiscal year.

Visitors are welcome to attend for two meetings in a fiscal year. They must pay full dues to join on their third visit.

A nominal fee may be charged visitors and/or members for special meetings or programs, such fee to be established by the Executive Board.

A yearly membership list will be provided to all Guild members. This list is private and can not be used for commercial or non-guild correspondence.

### **Article IV - Officers**

#### Section A

The officers of the Guild shall be President, Vice President, Secretary, and Treasurer and shall be elected by the membership of the Guild at the May Annual Meeting. Persons holding office must be a member in good standing..

#### Section B

Newly elected officers shall assume their duties at the close of the May Annual Meeting and shall remain in office for one year (the Treasurer's term is two years) or until their successors have been installed. No officer shall serve more than two consecutive terms in any Executive Board position.

### Section C

Vacancies in un-expired terms of office shall be filled by appointment of willing individuals. The Executive Board shall make such appointment with the exception of the President which will be filled by the Vice President with a new appointment being made for Vice President

## **Article V - Duties of Officers**

### Section A

The **President** shall be responsible for conducting regular monthly meetings, chairing the Executive Board, attending other committee meetings as needed as an ex officio member and performing other duties as required.

### Section B

The **Vice President** presides over general meetings and fills in for the President in the President's absence.

### Section C

The **Secretary** shall keep minutes of all monthly meetings of the Guild and shall maintain permanent records of all meetings of the Guild, including but not limited to such minutes. In the Secretary's absence, a temporary appointee of the President will fill the duties.

### Section D

The **Treasurer** shall receive and bank all Guild monies, disburse funds as authorized by the Executive Board and maintain records of all funds. The Treasurer prepares the proposed budget for the upcoming fiscal year and shall present it at the September Meeting. She/he shall present the books for review. She/he works with appointed chairs for special events.

The Treasurer works with the Membership Committee to maintain a current list of paid members. She/he updates this list on a monthly basis

One Executive Board member shall be signatory on checking accounts along with the Treasurer. This must be accomplished within one month of Officer Installation at the May Annual Meeting.

### Section E

Officers may be impeached for any of, but not limited to, the following:

- a. Misuse of Guild funds
- b. Misuse of Guild non profit status, i.e. tax exempt certificate
- c. Misrepresenting the Guild within the quilting community

Any Officer not performing her/his duties in a proper or satisfactory manner may be removed from that position by the Executive Board following an affirmative vote of 2/3 of the Executive Board present, provided that fifteen days' notice in writing shall have been given the incumbent.

## **Article VI - Executive Board**

There shall be an Executive Board comprised of the four officers, the Program Chairperson and one other Guild member in good standing. This member shall be elected for the position at the May Annual Meeting. A quorum of the Executive Board shall be three persons.

The Executive Board shall have general supervision of the affairs of the Guild and it shall establish a balanced budget to be presented for approval by the Guild at the September meeting.

Meetings of the Executive Board can be called by the President or by two members of the Executive Board. An Executive Board meeting, including both outgoing and incoming Executive Board members, shall be held sometime between the May Annual Meeting and the June General Meeting.

## **Article VII - Nomination and Election**

### Section A

The Nominating Committee shall consist of one past-President, one Executive Board Member, and one member-at-large (or two members-at-large if no past-Presidents)

### Section B

The Nominating Committee shall present a slate of nominees to the membership at the March General Meeting with elections being held at the May Annual Meeting. Election will be by majority vote of all members present at the meeting and in good standing. Installation of Officers shall be at the May Annual Meeting.

### Section C

The term of office shall be for one year, except Treasurer, which is a two-year term. No person shall serve more than two consecutive terms in the same Executive Board position.

### Section D

Outgoing officers and committee chairpersons shall turn over one copy of all books, files, and data of the Guild pertinent to the office to their successor between the May Annual Meeting and the June General Meeting.

### Section E

Vacancies in any office, with the exception of the President, shall be filled by appointment for the unexpired term by the Executive Board. Vacancy in the office of President shall be filled by the Vice President.

### Section F

Attendance of an officer shall be mandatory at all meetings. Any officer missing more than two consecutive Executive Board or General Meetings without showing just cause shall forfeit his or her office and be replaced.

### Section G

Other committees shall be appointed by President and approved by the Executive Board as the need arises.

## **Article VIII - Meetings**

### Section A

Meetings shall be held monthly from September to June on the second Tuesday of the month in a place to be determined by the Executive Board.

### Section B

The Annual Meeting shall be held in May. An annual report reviewed by two members of the Executive Board shall be given in writing by the Treasurer. The election and installation of the new Officers will take place at this meeting.

### Section C

Special Meetings may be called by the Executive Board. Such meetings must be advertised in writing two weeks prior to such a meeting. A quorum of 30% of the paid membership must be present to validate any votes taken at such a meeting.

### Section D

A quorum for purposes of voting shall be 30% of paid membership. There shall be no proxy voting.

## **Article IX - Committees**

### Section A

The Committees of the guild shall be: 1) Membership 2) Programs 3) Hospitality 4) Communications 5) Outreach 6) Raffle 7) Historian All Committees shall maintain notebooks which contain job descriptions and if applicable a committee budget. These shall be updated as needed. The notebooks will be passed yearly from chair to chair of each committee. Persons holding the chair of a committee must be a member in good standing for at least one year.

### Section B

The **Membership Committee** updates the membership list on a monthly basis. This person will provide a checklist of the members at each meeting and will maintain this record of attendance

The **Programs Committee** shall organize and carry out a schedule of programs and speakers for the Guild monthly meetings. The programs shall take into consideration suggestions from the Guild membership and the Executive Board. This committee will work with the Communications Committee to ensure that the membership is notified of the upcoming programs. This committee will contact and make arrangements for securing speakers as needed and travel accommodations where necessary and coordinate payment with the Treasurer. They shall also be responsible to act as hostess at the Guild meeting for any speakers engaged.

The **Hospitality Committee** will see that guests and new members are introduced to the membership, seated with a group at the meeting and generally offer the Guild's hospitality so that they feel comfortable and welcome. Upon notification of major events in a member's life, the Chair will send a suitable card on behalf of the Guild. The Chair shall be responsible for obtaining refreshment volunteers for each monthly meeting and keeping detailed records of money spent and money earned.

The Communications **Committee** will distribute information to each guild member every month from September through June containing announcements of the next meeting and any other information of interest to the Guild. The Communications Committee will also be responsible for website and social media content. Information is to be submitted by the membership to the Communication Committee.

The **Outreach Committee** shall organize and carry out any service or charitable project chosen by the Guild.

The **Raffle Committee** shall be responsible for coordinating the monthly raffle and keeping detailed records of money spent and money earned. It will be discontinued if there is not enough member interest.

The **Historian** is expected to maintain a complete file of the communication information; all papers relevant to the Guild's history and incorporation; and to maintain the guild scrapbook of Show and Tell quilts and show quilts which will be available to the membership upon request.

Other committees shall be established on an as needed basis for such activities as friendship blocks, round robin quilts, block exchanges and so forth.

**Article X - Amendment**

These by-laws may be altered, amended or repealed, and new by-laws adopted at any business meeting of the Guild by a majority vote of the members present provided that such proposed amendments have been published in writing at two monthly meetings.

**Article XI - Dissolution**

In the event of a decision to dissolve the Guild, the net assets of the organization shall be distributed to a 501(c) (3) organization whose purposes are similar to this Guild. No funds shall revert to the benefit of any individual member.

Presented and accepted on September 9, 2008

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