

BYLAWS OF THE SAN FRANCISCO QUILTERS GUILD

ARTICLE I

Name

The name of this organization shall be the San Francisco Quilters Guild, a not-for-profit 501C3 corporation.

ARTICLE II

Purpose

The purpose of this organization shall be to provide an atmosphere of friendship and companionship for anyone interested in the art of quilting, quilt making and related art forms by:

- Preserving and continuing the traditions and history of the art of quilting, and related art forms;
- Developing and contributing to new quilt making techniques and related art forms;
- Sharing skills and knowledge in the field of quilt making;
- Providing instruction and further the education in quilt making through lectures, forums, workshops, seminars, and exchanged information with other guilds;
- Establishing and maintaining a library with resource books, patterns and templates;
- Providing ongoing information on quilting events;
- Contributing to community education and appreciation of the art of quilt making.

ARTICLE III

Members

Section A – Membership shall consist of anyone interested in quilts upon payment of annual dues.

Section B - Classification of members

1. Active members:

- May participate in and support any projects and activities of the Guild;
- Have the privilege of voting and holding office;
- Receive a monthly newsletter except for the month of December;
- Pay annual membership dues, which are due the first General Meeting in October or prorated semi-annually (October through March and April through September).

One category of active members qualifies for discounted membership dues:

- a. Members 17 years and younger may apply for Junior membership

2. Affiliate Members:

- Places of business, community organizations, or individuals wishing to support the Guild may join as affiliate members.
- Upon joining, the affiliate member shall have an introductory write-up in the newsletter and thereafter shall be named in future newsletters and brochures.
- Have the same privileges as active members
- Pay annual affiliate membership dues no later than the General Meeting in October.

3. Charter Members:

- Anyone who joined and paid dues before October 5, 1981 shall be considered a charter member.

4. Honorary Members:

- Honorary lifetime membership is awarded to the Guild's founding first President, Caroline Lieberman

and, founding advisor, Joyce Gross

5. Visitors/Guests:
All visitors/guest are welcome but must pay a fee per meeting determined by the Board.
6. Newsletter Subscribers whose sole benefit is to receive the Guilds Newsletter

ARTICLE IV

Officers

Section A - The officers of the Guild shall be President, Vice President, Recording Secretary, Treasurer, and Parliamentarian.

Section B - Officers shall be elected at the Annual Meeting in September and shall assume office upon election and hold office for one year or until their successors are elected. Officers have the option of standing for re-election.

Section C - In the event of a vacancy in any office, the Nominating Committee shall nominate at least one (1) candidate to fill the Office. After the Executive Boards approval the officer will be presented to the membership at the next General Meeting.

ARTICLE V

Officers' Duties

Section A - The President shall:

1. preside at all meetings of the Guild and shall be chairperson of the Executive Board;
2. be chief administrative officer of the Guild and shall present a written report of the work of the organization at its annual meeting in September;
3. appoint the chairpersons of all standing committees, except the nominating committee, with approval of the Executive Board;
4. form temporary committees and appoint chairpersons;
5. have the right to revoke and withdraw any appointed chairperson for due cause;
6. be ex-officio member of all committees except the Nominating Committee;
7. be authorized to co-sign checks of the Guild.

Section B - The Vice President shall:

1. in absence of the President, serve in that office and perform such duties assigned to the President;
2. be in charge of arrangements and contracts for the regular meeting programs and be a member of the Program Committee;
3. be authorized to co-sign checks of the Guild.

Section C - The Recording Secretary shall:

1. Record the minutes of Special and Executive Board meetings and present them at the following Executive Board meeting and place the approved minutes on file;
1. be in charge of any correspondence given to her/him by the officers or members of the Board;
2. be authorized to co-sign checks of the Guild.

Section D - The Treasurer shall:

1. serve as chief financial officer of the Guild;
2. have the general care and custody of all securities and funds of the Guild;
3. collect and distribute the funds of the Guild;
4. have the option, with Board approval, of soliciting professional tax and accounting assistance as needed;
5. present a financial report at each Executive Board meeting and place a copy on file;
6. cause an annual audit by a licensed auditor outside the membership to be made in time for the

- September meeting;
7. present a proposed budget to the Executive Board and to the general membership for approval at the September meeting;
 8. be authorized to sign checks of the Guild with one co-signer.

Section E - The Parliamentarian shall:

1. assure that the proper parliamentary procedure is followed at all meetings; and
2. be chairperson of the Nominating Committee.

ARTICLE VI

Executive Board

Section A - There shall be an Executive Board consisting of the five (5) elected officers and the standing committee chairpersons. Each officer and standing committee chairperson shall be entitled to one (1) vote. No individual shall be entitled to more than one (1) vote. Voting may be done in person, via conference call at the time of meeting, or by written absentee vote, which must be received by the President prior to the scheduled Executive Board meeting.

Section B - Four (4) Executive Board members of which at least three (3) elected officers, shall constitute a quorum at the Executive Board meetings.

Section C - The Executive Board shall:

1. have general supervision of the affairs of the Guild between business meetings;
2. determine the time and place of the meetings;
3. make recommendations to the Guild;
4. be subject to the orders of the Guild, and none of its acts shall conflict with the actions taken by the Guild;
5. shall perform such other duties as are specified in these Bylaws.

Section D - Unless otherwise ordered by the Executive Board, the regular meetings of the Executive Board shall be held once a month. Special Meetings of the Board may be called by the President and shall be called upon written request of three (3) members of the Board or by ten (10) members of the Guild.

ARTICLE VII

Standing Committees

Section A - The Standing Committees shall be:

1. Activities Committee
2. Communication Committee
3. Community Outreach Committee
4. History Committee
5. Library Committee
6. Membership Committee
7. Nominating Committee
8. Program Committee
9. Publicity Committee
10. Special Events Committee

Section B - All committee Chairpersons, except the Nominating committee, are appointed by the President with the approval of the Executive Board.

Section C - Ad hoc committees, are appointed by the President as needed.

Section D - The chairperson or co-chairpersons of each committee, except for the Nominating Committee, in consultation with the President and with approval of the Executive Board, shall select a committee of at least two (2) members.

Section E - The term of office for committee chairs is one (1) year, with the option of reappointment

Section F – Committee responsibilities:

1. The Activity Committee shall:
 - a. provide at least two (2) ongoing monthly activities per year;
 - b. form subcommittees to be in charge of each separate activity.
2. The Communication committee shall:
 - a. provide current information to members and subscribers of the Guild's meetings, activities and events, in both printed and digital form;
 - b. edit and publish a monthly Newsletter, except for the month of December, for members and subscribers;
 - c. establish and maintain a website under the guidance of a Webmaster.
3. The Community outreach Committee shall:
 - a. act as Liaison between SFQG and other non-for-profit groups requesting quilts.
4. The History Committee shall:
 - a. preserve the Guilds history;
 - b. file and store records in a safe way, using appropriate storage materials.
5. The Library Committee shall:
 - a. acquire and maintain quilt-related publications, books, subscriptions, templates and digital media within budget allocations;
 - b. provide access to all of the above for members at the General Meeting
6. The Membership Committee shall:
 - a. maintain current records of membership;
 - b. assemble an updated membership list of paid members to be distributed two (2) months after annual dues deadline;
 - c. promote membership growth.
7. The Nominating Committee (See Article VIII)
8. The Program Committee shall:
 - a. arrange programs for the general meetings.
9. The Publicity Committee shall:
 - a. Plan, coordinate and disseminate publicity regarding meetings, activities and special events of the Guild.
10. The Special Events Committee shall:
 - a. Provide at least one (1) yearly special event to raise funds, provide educational opportunity and/or promote the Guild

For detailed job descriptions see the Guidelines.

ARTICLE VIII
Nomination and Election

Section A - The Nominating Committee shall consist of five (5) members:

1. The Parliamentarian, who shall serve as Chairperson
2. The Vice Chairperson
3. Three (3) members
4. The Parliamentarian selects the Committee members. At least one (1) from the Executive Board and at least two (2) from the active membership,

Section B - The Nominating Committee shall present its slate of nominees for office to the Executive Board by the July Executive Board meeting. The list of nominees shall be filed with the Recording Secretary and posted at the August membership meeting. The list of nominees shall be submitted to members at least three (3) weeks before the September membership meeting.

Section C - Nominations for office may be made from the floor at the September meeting with written consent of the nominee, presented by the Recording Secretary at the time.

Section D - Election shall be by ballot and conducted by the Nominating Committee.

Section E - Election shall be determined by majority vote of the membership present.

ARTICLE IX
General Meetings

Section A - General meetings shall be held monthly at a time and place designated by the Executive Board.

Section B - A quorum shall be fifteen percent (15%) of the voting members of the Guild.

Section C - There shall be no votes by proxy or by absentee ballot.

Section D - The Annual Meeting shall be in September and its business shall include the Annual Report by the President, the election of officers, and approval of the upcoming year's budget.

Section E - Meetings are open to all membership categories and guests paying guest fees.

ARTICLE X
Dissolution of the Guild

Section A - Dissolution:

The San Francisco Quilter's Guild may be dissolved at any regular meeting of the Guild by two- third's (2/3) vote of the active membership present, provided the resolution to dissolve has been submitted in writing at the previous meeting and has been mailed to all members of record as well as printed in the Newsletter of the month prior to the vote

Section B - Disbursement of Guild property:

Any property/ assets of the Guild must be donated to any society with similar purpose and objectives, at the Executive Board's discretion according to State laws.

1. Items, donated as is.
2. Items auctioned or sold with all proceeds donated.

ARTICLE IX
Parliamentary Authority

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

ARTICLE XII
Amendment of Bylaws

These Bylaws may be amended at any regular meeting of the Guild by a two-third's (2/3) vote of the active membership present, provided that the amendment has been submitted in writing at the previous regular meeting and published in the Newsletter of the month prior to the vote.

Adopted September 21, 1981
Amended February 15, 1982
Amended May 17, 1982
Amended August 20, 1985
Amended June 19, 1990
Amended May 20, 1992
Amended May 18, 1993
Amended August 20, 1996
Amended August 18, 2009
Amended November 11, 2014

1. Henry M. Robert III, William J. Evans, Daniel H. Honemann, Thomas J. Balch:
ROBERT'S RULES OF ORDER Newly revised, 10th edition. (Oct.2000)
Perseus Publishing, Cambridge, Massachusset