

Q.U.I.L.T.S. Constitution and Bylaws

ARTICLE I – NAME

The name of this group shall be Q.U.I.L.T.S., which stands for:

Quilters United In Learning Together, Schenectady. Should Q.U.I.L.T.S. become incorporated, the name will then be: Q.U.I.L.T.S., Inc. For the purposes of this document, the words *guild*, *organization*, and *Q.U.I.L.T.S.* may be used interchangeably.

ARTICLE II – PURPOSE

The purpose of this group shall be to learn about quilting, to promote the knowledge and understanding of all aspects of the art of quilt making, to share quilting information and education with its members and the community.

Section 1. Notwithstanding any other provisions of these articles, the Guild is organized for educational purposes as specified in Section 501 (c)(3) of the Internal Revenue Code of 1954 and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue code of 1954. Q.U.I.L.T.S. is a non-profit organization.

Section 2. No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation and the organization shall not participate in or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate of public office.

Section 3. Notwithstanding any other provision of these articles, the guild is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary, or education purposes, or to foster national or international amateur sports competition, (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, as specified in Section 1116 (a)(f) of the New York State Sales and Use Tax Law, and shall not carry on any activities not permitted to be carried on by an organization exempt from sales and use tax under section 1116 (s)(4) of the New York State Sales and Use Tax Law.

ARTICLE III – MEMBERSHIP AND DUES

Section 1. Membership is open to all who are interested in quilting without regard to sex, age, race, color, religion, national origin, sexual orientation⁽²⁰¹¹⁾ or disability.

Section 2. The appropriate dues for membership shall accompany the application and/or renewal.

Section 3. The membership year shall be from July 1 to June 30.

Section 4. Dues shall be payable on or before the September meeting. Dues shall not be refundable. An appropriate membership card shall be issued when dues are paid.

Section 5. A member will be dropped from the membership roster if dues are not paid by October 31st.

Section 6. A member can be reinstated upon payment of full dues for the current year.

Section 7. The Board of Directors shall adjust annual dues to meet the operating expenses of the guild.

Section 8. Payment of dues entitles a member to free monthly meetings as described under Article IV, Section 1,⁽²⁰¹¹⁾ voting privileges, newsletter and any other privileges that may arise.

Section 9. Membership fees will no longer be prorated for members joining late in the guild year.⁽²⁰²²⁾

Section 10. Members 18 years of age or younger will be considered “junior” members. These members are full members of the guild and expected to behave as such but there are some additional requirements:

- a. Junior members must have the signature of a parent or guardian on their membership form.
- b. Junior members must be accompanied by an adult at all guild functions (meetings, classes, etc.) If the adult is not a member, the adult will pay any required admission fee.
- c. The membership fee for Junior members will be \$10 per year and is not prorated based on when during the year the member joins.⁽²⁰¹⁵⁾

ARTICLE IV – MEETINGS

Section 1. Meetings shall be held on the first Thursday of each month from September through June. A change in meeting date or a special meeting may be requested by the Board of Directors or by a quorum of members. Notice shall be given to all members at least one month prior to the meeting.

Section 2. Meetings are open to all members. Guests are welcome, space allowing in accordance with local fire laws and regulations. Guidelines for guest fees for meetings

will be at a cost determined by the Board of Directors and implemented by the Program Committee.⁽²⁰²²⁾ If the guest decides to become a member, guest fee can be applied to one year's membership.

Section 3. The rules contained in the current edition of "Robert's Rules of Order, Newly Revised" shall govern the procedures of this guild, subject to any special rules the guild may adopt. Every effort will be made to discuss any concerns coming before the guild as time permits.

Section 4. A quorum shall consist of ten percent (10%) of current membership. No official meeting shall be held unless a quorum is present.

ARTICLE V – OFFICERS

Section 1. Officers shall be President, Vice-President, Vice-President of Membership⁽²⁰⁰⁹⁾ Vice-President of Program, Secretary, and Treasurer.

Section 2. Term of Office is two years commencing on July 1st of the election year. An officer may not serve more than two consecutive terms in the same office. President, Vice-President, Secretary⁽²⁰²²⁾ and shall be elected on the odd⁽²⁰⁰⁹⁾ years; Vice-President of Program, Vice-President of Membership⁽²⁰²²⁾ and Treasurer shall be elected on even⁽²⁰⁰⁹⁾ years.

Section 3. A vacancy among the officers, other than the President, shall be filled by appointment by the President with approval of the Board of Directors for the unexpired term. A vacancy in the office of President shall be filled by the Vice-President.

Section 4. The duties of the officers shall be as follows:

President

Presides over all meetings and coordinates the activities of the organization. Appoints committee heads. Establishes ad-hoc committees as needed. Represents or appoints a representative to any organization which is of interest to Q.U.I.L.T.S. Shall be an ex-officio member of all standing committees. Has the authority to sign or disburse necessary appropriations in absence of the Treasurer and maintains the second key to the post office box.⁽²⁰¹¹⁾

Vice-President

Assumes the power of the President in his/her absence. Shall take on special assignments as requested by the President. Shall make arrangements to negotiate lease and reserve the meeting places plus take care of any special needs which may arise regarding meeting places. Coordinates with the Hospitality Committee and Program Committee as needed. Maintains the guild bylaws with assistance from the other Officers. Shall maintain a listing of all guild equipment and its physical location.⁽²⁰¹¹⁾

Vice-President for Membership.⁽²⁰⁰⁹⁾

Chairs the Membership Committee and is responsible for its endeavors

Vice-President for Program

Chairs the Program Committee and is responsible for its endeavors. Shall preside over monthly meetings in the absence of the President and Vice-President.⁽²⁰¹¹⁾

Secretary

Shall record information at regular meetings and Board meetings including program participants and other pertinent data. Shall keep a copy of these minutes, provide a copy of all minutes to every board member, and post a copy at each regular monthly guild meeting. Shall be custodian of all records. Shall handle all business correspondence that does not relate specifically to an activity or responsibility of another Board position. Shall send “thank you” notes and get well/sympathy cards as appropriate. Notifies Daily Gazette and Times Union of upcoming monthly meetings.⁽²⁰¹¹⁾

Treasurer

Shall receive and bank all monies due the group in an account designated for Q.U.I.L.T.S. Shall keep a written account of all transactions and give a written account in each newsletter. Shall give an annual report at the final meeting of the fiscal year. Has the authority to sign or disburse necessary appropriations as directed. Shall have the books verified at the end of the fiscal year by another Q.U.I.L.T.S. member who will then submit a letter to the Board of Directors by the August meeting on the findings. Coordinates the compilation of a budget at the August Board of Directors’ meeting. Shall file all necessary tax forms. Retrieves mail from Post Office Box.

ARTICLE VI – BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of the Officers and the Chairs of all standing committees.

Section 2. The Board of Directors shall meet in August and at least three other times during a fiscal year.

Section 3. The Board of Directors shall have the power to act on behalf of the membership between meetings, as needed.

Section 4. Any vacancies that occur on the Board or among the officers will be filled in accordance with Article V, Section 3.

Section 5. A majority of the Board of Directors shall constitute a quorum for that body.

Section 6. Meetings of the Board of Directors may be called by the President or by any three members of the Board of Directors.

Section 7. Shall have the authority to set a membership cap as needed in relation to meeting space limitation.

Section 8. New and retiring Board members shall attend the May/June Board meeting conducted by the current President. ⁽²⁰¹¹⁾

Section 9. It is the duty of outgoing Board members to forward all information, records, and files pertinent to their positions to their successors. ⁽²⁰¹¹⁾

ARTICLE VII – STANDING COMMITTEES

Section 1. Committee chairs will be appointed by the President for a one-year term, except the Program Committee.

Section 2. All committees will consist of at least a chairperson. When appropriate, there may be a co-chairperson and/or additional committee members selected by the chairperson. ⁽²⁰¹⁵⁾

Section 3. Standing committees and their duties shall be as follows:

A. Membership

Collects dues, keeps a current membership list, and forwards monthly additions to the treasurer and newsletter chairs, keeps a written record of monies received, forwards dues received to the Treasurer, registers new members, and collects guest fees at regular meetings. Shall act as Volunteer Coordinator and in that capacity shall keep a resource list of members who have offered to volunteer their help as special needs arise during the year. Keeps on hand whatever relevant supplies are needed, i.e., membership cards, temporary name tags, membership booklets, etc.

B. Newsletter

Collects quilt-related news and announcements from committee chairs and other contributors. Writes newsletter and arranges for the printing and mailing. Maintains the newsletter mailing list. Newsletters shall be published at least three (3) times a year.

C. Librarian

Shall be in charge of the library and resource center. Maintains and oversees the lending of the library contents at each meeting according to established guidelines. Keeps a current listing of library contents and purchases new additions.

D. Trip Coordinator

Shall offer potential trips of interest to the guild, make all arrangements for transportation, collection of money, purchase advance tickets, trip gratuities, room reservation or whatever is needed for this particular activity. All trips shall be presented before the guild or Board for a vote.

E. Goodie Basket Raffle

Shall make arrangements for the purchases and/or donations used for our monthly raffle, sell the tickets at our monthly meetings, keep a list of donors for our newsletter and keep a written record of each month's transactions.

F. Block-of-the-Month Raffle

Designs and drafts Block-of-the-Month, purchases fabric, makes packets and a sample block for meetings. Sells new packets. Collects completed blocks from the previous month and holds a raffle. Keeps a written record of expenses and receipts.

F2. Fat Quarter Raffle⁽²⁰¹¹⁾

Determines theme for monthly fat quarter drawing. Notifies newsletter chair and webmaster so that themes can be published timely. Coordinates drawing at monthly guild meetings.

G. Hospitality

Makes arrangements for refreshments⁽²⁰²²⁾ and related supplies to be at each meeting. Announces whose turn it is to bring in refreshments as needed. Is responsible for Holiday Party and End-of-the Year Party.⁽²⁰²²⁾

H. Historian

Collects and protects our history as a quilt group. Writes a brief summary of our year and who the speakers were, special events, etc. Takes pictures of Show and Tell quilts and other meeting highlights and enters them into Guild scrapbook. Also provides copies of pictures to the Webmaster for uploading to the website. ⁽²⁰¹¹⁾

I. Publicity

Coordinate media announcements as required. Shall coordinate information dispersal as necessary.

J. Program

Plans programs for monthly meetings and coordinates arrangements for future speakers as available. Researches, contacts and chooses guest speakers and with the approval of the Board, engages them according to established guidelines. Arranges for lodging and meals for guest speakers. ⁽²⁰²²⁾ If a workshop is offered, makes all related arrangements. Sets a fee for the workshop sufficient to cover costs and provides any special equipment necessary for speakers or workshops. Introduces the program at each meeting. When required, coordinates with the Vice-President regarding the setup of meeting space or special equipment required. ⁽²⁰¹¹⁾

K. Quilt Show Coordinator

Oversees the planning coordination and execution of the biennial quilt show. ⁽²⁰¹¹⁾

L. Website

Maintains the Q.U.I.L.T.S. website. Keeps the website information up to date with postings of upcoming Guild and other local quilting events, Show and Tell pictures, newsletters, etc. ⁽²⁰¹¹⁾

M. Straight From the Heart⁽²⁰²²⁾ Quilts Coordinator⁽²⁰⁰⁹⁾

Coordinate all aspects of the guild's Straight From the Heart⁽²⁰²²⁾ quilt donations. This includes making sure there are enough kits for the sew-in, coordinating the tie-in, making sure guidance is available for new members and new quilters, coordinating the collection and delivery of quilts and tracking the number of quilts that are turned in. A change in the recipient agency requires guild approval. ⁽²⁰²²⁾

N. Veteran⁽²⁰²²⁾ Quilts Coordinator⁽²⁰¹¹⁾

Coordinate all aspects of the guild's donations to the Veteran⁽²⁰²²⁾ Quilts program. This includes handling donations made to the program and coordinating the collection and delivery of quilts and tracking the number of quilts that are turned in. A change in the recipient agency requires guild approval.⁽²⁰²²⁾

ARTICLE VIII – FINANCES

Section 1. All money collected from guild activities shall be submitted to the treasurer as soon as possible.

Section 2. The books and accounts of the guild shall be kept in accordance with sound accounting practices.

Section 3. A budget shall be prepared by the Board of Directors in August and presented to the membership at the September meeting.

ARTICLE IX – FISCAL YEAR

The fiscal year shall commence on July 1 and end on June 30 of the following year.

ARTICLE X – NOMINATIONS AND ELECTIONS

Section 1. A Nominating Committee shall be appointed by the President in March. This committee shall consist of three (3) members, one (1) from the Board of Directors and two (2) from the membership at large.

Section 2. Membership on the Nominating Committee does not preclude a person from being a nominee.

Section 3. The Nominating Committee will first offer to the Vice-President the office of President.

Section 4. The Nominating Committee shall present a slate of candidates at the May meeting. Other nominations may be made from the floor.

Section 5. At the June meeting, the Nominating Committee will present all candidates for office. Elections shall be by voice vote except in the case of a contested office in which case the vote shall be by ballot for that office.

Section 6. Term of office commences the first day of July.

Section 7. All vacancies shall be filled in accordance with Article V, Section 3.

ARTICLE XI – AMENDMENTS

These Bylaws may be amended or have additions made by a three-fourths (3/4) vote at a regular monthly meeting. The membership shall receive notification of the proposed bylaws changes one month prior to the vote. A history of the amendments, with effective dates, must be appended to the Bylaws.⁽²⁰¹¹⁾

ARTICLE XII – DISSOLUTION

Section 1. In the event of liquidation, dissolution or winding up of the guild, whether voluntary or involuntary, or by operation of law, none of the property of the guild, nor any proceeds thereof, nor any other assets of the guild shall be distributed to or divided among any of the members of the guild.

Section 2. In the event of dissolution, all the remaining assets and property of the guild shall, after payment of necessary expenses thereof, be distributed to such organization(s) whose purposes are similar to those of the guild and qualifies under Section 501 ©(3) of the Internal Revenue Code, or corresponding provisions of any subsequent Federal tax laws.

History of Amendments to Bylaws:

Amendments approved by membership during the 2008-2009 Guild Year [indicated by "2009"]:

1. Article V – Officers’ years of election amended
2. Article V – Vice-President of Membership established
3. Article VII – Service Quilts Coordinator established

Amendments approved by membership during the 2010-2011 Guild Year [indicated by "2011"]:

1. Article III – Section 1. Added “sexual orientation”
2. Article III – Section 8. Added “free monthly meetings as described under Article IV, Section 1.”
3. Article III – Section 9. Specifications for the proration of annual membership fees for members who join late into the guild year – determined and adopted by QUILTS Board on 2/22/2010.
4. Article IV – Section 2. Added “and based on speaker or program fees to the guild” as determined and adopted by QUILTS Board on 8/4/2009. As of that date, it was determined that \$10 guest fee would be charged for speaker/program costs over \$500, for speaker/program costs under \$500, the \$5 guest fee would apply.

5. Article V – Duties for President, Vice-President, Vice-President for Program and Secretary updated.
6. Article VI – Section 8 and Section 9 added.
7. Article VII – Duties for Historian, Program, Quilt Show Coordinator and Website updated.
8. Article VII – Added Fat Quarter Raffle
9. Article VII – Injured Soldier Quilts Coordinator established
10. Article XI – Amended to require history be appended to Bylaws
11. Bylaws voted on and accepted by Q.U.I.L.T.S. membership at 6/2/2011 meeting

Amendments approved by membership during the 2014-2015 Guild Year [indicated by “2015”]

Voted on at June 2015 meeting.

1. Article III – Section 9 – Amended pro-rating of membership dues.
2. Article III – Section 10 – Added clarification of junior members.
3. Article V – Section 2 – Adjusted number of committee members needed.

Amendments approved by membership during the 2021-2022 Guild Year [indicated by “2022”]

Voted on at June 2022 meeting.

1. Article V – Section 2 – Amended term election year for Vice President of Membership and Secretary due to one-year extensions during Covid-19 pandemic.
2. Article VII – Duties for Hospitality and Program updated. “Service Quilts Coordinator” replaced with “Straight from the Heart Quilts Coordinator”. “Injured Soldier” replaced with “Veteran”. Added “A change in the recipient agency requires guild approval.” to both Straight from the Hearth and Veterans Quilts Coordinator positions.

Amendments approved by membership during the 2022-2023 Guild Year [indicated by “2022”]

Voted on at the December 2022 meeting.

1. Article III – Section 9 – Removed pro-rating of membership dues
2. Article IV – Section 2 – Guest fees