

# **Tree City Quilters Guild, Inc.**

## **Bylaws**

**Reviewed March 11, 2019 – Amended and Adopted April 8, 2019**

**Revised & Adopted May 8, 1995 -- Amended April 2001**

### **Article I - Name**

The name of this organization shall be Tree City Quilters Guild, Inc. Hereafter referred to as the Guild.

### **Article II - Objective**

The purpose shall be to preserve the heritage of quilting by being a source of information, education and inspiration, by perpetuating a high quality of excellence in quilting and related arts, and by providing a gathering of people with this common interest. The Guild shall also create many items to share with those in need.

### **Article III - Membership**

#### **Section 1. Active Members**

- a. One who completes an application and pays dues.

#### **Section 2. Honorary Members**

- a. One who has contributed outstanding service to the Guild.
- b. After unanimous approval by the Executive Board, the name shall be presented to the membership for a vote.
- c. May attend meetings and participate without a vote unless the member is an active member.

### **Article IV - Officer and Elections**

#### **Section 1. Officers**

- a. The officers shall be President, Vice-President, Secretary, Treasurer and immediate Past-President. These officers and the standing committee chairs shall comprise the Executive Board.
- b. All officers must be paid members for at least two preceding consecutive years prior to assuming office.
- c. The officers shall perform the duties as prescribed in the standing rules and by parliamentary authority.
- d. No member shall hold more than one office at a time.
- e. The officers shall serve for a period of one year or until their successors are named.
- f. Term of office begins at the close of the annual June meeting.
- g. No member shall serve in the same office more than two consecutive terms.
- h. A vacancy in the office of Vice-President, Secretary or Treasurer shall be appointed by the Executive Board.

#### **Section 2. Nominating Committee and Elections**

- a. At the regular March meeting, a past-president acting as the nominating committee chair shall choose two individuals from the membership to serve on the nominating committee. These two members will be presented to the membership for approval.
- b. The current President may not be a member of the nominating committee.
- c. The nominating committee shall present a slate of officers to the Executive Board by April 15<sup>th</sup> for review and vote. Next, the slate of officers will be presented for vote by the membership at the May meeting for the positions of President, Vice-President, Treasurer and Secretary.

## **Tree City Quilters Guild, Inc.**

- d. During the election in May, nominations may also be made from the floor and added to the ballot providing consent of the nominee has already been obtained.
- e. Election shall be by ballot.

### **Article V - Meetings**

1. The regular meetings shall be held each month unless otherwise ordered by the Executive Board.
2. The regular meeting in June shall be the Annual meeting.
3. Special meetings may be called by the President or by the Executive Board. The members, on written request may call a meeting. Except in cases of emergency, at least seven days' notice shall be given.
4. For all meetings, 30% of the membership shall constitute a quorum.

### **Article VI - Executive Board**

1. Officers and the Standing Committee Chairs shall constitute the Executive Board.
2. They shall have general supervision of the affairs of the Guild between business meetings, fix the hour and place of the meetings, make recommendations to the Guild. The Executive Board shall be subject to the orders of the Guild and none of its acts shall conflict with action taken by the Guild.
3. Executive Board meetings shall be held at least quarterly. Special Board meetings may be called by the President or three members of the Executive Board with at least seven days' notice.

### **Article VII - Committees**

1. Standing committees shall be Finance, Membership, Programs, Workshops, Charity Projects, Publicity, Website, Ways and Means and Newsletter.
2. Support committees may include Door Prizes, Hospitality, Parliamentarian, Secret Pals and Show and Tell.
3. Additional ad hoc or support committees shall be appointed by the President or the Executive Board as the need arises
4. The President shall be ex-officio of all committees except the nominating committee.

### **Article VIII - Parliamentary Authority**

Robert's Rules of Order Newly Revised shall be the Parliamentary Authority for the Guild and shall govern the Guild in all cases to which they are applicable and in which they do not conflict with any special rules of order adopted by the Guild.

### **Article IX - Amendments**

The Bylaws may be amended at any regular meeting of the Guild by a two-thirds vote, providing that the amendment has been submitted in writing at the previous regular meeting.

### **Article X - Dissolution**

In the event of a dissolution of the Tree City Quilters Guild, Inc. all net assets shall be assigned to an organization chosen by the membership in accordance with Section 501(e)(3) of the Internal Revenue Code.

# **Tree City Quilters Guild, Inc.**

## **Standing Rules**

**Revised & Adopted April 8, 2019**

**Revised & Adopted June 12, 1995 but since amended.**

**1. Meetings:**

Meetings are held on the second Monday of each month.

**2. Dues:**

TCQG fiscal year runs from June 1st of current year through May 31 of following year. Dues are payable during the May and June meetings each year or may be mailed in during that same period. Annual dues are \$30.00. Dues are collected by the membership committee chair or his/her delegate.

**3. Membership:**

The Guild's membership list and member information is for the exclusive use of guild members and may not be used for commercial purposes.

**4. Officers and Committees:**

Each officer and/or committee chair will maintain and update a job description or committee description annually. These are due May 1<sup>st</sup> each year and will be attached to the Standing Rules. Established descriptions provide continuity to the organization and assist those taking on the positions and/or committees each year.

**5. Finance and Budgetary Items:**

The Finance Committee, consisting of the current Treasurer, prior year Treasurer and current President shall prepare an annual budget with recommendations from each standing committee chair. This budget shall be presented to the membership for adoption during July. Any payments/reimbursement will only be made when the "TCQG Reimbursement/Payment Request Form" and associated documentation is submitted and approved by the officer or committee chair. The Executive Board prior to purchase and payment/reimbursement must approve any expense which causes the total of the approved line item budgeted amount to be exceeded.

**6. Membership Participation:**

As a responsibility of membership, it is recommended that each member should participate in the Guild through committee work, programs, workshops, projects and/or events.

**7. Businesses:**

Businesses may purchase a business card sized ad in the electronic Guild newsletter: \$10 for a single one-time ad or \$40 for an annual ad (12 Issues).

**8. Designated Gifts:**

If the Tree City Quilt Guild receives a gift from an outside organization with stipulations on how the money is to be spent:

- a. Funds will be used only for the project/program/activity designated by the donor unless the donor has given permission to do otherwise.
- b. The Tree City Quilters Guild members' time, resources and talent used to create charity quilts or other charity project products are in-kind contribution in lieu of budgeted guild funds.
- c. Treasurer will record all transactions.
- d. At the end of the fiscal year, any unspent funds in the designated project/activity will be carried over as a designated line item.
- e. Annually an accounting/activity report will be submitted to the gifting organization.
- f. The Executive Board retains the right to refuse any gifts.

**9. Standing Rules:**

These Standing Rules may be changed at any regular Guild meeting without prior notice by a majority vote.

# **Tree City Quilters Guild, Inc.**

## **Officer Job Descriptions Revised April 8, 2019**

### **President**

The president of the guild has two main responsibilities: to run the general meetings (monthly) and to run the Executive Board meetings (at least quarterly). The president should be available to attend these meetings with few exceptions. The president is a member of the Executive Board and has voting rights at monthly meetings. The president sets the agenda for the board meetings as well as the general meetings. He/she should have agendas available for viewing for each. In addition, the guild president is responsible for:

- Writing a monthly article/letter to the membership for the newsletter
- Facilitating the annual budget meeting in which the in-coming board sets the budget for the new year no later than mid-June.
- Being available to sign checks as necessary for guild operations as a signer on the guild's checking account.
- Facilitating the outgoing and incoming boards meeting together to bring about a smooth transition into the new year as a courtesy.
- Drawing the winning Opportunity Quilt drawing ticket.
- Serving as past president for an additional year after his/her presidency.
- Reviewing all meeting minutes prior to distribution in the newsletter
- Reviewing policies, bylaws, standing rules and job descriptions with the executive board. Any suggested changes will be presented to the membership for review prior to approval.
- Maintaining log-in information for all online sites, etc. associated with the guild.
- Sorting through the mail received from Treasurer and disperse the mail to various committee members for their attention.

Beyond these leadership duties, the president may be called upon to handle disputes or disagreements among guild members, but generally performs this duty as part of the Executive Board.

### **Vice-President**

The Vice-President (VP), in the absence or resignation of the President, serves and performs the duties of the President. The vice-president is a member of the Executive Board and has voting rights at the monthly Board meeting. The Vice-President is also responsible for:

- Surveying membership on programs they are willing to present and asking membership what types of programs in which they are interested
- Arranging monthly meeting programs
- Overseeing/performing any special projects as requested by the President
- Scheduling a date to hand off materials and train the incoming Vice-President

### **Past President**

The past president is a "voice of reason", speaking from past experience on the board. He/she has been present for the recent past at board and general meetings and often remembers items/topics that have been discussed or evaluated. The past president reminds the current board how to follow rules of order and reminds the current president of when things need to be completed during the year. The past president will also help to keep job descriptions on the website for viewing by the membership. The past president also:

- Chairing the Nominating Committee and choosing/appointing two members to assist. The Nominating Committee will use the membership list to methodically contact members until at least one volunteer has been found for each position.

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- Presenting the slate of nominees to the Executive Board Officers by April 15<sup>th</sup> for review and vote. The approved slate can then be presented to the general membership via announcement by the VP before the May Meeting in the newsletter and/or at the May meeting.

The past-president is a member of the Executive Board and has voting rights at the monthly Board meeting.

### **Secretary**

The secretary is a member of the Executive Board and has voting rights at the monthly Board meeting. The secretary is responsible for:

- Taking minutes during Executive Board Meetings and General Guild Meetings.
- Forwarding minutes to President for review by the 20<sup>th</sup> of each month.
- Submitting finalized minutes to newsletter editor for publication in monthly newsletter by the 27<sup>th</sup> of each month.
- Keeping an updated share drive in real-time (e.g. google drive, drop box, etc.) for the Executive Board where all documentation and forms are saved.

### **Treasurer**

The Treasurer is the chief financial officer of the guild. As chief financial officer, the treasurer is a member of the Executive Board and has voting rights at the monthly Board meeting. The primary duty of the Treasurer is the care of the funds and the timely filing of all fiscal reports.

Each Committee Chair is responsible for handling assigned funds for that particular committee which includes reimbursements and revenue submittal. The Committee Chairs will then be responsible for giving the requests to the Treasurer who in turn will process the request in a timely manner.

### **Corporation:**

- The Guild is a non-profit, tax exempt corporation and any issues regarding this shall be handled by the Treasurer. Each newly elected treasurer shall obtain the forms from the State of Florida to change the names of the outgoing officers to the newly elected officers.
- There are four corporate filings that must be done by the treasurer. They are: (1) quarterly Florida Department of Revenue Sales and use tax, and annually (2) IRS Form 990-N, (3) Florida Department of Agriculture form, and (4) a corporate annual report to the Florida Department of State. The three annual filings must be done in January of each year. Detailed, specific instructions for filing are included in the treasurer's box.

### **Banking and Bookkeeping:**

- Maintain Campus USA Credit Union checking and savings accounts.
- Treasurer is a signatory to checking and savings accounts, along with at least one other person, likely the Guild President. Each year the signature card at the bank needs to be changed. Two (2) signatories of Executive Board members are required. These signatures are usually the President and the Treasurer.
- The Executive Board prior to purchase and payment/reimbursement must approve any expense which causes the total of the approved line item budgeted amount to be exceeded.
- Pay all reimbursements to guild members after submission of Guild "*TCQG Reimbursement/Payment Request*" form (with paid receipt from the guild member) plus guild invoices in a timely manner.

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- Immediately upon tender, write a receipt for all CASH received, including name, amount, and purpose using the provided receipt book.
- Checks do not need written receipts.
- Deposit all funds received into checking account unless otherwise instructed.
- Balance the checking and savings accounts each month with review by the President.

### **Reporting:**

- Per the By-Laws, the treasurer is a member of the Executive Board of the guild and makes a quarterly financial report to the guild membership and to the Executive Board or more frequently as requested.
- Present current financial statement of quarterly income, expenses and current checking/savings account balance in comparison to the approved budget.
- Present any additional information regarding the finances of the guild.
- Bring checks for signatures if needed.
- Treasurer will prepare and furnish an Annual Report to the Executive Board and to the guild membership.
- Maintain an accounting for each retreat as to who paid, how much, the expenses, and any profit or loss. Do this in addition to the records that the retreat organizer keeps so that you both agree on the information.

### **Examination:**

- Two (2) active guild members appointed by the President will examine the financial accounts at the end of the fiscal year.

### **Forms:**

- Forms used by the Guild are maintained online at [treecityquilt.org](http://treecityquilt.org).
  - Revenue Submittal form
  - Reimbursement Request form
  - Budget Request form
  - Annual Membership Application form

# Tree City Quilters Guild, Inc.

## Committees Descriptions Revised April 8, 2019

### Standing Committees

**Charity Projects** – Chair will arrange for a meeting place for members to construct quilts and other items for worthy organizations, maintain a supply of fabrics and batting and other needed items which may be stored in the guild's unit at Northwest Mini Storage. The chair will keep the membership informed about availability of kits/materials to be worked on at home, keep a log of donations turned in each month for organizations along with estimated monetary value and periodically present a report of donated items. After annual budget approval, the Guild will review available funds and prioritize charity projects accordingly at least once a year.

**Finance** – TCQG fiscal year runs from June 1 of one year until May 31 of the following year. A budget committee per the bylaws should begin organizing end of fiscal year reports from officers and committee chairs so a new budget may be prepared as soon as possible after the beginning of the new fiscal year. Treasurer, immediate past Treasurer, with input from Executive Board and Standing Committee Chairs prepare a budget to be presented to the membership at the July meeting for adoption by membership. The Executive Board prior to purchase and payment/reimbursement must approve any expense which causes the total of the approved line item budgeted amount to be exceeded.

**Membership** – Chair will collect membership dues before presenting these payments to the treasurer. The chair will maintain a database of members in good standing (and transmit updated lists of members to newsletter editor and webmaster in real-time). He/she will provide members with access to a handbook located on the Guild's website that includes by-laws and other member information and provide each new member a fabric logo for a nametag. The chair is also responsible for generally promoting membership in the guild. At monthly meetings, the chair will take attendance and announce number of members attending as well as introduce any guests or new members. The chair will update membership brochure periodically as needed and provide an updated file to the person managing the guild's website.

Update information about membership, by-laws, officers, committees and other information important to guild members as well as arrange for pictures and contact information for each member to publish an electronic list at least once a year.

**Newsletter** – The newsletter editor will compile guild news items, publish and distribute newsletters to members in good standing electronically through a list maintained by the membership committee and/or through the Guild's website. Businesses may purchase a business card sized ad in the electronic Guild newsletter: \$10 for a single one-time ad or \$40 for an annual ad (12 Issues). Editor is responsible for receiving payment for these ads and forwarding payment to the treasurer so receipts may be issued. Finalized executive and general meeting minutes must be included in the newsletter.

**Programs** – the Vice-President (VP) is in charge of developing a schedule of programs presented at each general meeting by various members of the guild or external speakers willing to speak. The VP may appoint a committee to work with him/her to schedule programs for the regular guild meetings. After searching out speakers, type of room setup, needed AV equipment, etc., the VP will provide information for the Guild's newsletter and websites with program information to be published. It is the VP's responsibility to introduce program speakers at each meeting. All programs need not be quilting and related craft oriented, but an occasional

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program may concern health, safety or other general interest topics. Member(s) may donate money to the guild to pay for specific outside speakers. Currently, there are no funds available to pay for programs other than funds donated exclusively for a specific speaker.

**Publicity** – Chair will publicize guild meetings and other functions on websites, local newspapers, magazines, quilt shops, etc. that are free. Paid publicity will only occur with prior approval in the budget and/or approved by the Executive Board.

**Retreats/Workshops** – Chair will search out members as possible workshop teachers, as well as near-by and national known quilting teachers to provide workshops for members on a regular basis and make arrangements for a meeting place. Notice of workshops will be published in the guild newsletter and website and announced at Guild meetings. Chair will make sure that supply lists, pre-class instructions, etc. are delivered to members in a timely fashion. Chair will collect and record payment for any fees due for workshops, patterns, supplies and turn over monies to Guild treasurer with required documentation. All workshops must be self-sustaining and financed entirely by those who attend the workshop. Non-members may attend workshops, but must pay a higher registration fee than Guild members.

**Ways and Means** – This committee will coordinate and facilitate opportunity quilt showings. Additionally, they will explore and present potential fund raising activities or projects to the Executive Board for approval before initiation.

**Website** – The webmaster will be responsible along with other website committee members for maintaining and updating the website (treecityquilt.com) and the guild's Facebook page on a regular basis. This includes posting monthly programs/calendar of events, newsletters, completed charity work, etc. and posting members' only information such as policies, bylaws, standing rules, officer and committee descriptions, membership lists and official Guild forms (e.g. reimbursement or membership application).

### **Support Committees**

**Door Prizes** – Provide a door prize for each regular meeting. A budget may or may not be provided for purchase of prizes. Door prizes may be from donated items. Chair will hand out tickets at monthly meetings and conduct drawing for winner.

**Hospitality** – Set up tables for snacks and drinks at each meeting.

**Parliamentarian** – Shall serve as a source for proper adherence to Robert's Rules of Order (<http://www.robertsrules.com/>) at guild business meetings.

**Secret Pals** – Chair shall provide for sign-up for secret pals each January, distribute 'gifts' at meetings, and arrange for pal reveal at the holiday potluck meeting in December. If a member is not available to pick up their gift, the person giving the gift is responsible for taking it home and bringing it to the next meeting.

**Show and Tell** –Photos of show and tell items should be taken by an appointed photographer and these photos sent to the newsletter editor for inclusion in the monthly newsletter.



# **Tree City Quilters Guild, Inc.**

## **Guild Workings Revised April 8, 2019**

**Name Tags:** Members receive a fabric patch to decorate with their name to wear to guild meetings.

**Show & Tell:** Members are encouraged to bring their work to the meetings to share with others. Finished and unfinished work as well as antique quilts are welcomed.

**Newsletter:** A newsletter will be e-mailed monthly to the membership. Submissions are due by the 27<sup>th</sup> of the previous month.

**Retreats/Workshops:** The Guild may offer retreats/workshops for the benefit of the members.

**Charities:** The Guild encourages a variety of individual or group projects. The Guild's charity projects have previously included or currently include Ronald McDonald House, Peaceful Paths, UFHealth/Shands NICU and Pediatric Units, Catholic Charities and the VA Hospital. Materials for those wishing to make charity quilts or other items may be available through donations and/or The Guild's annual amount of budgeted funds.

**Quilt Shows:** The guild may host a one or two-day quilt show highlighting locally made quilts. Past shows have been enjoyed by our region's quilt lovers since 1999 through 2017 during May of odd numbered years.