

SILVER NEEDLES QUILT GUILD

BY-LAWS

ARTICLE I – Name

The name of the Guild shall be Silver Needles Quilt Guild

ARTICLE II – Purpose

Sec. 1 The purpose of the Guild shall be to provide an avenue to enrich the community through quiltmaking, to stimulate an interest in quilts, to promote and advance the art of quiltmaking,

to conduct educational programs and services in the design and techniques of quiltmaking and

related subjects, and to encourage the preservation of quilts and their history.

Sec. 2 The Association is organized exclusively for the charitable, educational, religious, or scientific

purposes with the meaning of section 501(C)(3) of the Internal Code.

ARTICLE III – Inurement of Income

No part of the net earnings of the Guild shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons except that the Guild shall be authorized and empowered to pay reasonable compensation for services rendered.

ARTICLE IV – Legislative or Political Activities

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

ARTICLE V – Operational Limitations

Notwithstanding any other provisions of these articles, the Guild shall not carry on any other activities not permitted to be carried on (a) by an Association exempt from Federal Income tax under section 501 (c) (3) of the Internal Revenue Code of 1954 (or corresponding provision of any further United States Internal Revenue Law) of (b) by any Association, contributions to which

are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any further United States Internal Revenue Law).

ARTICLE VI – Dissolution Clause

Upon the dissolution of the Guild, the Guild shall, after paying or making provision for the payment of all the liabilities of the Association, dispose of all the assets of the Guild exclusively for the purposes of the Guild in such manner, or such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 50 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of the future United States Internal Revenue Law), the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office the Association is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII – Membership

Sec. 1 Membership is open to anyone who has an interest in quilts.

Sec. 2 A person may attend three regular meetings of the Guild as a guest before being required to join

if further attendance is desired.

Sec. 3 Members shall pay annual dues as set by the Executive Board. Dues are payable in February. Memberships not renewed by April 1 will be terminated. Members joining in December, January or during the annual quilt show will not pay dues again in February.

ARTICLE VIII – Election of Executive Officers

Sec. 1 At the December meeting each year, the President shall appoint a nominating committee of three members. It will be their duty to nominate qualified candidates for the office. The slate of officers to be presented and voted on at the January meeting.

Sec. 2 Additional nominations from members will be accepted at the January meeting. Any nominations from the floor shall have prior consent from the qualified nominee.

Sec. 3 The officers will be elected at the January meeting by the membership. The membership will elect the following officers: President, President-elect, Secretary, Treasurer, Program Chairmen, Program Chairmen-elect, Publicity Chairman, Member at Large I, Member at Large II, Newsletter Editor, Quilt Event Chairmen. These members will constitute the Executive Board.

Sec. 4 Any termination of office will be filled by an appointment of the President.

Sec. 5 Powers of newly elected executive officers shall be transferred at the February meeting.

ARTICLE IX – Officers

Sec. 1 The term of office is one year except for Member at Large I and Member at Large II, who are elected for a term of 2 years. Term of office commences with the March meeting and terminates with the February meeting of the following year. Any individual may not hold the same office for more than two successive terms.

Sec. 2 The duties and powers of the officers shall be as follows:

President – Shall preside over all meetings and appoint committees necessary to the welfare of the Guild. She shall ask the President-elect to preside over any meeting in her absence. She shall co-sign all checks with the Treasurer.

President-elect – Preside at meetings in the absence of the President. Shall succeed the President upon completion of the President's term of office.

Secretary – Shall record and be custodian of the minutes of the meetings for both the general meetings and the executive board.

Treasurer – Shall collect and take charge of all dues and funds made available to the Guild. She shall submit a printed treasurer's report at each meeting. The treasurer shall keep a current roster of the membership, and disburse membership cards.

Program Chairmen – Shall be responsible for the program each month as well as other programs sponsored by the Guild.

Program Chairmen-elect – Shall assist the current Program Chairmen and assume their duties in their absence. Shall succeed the Program Chairmen the following year.

Member at Large I – (Elected in even years for a two-year term). She shall represent the membership. She is a liaison between the membership and the board. Bring matters of interest and concern to the membership before the board.

Member at Large II – (Elected in odd years for a two-year term). She shall represent the membership. She is a liaison between the membership and the board. Bring matters of interest and concern to the membership before the board.

Publicity Chairman – Send notification to publicize monthly meetings and all other special events sponsored by the Guild.

Quilt Event Chairmen – Shall organize and plan the annual quilt event. Shall appoint appropriate committee chairmen.

Newsletter – Shall publish and send to all members a monthly newsletter via mail or e-mail with information pertinent to the membership.

Sec. 3 The following positions shall be appointed by the President and their duties shall be as follows:

Audit Committee – Audit the Treasurer’s account at the close of the fiscal year (February) and submit a written report at the March meeting. This committee shall consist of three members.

Sec. 4 All elected officers shall constitute the Executive Board.

ARTICLE X – Executive Board

Sec. 1 Duties of the executive board are to be governing board with duties to include establishing a budget, be responsible for the general supervision of the affairs of the organization between its business meetings, make recommendations of the organization and perform such other duties as are specified in the by-laws. The board shall be subject to the wishes of the organization.

Sec. 2 Executive board shall meet monthly prior to the general meeting. Executive board meetings are open to the general membership.

ARTICLE XI – Meetings

Sec. 1 The regular meeting of the Guild shall be on the third Monday of each month at 7:00 PM at Sunrise Presbyterian Church.

Sec. 2 Special activities may be held on this meeting day or held on other days.

Sec. 3 Any workshop or seminar we sponsor will be offered to members first at a reduced price, then to the general public.

Sec. 4 Robert’s Rules of Order, newly revised, shall be the authority for deciding all points of order and procedure when not in conflict with the by-laws.

ARTICLE XII – Changes in By-Laws

These by-laws may be amended or repealed in whole or in part by a 2/3 vote of the members present

at any regular meeting, provided notice was given at the previous meeting.

Revised by-laws

April 21, 2008

February 17, 2003

April 21, 1997

February 19, 1996

August 25, 1993

June 17, 1991

January 19, 1988

July 20, 1987

May 18, 1987

June 17, 1985