

# Cabin Fever Quilters Guild By Laws

Reviewed and Accepted 9/16/08

## **ARTICLE I: NAME**

This organization, incorporated under the laws of the State of Alaska, shall be known as the Cabin Fever Quilters Guild, a non-profit corporation, herein referred to as CFQG.

## **ARTICLE II: PURPOSE**

**Section 1:** This Corporation shall have as its primary purpose the following:

- a) To support and develop programs and activities which enhance the knowledge and appreciation of the fine art of quilting,
- b) To encourage the preservation and utilization of Alaska's quilt resources,
- c) To contribute to the growth and knowledge of quilting techniques, textiles, patterns, history and quilt makers through education meetings, travel and fellowship,
- d) To provide communication between existing quilt organizations, both within the State of Alaska, and nationally, in an effort to accomplish these goals.

**Section 2:** In order to obtain funds to further the above stated purposes, the corporation shall have the power to conduct fund raising activities and to accept contributions from individuals, foundations and other organizations. It shall have the power to solicit and receive funds from the public for the purpose of the corporation, but no part of the net earnings or any of the principal of this corporation shall insure to the benefit of any Director, Member or Members of the Corporation.

## **ARTICLE III: MEMBERSHIP**

**Section 1:** Membership shall be open to all persons interested in quilts who have paid annual dues. Said dues shall be paid on or before the annual meeting in October or upon entry into the CFQG.

Individuals joining after April 1 will have their dues pro-rated.

**Section 2:** Privileges of membership include:

- a) The right to vote and hold office,
- b) The right to attend monthly meetings,
- c) The right to participate in CFQG activities on a priority basis,
- d) The right to attend Executive Board meetings as a non-voting member;
- e) A subscription to "Northern Comfort," the Guild newsletter.

**Section 3:** Members who have paid pro-rated dues of \$7.50 by October 1, 1979 are considered charter members.

**Section 4:** Associate memberships are available by subscription for the newsletter, and such members are not entitled to the privileges listed in Article III, Section 2.

## **ARTICLE IV: GENERAL MEMBERSHIP MEETINGS**

**Section 1:** A meeting of the general membership shall be held the third Tuesday of each month, unless otherwise set by the Executive Board. The time and place of the meeting shall be announced at least one month in advance and published in the newsletter sent prior to that meeting. Part of these meetings shall be devoted to business, and the business meetings shall be conducted according to parliamentary procedures as published in Robert's Rules of Order Newly Revised whenever they are not inconsistent with these bylaws and any special rules of order the CFQG may adopt.

**Section 2:** The presence of one fourth of the eligible membership shall constitute a quorum.

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**Section 3:** In the event a member cannot attend a meeting, a written, dated, signed proxy stating the member's intent will be accepted by the Parliamentarian up to the call of the vote for any previously announced vote.

**Section 4:** There shall be an annual meeting of the voting membership held each October. At this annual meeting:

- a) The outgoing officers and committee chairpersons shall present their annual reports, if required,
- b) The membership shall elect officers, and
- c) Other business shall be transacted as needed.

## **ARTICLE V: EXECUTIVE BOARD**

**Section 1:** The CFQG shall be administered by an Executive Board consisting of nine elected officers: President, Vice-President, Secretary, Treasurer, Historian, Parliamentarian, Publicity Director, Newsletter Director and Workshop Director. The Board shall have the ability to review decisions of the President. Decisions of the President may be vetoed only upon a two third vote of the full Executive Board.

**Section 2:** Officers shall be elected by a majority vote at the annual meeting. Officers shall be elected for one year and may serve up to one succeeding year in that office with the exception of the treasurer who will serve one term of two years.

- a) A Nominating Committee shall present the membership with the names of the candidates for each office at the September meeting. These names shall be published in the October newsletter. Nominations for office may be made from the floor at the annual meeting with the consent of the nominee. Officers shall assume their responsibilities at the close of the annual meeting.
- b) Elections shall be made by voice vote except when a nomination has been made from the floor, or there is more than one candidate, in which case the vote for the contested office shall be by ballot provided by the secretary.

**Section 3-A:** Duties of the Executive Board shall include:

- a) Having general supervision of the affairs of the CFQG between its business meetings,
- b) Setting the hour and place of meetings,
- c) Making recommendations to the CFQG,
- d) Serving as editorial board for the newsletter
- e) Making recommendations to the President on an agenda for general meetings,
- f) Performing other duties as specified by these bylaws.

The Executive Board shall be subject to the orders of the CFQG and none of its acts shall conflict with action taken by the CFQG. Any action taken by the Executive Board may be rescinded by the membership upon a two-thirds vote of those present, provided there is a quorum. After election to office the Executive Board shall prepare a proposed budget to be published in the January newsletter and voted on by the membership at the January general membership meeting. Expenditures over three hundred and fifty dollars (\$350) and not provided for in the budget must be brought before the membership for approval. Officers are expected to attend all meetings of the executive board. Officers who cannot attend a board meeting shall notify the Present well in advance to cancel or set a new date. No officer shall miss more than three meetings without advance notice. Any officer unable to fulfill a specific duty shall notify the

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President in advance. Each officer shall turn over all material of the office to the successor and furnish any records that may be required.

**Section 3-B:** CFQG officers and their duties shall include:

The President shall:

- a) Preside at all general membership and Executive Board meetings,
- b) Set and post agendas for meetings,
- c) Be the chief administrative officer of the organization,
- d) Report on the work of the organization at the annual meeting,
- e) Appoint committee chairs,
- f) Be ex-officio, non-voting member of all committees with the exception of the nomination committee,
- g) Be authorized to co-sign checks for the organization
- h) Serve as a liaison with other organizations, and,
- i) Have such usual powers of supervision and management that may pertain to the office of the President.

The Vice-President shall:

- a) Arrange programs for the monthly meetings of the general membership,
- b) Arrange locations for monthly meetings,
- c) Serve as presiding officer in the absence of the president,
- d) Be authorized to co-sign checks for the organization,
- e) Arrange all drawings and like activities, and
- f) Form a committee to arrange the annual meeting.

The Secretary shall:

- a) Record the minutes of all meetings and present them at the following meeting,
- b) Provide the newsletter editor with summaries of these meetings prior to the newsletter deadline, and
- c) Be responsible for any correspondence which does not relate specifically to an activity or responsibility of another committee or officer.

The Treasurer shall:

- a) Be the chief financial officer of the CFQG,
- b) Have the general care and custody of all securities and funds,
- c) Collect and disburse the funds of the organization,
- d) Present financial reports to the Executive Board and the organization, and
- e) Be authorized to co-sign checks of the CFQG.

The Historian shall:

- a) Keep an on-going record of all the activities of the CFQG,
- b) Have guardianship of guild scrapbooks,
- c) Display said scrapbooks at a minimum of two guild meetings a year,
- d) Keep current the scrapbook with press clippings and one or two photographs of each significant guild activity,
- e) Purchase new scrapbooks and arrange for cover design as needed, and

The Parliamentarian shall:

- a) Assure that proper parliamentary procedures are followed at all meetings,
- b) Serve as chair of the nominating committee,
- c) Conduct all elections, including acceptance of proxies,

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- d) Be responsible for the installation of officers, and
- e) Assist the Vice-President in the preparation of monthly meeting arrangements, and

The Publicity Director shall:

- a) Be any former board member of the CFQG,
- b) Provide support and offer assistance to the guild President as needed,
- c) Be responsible for obtaining a token of appreciation for the outgoing President, and
- d) Be responsible for publicity for the CFQG.

The Newsletter Director shall:

- a) Serve as editor for the newsletter "Northern Comfort," and
- b) Be responsible for publication and distribution of the newsletter in accordance with the guidance and direction of the Executive Board.

The Workshop Director shall:

- a) Cause an audit of the treasury to be made at the close of the fiscal year December 31 to be completed no later than April 30,
- b) Be responsible for researching and presenting to the guild information about potential workshop teachers, as well as procuring and supervising chairs for each workshop.

## ARTICLE VI: COMMITTEES

**Section 1:** There shall be six standing committees: Hospitality, Membership, Community Service, Fair, Quilt Show, and Raffle Chair. With the exception of the nominating committee, all committee chairs shall be appointed by the President and confirmed by the Executive Board. The nominating committee shall be formed in accordance with the procedures outlined in Article VI, Section 3. Committee chairs shall report to the Executive Board, at the Board's discretion, and may recruit volunteers or assistants as needed.

The Hospitality Chair shall:

- a) Be responsible for arranging members to provide refreshments at all general membership Meetings,
- b) Coordinate potlucks the CFQG may have,
- c) Be responsible for the CFQG coffeepot and the purchase of any related supplies, and

The Membership Chair shall:

- a) Keep the guestbook and see that all guests are made welcome,
- b) Be responsible for Guild handbooks and distribute them to all new members,
- c) Collect dues, maintain a membership roster and provide the President and newsletter editor with the names of new members, and

The Community Service Chair shall:

- a) Be responsible for identifying needs within the community and making them known to the CFQG membership,
- b) Be responsible for the planning of community service workshops and the making of needed items,
- c) Be responsible for the collection and distribution of quilts, wall hangings and other quilted items for community service on behalf of the CFQG membership, and

The Fair Chair shall:

- a) Be responsible for administering the quilt division of the Tanana Valley Fair in a timely manner,

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- b) Be responsible for securing prizes, judges, booth sitters and any other volunteers as needed,
- c) Attend fair superintendent meetings and comply with all requirements of the fair office,
- d) See that all entries are entered in proper categories, judged fairly, displayed in an attractive manner, interpreted to the public and returned to their owners in the condition in which they were entered, and

The Quilt Show Chair shall:

- a) Be responsible for the planning and administration of the quilt show,
- b) Make a report to the Executive Board upon completion of the show, and

The Raffle Quilt Chair shall:

- a) Be responsible for the administration, planning and development of the CFQG raffle quilt project,
- b) Be responsible for finding an annual volunteer who shall be responsible for the printing and selling of the raffle tickets and for making arrangements for the raffle permit to be displayed at locations where ticket sales are occurring,
- c) Make certain that upon the completion of the quilt raffle that the annual volunteer fill out the raffle ticket form and put it on file with the Executive Board. This will eliminate the need to retain stubs.

**Section 2:** Ad Hoc Committees shall be appointed by the president as needed and confirmed by the Executive Board.

**Section 3:** The Nominating Committee shall be formed as follows:

- a) The Parliamentarian shall serve as chair and solicit suggestions for nominations of officers from the general membership,
- b) The remainder of the committee shall be solicited from the membership at large and shall, therefore, consist of at least five members, of which at least three shall not be current officers,
- c) Meet in a timely manner to nominate candidates for each office. The names of these candidates shall then be presented to the membership at the September meeting,
- d) Of the candidates selected, preferably none, but no more than two members of the nominating committee may appear on the slate.

## ARTICLE VII: GUILD ACTIVITIES

All proposals for CFQG participation, activities and events from any source are subject to discussion, amendment and final approval either by a show of hands or by ballot of a majority of members present at a regular monthly business meeting. Whenever possible, proposals emanating from the Executive Board shall be published in the newsletter prior to discussion and vote by the membership. Should a proposal require an immediate commitment, the Executive Board is authorized to make that commitment with the consent of two thirds of the Executive Board.

## ARTICLE VIII: BYLAWS AND RULES OF OPERATION:

**Section 1:** Amendments and additions to these by-laws shall be made by vote of the general membership at the Annual meeting in October. They shall require approval by a two-thirds vote. Proposed changes may come from the Executive Board or from individual members. In either case, proposed change(s) shall be presented at the September meeting and printed and distributed to members prior to voting at the annual meeting.

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- Section 2:** Upon the recommendation of the Executive Board or the written request of five members-at-large, the President shall appoint an ad hoc by-laws committee chair who will then form a committee of no less than three members to review the by-laws and make recommendations to the Executive Board.
- Section 3:** The by-laws shall be reviewed and dated bi-annually.
- Section 4:** The fiscal year for the CFQG shall be from January 1 to December 31.
- Section 5:** Standing Rules
- a) Guests are welcome to attend two consecutive monthly meetings, after which they will be invited to become dues paying members.
  - b) As a courtesy to all, members shall wear a nametag to general meetings.
- Section 6:** Workshop rules are as follows:
- a) The general membership shall vote upon all possible workshop teachers and make recommendations for invitations to be sent by the Executive Board. Topics of workshops shall be voted upon by the general membership.
  - b) Members shall have priority to register for workshops prior to the published deadline, after which the workshops will be advertised to the public. Workshop information will be mailed to the membership and a deposit must be returned with the registration form. Notification of cancellation shall be given to the workshop chair as soon as possible. It is not permitted to substitute another person in your place. The workshop chair will notify the next person on the waiting list. In the event there is no waiting list, a substitute may be found or the money will be forfeited unless all financial workshop expenses have been met.
- Section 7:** Meetings of the executive Board shall be held:
- a) Each month at a time and place called by the President, except when deemed unnecessary by the Board,
  - b) When called by two other members of the Board, or
  - c) By written request of five members of the Guild.
  - d) Meetings shall be conducted according to standard parliamentary procedure. A quorum shall consist of five of the nine elected officers. The Executive Board shall report its actions at the next meeting of the general membership.
- Section 8:** In the event a vacancy occurs on the Executive Board during the year, a special election shall be held. The Executive Board shall nominate a replacement to be voted on at the next general meeting. Election procedure shall be conducted in the same manner as outlined in Article V, Section 2.
- Section 9:** Upon the dissolution of the organization, the disposition of the net proceeds from charitable gaming conducted under AS 05.15 will go to a charitable organization as defined as AS 05.15.690 (5) or another qualified organization that is authorized to conduct an activity under AS 05.15.