

**BYLAWS**  
**HANDS ALL AROUND QUILT GUILD**  
**OF CENTRAL ILLINOIS**

**ARTICLE I - NAME**

This organization shall be known as the Hands All Around Quilt Guild of Central Illinois (hereafter known as the 'Guild'). The use of the name "Hands All Around Quilt Guild" will be restricted to the Guild's sponsored events, activities, or donations as approved by the Executive Board or Board of Directors.

**ARTICLE II - PURPOSE**

The purpose of the Guild is to preserve, educate, promote and share in the art of quilting.

**ARTICLE III - MEMBERSHIP**

**Section 1 - ELIGIBILITY** - Any person with an interest in the stated purposes of the Guild may join. No person will be denied membership on the basis of age, color, creed, disability, gender, national origin, race, or religion.

**Section 2 - DUES**

The membership dues may be changed on the recommendation of the Board of Directors with membership approval. (See the Fee Schedule in the Guidelines.)

The fiscal year will be January 1 to December 31.

Membership dues are due between June 1 and September 1 in order to be included in the directory. No dues will be deposited prior to June 1.

Membership privileges may be suspended if payment of dues is not received by October 1.

**Section 3 - MEMBERSHIP BENEFITS** – All members have the right to vote on issues that require membership approval. Benefits include but are not limited to opportunities to attend the Guild meetings and to participate in classes, retreats, sew days, and trips. Members will be given preference over non-members.

**Section 4 - MEMBERSHIP RESPONSIBILITIES** – Each member is encouraged to contribute and share ideas and skills with the Guild.

**ARTICLE IV - OFFICERS, DUTIES, and ELECTIONS**

**Section 1 - OFFICERS**– The elected officers shall be president, vice president, secretary, and treasurer.

**Section 2 - DUTIES of OFFICERS**

- A. PRESIDENT** - The president shall preside at all meetings of the Executive Board, the Board of Directors and the Guild; be an ex-officio member of all committees except the Nominating Committee; appoint all committees not herein otherwise provided for; provide direction to committee chairs; in the uneven years, request two members to review the bylaws and make any recommendations as needed; and perform such other duties as are incidental to the office. The president, with approval of the Executive Board, shall fill all unexpired officers' terms. (Refer to Guidelines for timeline.)
- B. VICE PRESIDENT** – The vice president shall, in the absence of the president, perform all the duties of the president; and shall perform the duties referenced in the Guidelines.

- C. SECRETARY** - The secretary shall keep minutes of all meetings of the Executive Board and Board of Directors; make Board of Director minutes available to members; record all official votes at general membership meetings, and assume all duties usual to the office.
- D. TREASURER** - The treasurer shall act as custodian of the funds and present a summary of receipts and disbursements by committee at all board meetings; be responsible for keeping all financial records of the Guild; and retain financial records in compliance with federal and state taxation requirements. The treasurer shall deposit all funds to the credit of the Guild in such bank(s) or other depositories as the Executive Board may select. Either the treasurer or the president may sign checks.
- E. IMMEDIATE PAST PRESIDENT** – While not an elected officer, the immediate past president shall serve as chair of the Nominating Committee; as parliamentarian for the Executive Board and Board of Directors meetings; and conduct Quilt Guild 101. (See other duties referenced in the Guidelines.)

### **Section 3 – ELECTION OF OFFICERS**

- A.** Officers shall be elected at the March membership meeting and shall serve for one year beginning June 1 with the exception of the treasurer whose term is for two years. No officer shall serve more than two consecutive terms in one office.
- B.** The vice president shall succeed to the office of president and the officers to be elected for the following year may be vice president, secretary, and treasurer.

### **Section 4 – NOMINATING COMMITTEE**

The Nominating Committee shall consist of five (5) members: the immediate past president, who serves as the chair; one Board of Directors member and one from the membership appointed by the president; and two members who volunteer at the December meeting. At least forty-five days before the scheduled election at the March general meeting, the Nominating Committee shall report to the secretary one or more nominees for each office to be elected at the March meeting. Upon receipt of the slate, the secretary shall notify the membership prior to the March meeting, via the newsletter.

1. Each candidate must be an active member in good standing and have agreed to accept the responsibility of the office. (See definition of “good standing” referenced in the Guidelines.) (Move to Guidelines: Good standing defined as a member who is current on his/her dues and an active participant in Guild sponsored activities. Leaving in for BOD to review.)
2. Nominations may be made from the floor at the time of election.

## **ARTICLE V – EXECUTIVE BOARD and DUTIES**

**Section 1** - The Executive Board shall be the elected officers of the Guild (as defined in Article IV Section 1) and the immediate past president.

### **Section 2 - DUTIES OF THE EXECUTIVE BOARD**

- A.** The Executive Board shall be responsible for guild leadership, developing the yearly budget and fee schedule.
- B.** The Executive Board must review and authorize all contracts for the Guild before the contract is signed.
- C.** The Executive Board must authorize travel for Guild business, which will be reimbursed at the current IRS rate. Tolls and meals, excluding alcohol, will also be reimbursed, with receipts, when applicable.
- D.** The Executive Board will maintain an inventory of all the Guild’s property and shall oversee the care, use and loan of the Guild’s property and determine which property is available for rental.

## **ARTICLE VI BOARD of DIRECTORS and DUTIES**

**Section 1 - BOARD of DIRECTORS** - The Board of Directors shall be the Executive Board and the chairpersons of all standing committees.

### **Section 2 - DUTIES of the BOARD of DIRECTORS**

- A.** Board of Directors shall manage the affairs of the Guild and be the governing body of the Guild.
- B.** The Board of Directors shall submit estimated revenues and expenses for their committees to the budget development process and annually approve the budget and fee schedule which do not require membership approval.
- C.** The Board of Directors may recommend changes in the membership dues which requires membership approval.
- D.** The Board of Directors shall present major recommendations for the approval of the membership.

## **ARTICLE VII - STANDING COMMITTEES**

The chairpersons of standing committees shall be appointed by the president, with the approval of the Executive Board. The president, with the approval of the Executive Board, shall fill all unexpired terms through appointment. If any committee has co-chairs, both shall be invited to sit on the Board of Directors. Each committee shall have one vote. Additional standing committees may be established as needed by the Executive Board. The current committees are:

- A. BLOCK OF THE MONTH** This committee is responsible for providing a block of the month program to the Guild.
- B. CHALLENGE/MYSTERY QUILTS** This committee is responsible for coordinating a challenge/mystery quilt that may be displayed at the yearly quilt show. Entries may be voted on at the designated guild meeting.
- C. COMMUNITY PROJECTS** This committee is a direct liaison between The Guild and the community. If benefit projects or special small shows are undertaken, this committee shall be responsible.
- D. DOOR HOSTESS** This committee is responsible for greeting guild members/guests/new members and making them feel welcome at the monthly meetings.
- E. HISTORIAN** This committee will hold and maintain the records and mementos of the Guild except those held by specific officers and the Quilt Show chair.
- F. LIBRARY** This committee is responsible for managing the Guild's library and ordering books for the library and for members.
- G. MEMBERSHIP** This committee is responsible for keeping an accurate and current record of all members; providing a current membership list on a monthly basis to the Newsletter committee beginning October preparing a directory of members by October of each year; supplying name tag materials to new members; keeping a supply of membership pins for new members; submitting a list of new members to the newsletter; and will be available at each meeting to take attendance and dues; and distribute name tags, pins, and membership information.
- H. MENTORING** This committee is responsible for providing opportunities for members to learn quilting techniques.
- I. NEWSLETTER** This committee is responsible for publishing a newsletter according to the schedule defined in the guidelines. The newsletter shall be sent to all members and posted on the web site.
- J. PROGRAMS AND CLASSES** This committee is responsible for planning and executing the programs for the monthly meetings of the general membership and for classes, which will be offered during the program year. It will also contact and make all arrangements for guest lecturers and teachers. The term of this committee is two years.
- K. PUBLICITY** This committee will keep the public informed about the activities, accomplishments, and special events such as the "Quilt Spectrum" by any and all resources available.

**L. QUILT SHOW** This committee is responsible for the annual “Quilt Spectrum” and will assume duties as outlined in the Quilt Spectrum notebook, which is passed from chair to **chair**. The term of this committee is two years.

**M. RAFFLE QUILT** This committee is responsible for designing, and making a quilt; and promoting the raffle. The term of this committee is two years.

**N. SOCIAL MEDIA** This committee will establish and maintain a “Members Only” tab on the web site and post Guild information on other social resources, including but not limited to, Facebook, Instagram, and Twitter.

**O. TRIPS** This committee is responsible for arranging bus trips and car pool trips during the program year, including planning, advertising, collecting fees, and arranging for a trip guide.

**P. WAYS AND MEANS** This committee is responsible for raising funds by purchasing and selling quilting-related items to members that may not be readily available to our members.

**Q. WEBSITE** This committee is responsible for maintaining the Guild’s website to inform and promote activities.

## **ARTICLE VIII - MEETINGS**

### **Section 1 - GENERAL MEMBERSHIP**

Regular meetings of the general membership shall be held as scheduled.

### **Section 2 - EXECUTIVE BOARD**

The Executive Board will meet as necessary.

### **Section 3 - BOARD OF DIRECTORS**

The Board of Directors will meet as necessary to manage the affairs of the Guild.

### **Section 4 - ANNUAL EXECUTIVE BOARD AND COMMITTEES**

There shall be a joint meeting of the outgoing Executive Board and all outgoing committee chairs with the incoming Executive Board and all incoming committee chairs. The purpose of this meeting is to communicate responsibilities, outline the budget development process, and timeline to ensure the transition of responsibilities occurs.

### **Section 5 - QUORUM**

A quorum for conducting business shall be a majority plus one of the members present at any regularly scheduled business meeting.

## **ARTICLE IX - DISSOLUTION**

On dissolution, all remaining funds shall be distributed according to the decision of the majority of current members of the Guild, to any groups qualified under IRS code Section 501 (c) (3) or 501 (c) (9).

## **ARTICLE X - PARLIAMENTARY AUTHORITY**

The current edition of Robert’s Rules of Order shall be the final source of authority in all questions of parliamentary procedure not provided for in these bylaws.

## **ARTICLE XI - BYLAWS MAINTENANCE**

**Section 1** These bylaws may be altered, amended or repealed and new bylaws adopted at any regularly scheduled business meeting of the Guild by a two-thirds vote of the members present. Notification of proposed bylaw changes shall be made 45 days in advance of the voting date.

**Section 2** In the uneven years, the president shall request two members to review the bylaws and make any recommendations as needed. These bylaws shall be reviewed annually by the Executive Board.

## **ARTICLE XII - FINANCIAL PROCESSES**

### **Section 1 - DEFINITIONS**

**A. SIGNIFICANT EVENT** – An event that requires its own budget and the need for sub-committees to collect or spend money without the direct involvement of the event chair.

**B. EXPENDITURE AUTHORITY** – Committee chairs have the authority to make expenditures or delegate other committee members to make expenditures in accordance with the approved budget, bylaws and guidelines.

**C. RESERVE** – The prior year end balance. A reserve aligned with the Guild’s accounting structure will be included in the annual budget to cover any anticipated budget deficit, contingencies for contracted items, and to allow for necessary cash flow.

**Section 2 - BUDGET DEVELOPMENT** - Each committee chair and officer shall submit their estimated revenues and expenses to the President, Vice President and Treasurer in accordance to the timeline defined by the President. Each committee budget must reflect its expenditures and receipts using the Guild’s accounting structure. The chair of a significant event will develop and submit its own budget in order to meet the timeline established for submissions to the Guild budget and fee schedule.

**Section 3 - BUDGET APPROVAL** - The president and treasurer shall submit the entire budget recommendation including fee schedule, for initial approval to the Executive Board prior to presenting it to the Board of Directors. The proposed budget and fee schedule shall then be submitted to the Board of Directors for approval. The approved budget and fee schedule will be available to the membership upon request.

### **Section 4 - BUDGET DEVIATIONS**

**A.** Expenditures in excess of the approved budget must be approved by the Executive Board.

**B.** The Guild is not responsible for expenditures not covered by the approved budget.

**C.** A reserve is available for emergencies, unexpected expenses, and approved deviations.

### **Section 5 - ASSET REVIEW AND AUDIT**

**A.** The asset review committee shall be the president, any past president, current treasurer, any past treasurer and two members at large. This committee shall meet annually. The purpose of this committee is to review all monetary and owned assets of the Guild.

**B.** The annual audit is to be done within two months of the installation of new officers. The president, vice-president, and three members from the general membership will conduct the audit. The secretary is to record any actions taken. The past and current treasurers are present to provide requested supporting documents.

### **Section 6 - RAISING FUNDS**

Fund raising activities shall be focused on the Guild’s purposes.

<i>Bylaws adopted</i>	<i>May 1983</i>
<i>Bylaws revised</i>	<i>May 2, 1991 and September 5, 1991</i>
<i>Bylaws revised</i>	<i>September 4, 2003</i>
<i>Bylaws revised</i>	<i>March 3, 2006</i>
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<i>Bylaws revised</i>	<i>December 2, 2021</i>