

BY-LAWS
BLACK SWAMP QUILTERS GUILD
REVISED February 11, 2023

ARTICLE 1 – Name

The name of this organization shall be the Black Swamp Quilters Guild.

ARTICLE II – Purpose

The purpose of this organization is to promote the development and appreciation of quilting in our community and to educate interested persons in all aspects of quilting.

ARTICLE III – Membership

All persons interested in quilting are eligible for membership.

Section 1. Any person may become a member by paying annual dues. Anyone who joins after half of the year has passed can pay one-half of the annual dues for that year.

Section 2. Annual dues shall be recommended by the Executive Board and voted upon by the membership at the October meeting. Dues shall be payable to the Treasurer starting in January for the current year. Dues are not refundable. All members will receive an electronic subscription to the newsletter. Any member wishing to receive a mailed paper copy of the newsletter will pay an additional \$15.00 per year.

Section 3. Membership year shall be January 1 to December 31.

- A. A member shall be eligible to vote on matters brought forth by the Executive Board.
- B. A member shall have first preference for all field trips and attendance to any function that may be sponsored by the Guild.

Section 4. Renewal of membership shall be attained by paying the current membership fee. When the current fee is two months past due, membership shall be dropped. Membership shall be reinstated upon payment of outstanding dues.

Section 5. Guests/visitors may attend two meetings before membership is required.

ARTICLE IV – Executive Board

Section 1. The Executive Board shall consist of all current officers: President, Vice-President, Secretary, and Treasurer. Also included are the Immediate Past President, the Historian, the Editor of the newsletter, and three members-at-large.

- A. Board member-at-large shall serve an elected term of three years.
- B. Each year the third-year member-at-large will be replaced by a newly elected member.

Section 2. The Executive Board shall handle the business of the organization as needed and submit recommendations for the membership's approval.

Section 3. Executive Board meetings shall be held when necessary and called by the President. When deemed appropriate, the President may conduct meetings electronically.

Section 4. A quorum for conducting the business of the Executive Board shall be not less than six members.

Section 5. Each outgoing Board member must turn over monies and records to incoming Board members by the first meeting of the new term.

Section 6. Once each quarter a member of the executive board will verify the amount stated in the checking account on the monthly report by reviewing the current bank statement.

Article V – Elections

Section 1. In August of each year, a Nominating Committee shall be appointed by the President consisting of a chairperson and two members for securing a ballot of officers.

- A.** The Nominating Committee is to offer a list of accepting candidates at the September meeting for an October election. Nominations may be taken from the floor. The election will be for the positions of President, Vice-President, Secretary and member-at-large open position for the Executive Board.
- B.** The Treasurer shall be appointed by the Executive Board.
- C.** The election shall be conducted by the Nominating Committee. Election by voice or hand affirmation may be utilized if only one person is on the ballot per office. If two or more candidates are running for any position, the election will be by written ballot.

Section 2. Term of Office

- A.** Officers shall be elected for a term of one year to serve from January through December.
- B.** Elected officers may not serve more than two consecutive terms in the same office.

Article VI – Officers

Section 1. There shall be the following elected officers: President, Vice-President and Secretary.

Section 2. An officer who does not comply with assigned responsibilities may be relieved of office by majority vote of the Executive Board.

Section 3. A Board Member who is unable to complete their term for whatever reason, may be released for the remainder of their term. Their replacement shall be appointed by the President and approved by a majority vote of the Executive Board.

Article VII – Duties of Officers

Section 1. The President shall:

- A. Preside at all meetings of the Executive Board and general meetings of the organization and at any special meetings.
- B. Appoint committee heads.
- C. Make interim appointments as needed with approval of the Executive Board.
- D. Sign all contracts with the Secretary after approval of the Executive Board when required.

Section 2. The Vice-President shall:

- A. Perform the duties of an absent President and perform such duties as are assigned by the President.
- B. Serve as Chairperson of the Program committee.
- C. Work with an appointed member of the Guild who reserves the meeting place.

Section 3. The Secretary shall:

- A. Record the minutes of all proceedings of the Board and membership meetings and, with the President, shall sign all contracts for the organization when required.
- B. Handle all the correspondence for the organization, as may be ordered by the Board.

Section 4. The Treasurer shall:

- A. Have custody of all Guild funds and shall keep full and accurate accounts of the receipts and disbursements in the books which shall belong to the Guild. All monies of the Guild shall be deposited in an account under the name of the Guild.
- B. Disburse the funds of the Guild as may be ordered by the Board, taking proper vouchers for such disbursements. The account held in the name of the Black Swamp Quilters Guild will have two authorized signatures. The second approval signature shall be designated by the Board. If the Board fails to make such designation, the second authorized signature shall be the President.
- C. Render to the President and the Board at regular meetings, or when the Board requires, an account for all transactions and the financial condition of the Guild. All tax returns (as required) and financial statements will be prepared by this officer.
- D. Make disbursements for non-budgeted funding requests up to \$50.00. Any expenditures over \$50.00 must be approved by the Treasurer and one other officer in advance of such expenditure.
- E. Serve as chairperson of the Budget Committee.
- F. Collect dues. Collect new membership forms and forward information regarding new members to the Membership Committee.

Article VIII - Committees

Section 1. There shall be the following committees: Art Walk, Audit, Budget, Challenge, Historian, Hospitality, Membership, Newsletter, Nominating, Program, Retreat, and Special

Speakers. These committees will be appointed by the President and conduct activities on an as-needed basis.

Section 2. The Art Walk Committee is to support the Guild's annual exhibit in conjunction with the city's spring Art Walk, sponsored jointly by the Downtown Bowling Green Organization and the Bowling Green Arts Council. The Art Walk sponsors' liaison to the Guild shall be the ex officio chair of this committee and a co-chair from among guild members shall be appointed by the President. Additional committee members from the Guild may be appointed by the President. Members shall serve a one-year term, renewable at the discretion of the President.

Section 3. The Audit Committee will consist of at least two members. An audit of the financial books will be done each year after December 31 and before the February meeting. They will report their findings to the Executive Board and the general membership.

Section 4. The Budget Committee reviews the financial records of the previous year and submits a budget for the upcoming year, to be approved by the Executive Board by the February meeting. The Budget Committee shall consist of the President, Vice-President, Treasurer, Past President, and two members of the Executive Board.

Section 5. The Challenge Committee will present a quilt project to the members at the December Brunch. Entries will be due at the April meeting and prizes will be awarded. Participation in this project is optional.

Section 6. The Historian Committee shall consist of at least one member who shall keep a current and accurate scrapbook of activities, document quilt related projects made by our membership and make this information available to the membership. A current member will collect log cabin blocks from new members and add the blocks to the Guild's Banner.

Section 7. The Hospitality Committee shall consist of at least one member who is responsible for greeting and welcoming visitors at the meetings, as well as arranging for refreshments as needed.

Section 8. The Treasurer will forward new membership information to the Membership Committee.

The Membership Committee will do the following:

- A. Keep an accurate roster of members and their information.
- B. Provide membership information to all new members upon payment of dues.
This will include a roster, the By-Laws, a current Newsletter, Instructions for the Log Cabin Block, and the Web Site address.
- C. Send out emails as necessary.
- D. Make and provide name tags for the meetings.
- E. Provide a form for the purpose of taking attendance at each meeting.
- F. Send out Snail Mail Newsletters. The fee is \$15 for this service.
- G. "Meet a Member".

Section 9. The Newsletter Chairperson shall prepare a monthly newsletter for distribution before the second Thursday of the month and provide copies to the Historian.

Section 10. The Nominating Committee shall consist of three members who will be appointed in August. They will present a slate of officers and conduct an election as outlined in Article V. Besides officers, the election will include member(s)-at-large to sit on the Executive Board.

Section 11. The Program Committee shall plan and arrange programs for all of the general meetings throughout the year and publish program schedules. This committee is chaired by the current Vice-President. The Immediate Past Vice-President will continue to serve as a regular member of this committee for one year.

Section 12. The Quilt show/festival will be held every two (2) years. The Quilt Show committee will plan and coordinate all arrangements. The quilt show funds shall be held in a separate ledger in the BSQG general fund, overseen by the guild Treasurer. The committee will present a budget proposal to the Executive Board prior to the show/festival. The chair will be selected from the volunteers in the committee for no less than two (2) consecutive years. The committee will submit, in a timely manner, any and all payments, invoices, bills, receipts, and other financials before the end of the fiscal year (December). Profits received will be donated in a fashion determined by the committee.

Section 13. The Retreat Committee will plan and make all arrangements for a quilt retreat, as interest of the membership warrants.

Section 14. As needed, the President may appoint one or more members to a Special Speakers Committee. This committee will plan and make all arrangements for a speaker to present a special program to the membership, separate from the regular meeting programs.

Article IX – Meetings

Section 1. There will be regular meetings for the membership. Advance notice of meetings will be made available.

Section 2. Special meetings may be called by the President as necessary.

Section 3. A quorum for conducting business of a regular or special meeting of the membership shall be not less than one-third of the current members. In order for a resolution to pass, it must carry a simple majority of the members present.

Section 4. Meetings will be canceled in the event that a Level One Snow Emergency is declared for Wood County at the time of the meeting. An email regarding a cancellation will be sent when possible. The Level One information would be available on TV and radio stations as well as online. Members should check the media for pertinent weather alerts for their own counties/communities.

Article X – Amendments

Section 1. The By-Laws shall be reviewed every two years by a committee appointed by the President.

Section 2. The By-Laws may be amended or revised by an affirmative vote of a simple majority of all members present. Copies of proposed amendments or revisions must be given to members in writing or by email prior to the meeting.

Article XI – Dissolution

In the event of dissolution of the Black Swamp Quilters Guild, all monies are to go to a charity of the group's choice.

Article XII – Checks

If at any time a check written to the Black Swamp Quilters Guild is returned for non-sufficient funds or for any other reason, the person writing the check shall be responsible for reimbursing the Black Swamp Quilters Guild the amount owed plus any fees charged by the bank to the Guild.

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