

PEAKS 'N PINES QUILT GUILD, INC.  
BY-LAWS  
February 10, 2011

**Article 1: Name**

The name of this organization, located in Grand County, Colorado, shall be Peaks 'n Pines Quilt Guild, Inc., hereinafter referred to as the Guild or PNPQ.

**Article 2: Purpose of the Guild**

It shall be the purpose and goal of the Guild to promote and perpetuate the art of quilting for all age groups. The Guild shall encourage sharing of members' talents and fellowship, provide educational opportunities, promote high standards of design and technique, share quilting arts with the community, and do all it can to preserve the quilting heritage.

**Article 3: Membership**

1. Membership is open to anyone with an interest in quilting, without regard to gender, age, race, color, religion, disability, or national or ethnic origin.
2. A member in good standing may vote in all decisions involving the organization.
3. Prospective members and/or guests may attend two meetings without joining, but shall pay dues before attending any subsequent meetings.
4. Members shall pay annual dues as determined by each year's Executive Board.
5. New members shall turn in a membership form to the Treasurer when dues are paid. After the initial membership form is received, members will be responsible for keeping their information current.
6. Dues are due January 15 of each year. Annual dues not paid in full by February 15 will result in termination of membership.
7. New members who join after July 1 shall pay one half of the regular dues, payable immediately upon joining.

**Article 4: Governing Body and Officers**

1. The governing body of the Guild shall be the Executive Board, hereinafter referred to as the Board, consisting of the elected officers of the Guild.
2. Officers of the Guild shall be the President, Vice President/President Elect, Secretary, and Treasurer. These officers, along with the immediate Past President, shall serve as the Guild's Board. A minimum of two past Board officers shall serve on the Board as appointed non-voting advisory Board members.
3. Officers shall be elected for a term of one year, with the exception of the Treasurer, who shall serve a two-year term.
4. Elected offices shall be installed at the December meeting and shall assume their offices as of the following January 1.
5. The Vice President shall be recognized as the President Elect and shall become President the following year.
6. No member shall hold more than one office at a time.

## **Article 5: Duties of the Officers**

1. The President shall preside at all meetings of the Guild and the Board. The President shall delegate such responsibilities as shall seem necessary for the effective functioning of the Guild. The President will be an ex-officio member of all committees. The President will arrange for the meeting rooms, and will be a signatory for the checking account. The President will appoint an Audit Committee from the general membership to audit the Treasurer's books before the end of the fiscal year.
2. The Vice President shall act as aide to the President and perform the duties of the President in the absence or resignation of the President. The Vice President shall be responsible for program development for the Guild. The Vice President may appoint or select another member to assist in planning programs or in a special capacity. In such a role, the designated member would not hold a position as an officer. Assisting another officer would not preclude a member from serving on the Board in another capacity. The Vice President shall be a signatory for the checking account.
3. The Secretary shall keep complete and accurate minutes of all Board and general monthly meetings and the annual meeting of the Guild. The Secretary shall conduct any correspondence for the Guild, and perform such other duties as shall be delegated by the President. The Secretary shall be responsible for sending email notices to all members reminding them of the monthly meetings, the annual meeting, and programs.
4. The Treasurer shall receive and deposit all funds of the Guild, keep an accurate account of receipts and expenditures, and make only such payments out of Guild funds as are authorized by the Board. The Treasurer will work with the President and Vice President to develop an annual budget which will be presented for approval at the annual meeting. The Treasurer will maintain the membership lists and a guest register with the names of all guests who attend meetings. An annual membership roster will be distributed at the March meeting.
5. The immediate Past President shall assist the new President for continuity and effective functioning of the Guild. The immediate Past President shall be a signatory for the checking account.
6. All officers of the Board shall have voting privileges.
7. The Board will meet at least six times per year and may meet more often, as needed. A quorum of 51 percent of the Board is required to have a vote at a Board meeting and a majority vote is required for passage.

## **Article 6: Meetings**

1. The regular monthly meeting of the Guild shall be on the second Thursday of each month. The Board may change any meeting date due to a holiday, special observance, or other major conflict.
2. The November monthly meeting shall be the Annual Meeting of the Guild to elect officers and amend by-laws.

## **Article 7: Elections**

1. The Nominating Committee, consisting of one outgoing officer and two volunteers from the general membership, shall present a proposed slate of officers at the October general meeting and shall take nominations from the floor at that time. "From the floor" nominations may also include e-mail nominations.
2. Members may be nominated in absentia with their consent.
3. The election of officers will take place at the November Annual Meeting. Election shall be by written ballot if there are two or more nominees for any one office.
4. In the event that any office except the Presidency is vacated during the year, the Board may select a replacement from the membership to serve until the next regular election.

#### **Article 8: Voting Procedures**

1. Voting can be by secret ballot, show of hands, or email. It is the privilege of the presiding officer to select the method for a particular vote.
2. Passage of a vote on any matters other than the election of officers and the amendment of by-laws shall be by a simple majority of members present.

#### **Article 9: Committees**

The standing committees of the Guild shall be the Nominating Committee, the Audit Committee and the Program Committee.

1. The Nominating Committee shall consist of one outgoing officer and two volunteers from the general membership.
2. The Audit Committee shall consist of three individuals appointed by the President from the general membership.
3. The Program Committee shall consist of one Chair and one Vice-Chair, with other volunteers from the general membership as needed.
4. Special committees may be created at the discretion of the Board as needed for the functioning of the Guild. The chair of each special committee is encouraged to participate at any Board meetings held while that committee is in existence.

#### **Article 10: Amendments to the By-Laws**

1. The By-Laws may be amended by a majority vote of Guild members after the amendment has been considered at two consecutive monthly meetings.
2. No amendments can be introduced at a monthly meeting without first having been reviewed by the Board.

#### **Article 11: Fiscal Year, Dues and Fees**

1. The fiscal year shall run from January 1 through December 31.
2. The Guild treasury will pay for speakers and workshops. The Board will determine if registration fees are necessary and the amount for members and non-members.

## **Article 12: Parliamentary Authority**

The business and meetings of the Guild which are not governed by these By-Laws shall be governed by the current Robert's Rules of Order.

## **Article 13: Dissolution**

In the event of dissolution of Peaks 'n Pines Quilt Guild, Inc., all funds and property owned by it will be dispersed to local charitable organizations.

ADOPTED this 10<sup>th</sup> day of February, 2011.

Revised November 10, 2014