**SPACE COAST QUILTERS GUILD, INC.**

**BY-LAWS**

**(1 May 2015)**

**By-Laws Committee**

**ARTICLE 1 – NAME**

**The name of this organization shall be SPACE COAST QUILTERS GUILD, INC. and abbreviated as “SCQG” or the “Guild”.**

**Section (1) Per IRS, (“Publication 1635, Understanding your EIN’) as a charitable, non-profit, tax exempt, organization, SCQG is to file “Form 990-EZ, Short Form Return of Organization Exempt from Income Tax” which is a epostcard filing requirement for charitable organizations having less than $50,000 gross receipts and net assets less than $250,000, and may be filed electronically. {“If an organization required to file a Form 990, Form 990-PF, Form 990-EZ, or Form 990-N, does not do so for three (3) consecutive years, its tax-exempt status is automatically REVOKED as of the due date of the third return or notice.”} This is a mandatory filing every year by the presiding Executive Board.**

**Section (2) Filing as a State of Florida corporation must be filed for every year (usually done in February of each year) and all State of Florida taxes requirements must be met each year.**

**Section (3) Accountability: Bank account checks must be signed by two (2) current executive board members that have signed the Business Account Signature cards with the current banking facility.**

**ARTICLE 2 – PURPOSE**

**The purpose of this organization shall be to create, stimulate and maintain interest in all matters pertaining to quilts; to promote and advance the art of quilt making; to conduct educational programs; and to provide services in the design and techniques of quilt making throughout the community.**

**Page 1**

**ARTICLE 3 – NON-PROFIT**

**The Guild shall be a non-profit organization and no part of its assets shall incur to the benefit of any individual member, but shall be used exclusively for the purpose of the Guild.**

**ARTICLE 4 – MEMBERSHIP**

**Section (1) Membership is open to all who have an interest in quilts.**

**Section (2) Membership is; $25.00 initiation fee for a new member; $15.00 yearly dues paid by January 1st of each year; $10.00 fee for Newsletter mailing. If dues are not paid by January 1st of each year a $5.00 late fee will be incurred.**

**Section (3) Membership is required for further attendance after attending two meetings as a guest.**

**Section (4) Dues will be determined annually by the Executive Board. Dues are payable in November and memberships not renewed by January 31st of the upcoming year shall be terminated. Dues are not prorated for members joining during the year.**

**Section (5) Name tags shall be worn to each business meeting or a fine of $.50 will be collected at the business meeting membership desk.**

**ARTICLE 5 – ELECTION OF OFFICERS**

**Section (1) Officers are elected for a two-year term. At the September business meeting every other year, the President shall appoint a nomination committee of five members. One member of the nominating committee shall be a current Executive Board member. The Executive Board members consist of the current officers. The remaining four shall be selected from the general membership.**

**Section (2) Each member shall be contacted; nominations for election of officers shall be presented at the October business meeting. Additional nominations from the floor will be accepted at the October business meeting with prior approval of the member being nominated.**

**Page 2**

**Section (3) Election of officers shall be held at the business meeting in November.**

**Section (4) Any vacancy occurring during the term of an officer other than president, shall be filled by an appointment agreed upon by the remaining officers. If any officer misses three board or business meetings, that position may be filled as determined by the “Executive Board”.**

**Section (5) The outgoing Executive Board shall orientate the new Executive Board. The outgoing and incoming board shall meet in January of the new term to orientate the new board as to their duties and responsibilities to the Guild.**

**ARTICLE 6 – OFFICERS**

**Section (1) Officers shall be President, First Vice President, Second Vice President, Secretary, and Treasurer. As stated, the officers comprise “The Executive Board” and have been appointed by the membership. They will be the final word on all administrative & budgetary responsibilities.**

**Section (2) All officers shall serve a two-year term commencing in January. An individual may not be elected to the same office for more than two consecutive two-year terms.**

**Section (3) The names of the President and Treasurer (as primary signers); shall be on the bank signature card. One or all of the remaining officers shall also be on the bank signature card (as designated by the President). Two signatures shall be required on all checks (the President and Treasurer, and/or other designated officer).**

**Section (4) Duties of Officers:**

**President:**

**Sets the agenda and conducts all board and business Guild meetings. Appoints committee chairperson(s) as necessary for the welfare of the Guild, and is a standing member of all committees at their meetings. Appoints any member to fill any office or committee chair if there is a vacancy. Coordinates all the internal activities to promote the smooth operation of the Guild.**

**Page 3**

**First Vice President:**

**Assumes the duties of President in her/his absence. In the event of permanent absence or disability of the President, the First Vice President will become President and will appoint a new First Vice President. Arranges all outside field trips for the Guild, after proposed trips are voted on and approved by the general membership at the business Guild meeting. Selects mode of transportation, hotels, and meals as required. Collects all funds for the trip and delivers funds to Treasurer. Coordinates with Treasurer for all checks needed for outside field trips. Establishes and publishes itinerary for trip(s). Coordinates all activities during trip(s) as needed.**

**Second Vice President:**

**Arranges programs for the Guild business meetings. Sets up classes and arranges for teachers to come to teach things of importance to the Guild. Collects fees at registration, distributes lists of instructions and supplies as needed for classes. Arranges location of classes and coordinates with the Treasurer to pay for the teacher and expenses. May spend up to $500 without Executive Board approval to secure an instructor and a date. Number of programs and classes each year are to be determined by the approved annual budget.**

**Secretary:**

**Records minutes and notes at the monthly Guild board and business meetings. General business meeting notes shall list the number of members and guests (when available) in attendance, who won the baskets of the month, and “Show and Tell” participants. The notes shall describe the business of the meeting and who should be included on “Sunshine” lists. There should be five copies of the minutes, one for the President, one for the newsletter publisher, one for the Secretary, one for the website, and one for the history files. Writes responses to all letters as needed for the Guild.**

**Page 4**

**Treasurer:**

**Collects and disburses all funds as needed for the Guild. Reconciles the monthly bank statement(s), and keeps a detailed report of all income and expenditures. This shall be reported at both the Board meeting and the Guild business meeting each month. A monthly report shall be available in the Treasurer’s area for each business meeting.**

**ARTICLE 7 – COMMITTEES**

**Committee chairperson(s) shall be appointed by the President with the majority approval of the Executive Board and their tenure shall be terminated with the installation of a new President, if requested or needed.**

**ARTICLE 8 – EXECUTIVE BOARD**

**The Executive Board shall consist of the elected officers only. The full Board shall include the committee chairperson(s). The full Board shall meet once a month at the discretion of the President.**

**Section (1) The Executive Board MUST confer with the general membership for approval of any expenditure over $200, not already specified in the Budget, or except as previously designated in these By-Laws. The Board may spend $200 without approval from the general membership not to exceed two (2) times a year.**

**Section (2) The Executive Board may hire an outside auditor at the end of each fiscal year and/or Treasurer’s term.**

**ARTICLE 9 – MEETINGS**

**Section (1) The Executive Board shall meet once a month except the months of July and December. The meetings shall be governed by “Robert’s Rules of Order”. Day of board meeting to be determined by new Executive Board each year.**

**Page 5**

**Section (2) The Guild shall meet once a month (normally the 3rd Wednesday of each month) except the months of July and December. The meetings shall be governed by “Robert’s Rules of Order”.**

**ARTICLE 10 – AMENDMENTS**

**Section (1) Proposal for ByLaw amendment(s) shall be as follows: may be proposed in writing by the Executive Board, a member, or a committee appointed for that purpose.**

**Section (2) No amendment(s) shall be voted on prior to publication in the newsletter.**

**Section (3) ByLaws may be amended by a total of 2/3 vote of members present at a monthly Guild business meeting.**

**Section (4) By-Laws are to be reviewed every two years.**

**Section (5) The IRS shall be notified of any changes to the ByLaws in writing.**

**ARTICLE 11 – TERMINATION**

**Section (1) In the event the Guild is terminated; all assets shall be given to local non-profit organizations.**

**Section (2) A member who exhibits a pattern of behavior that impacts the Guild in a negative manner may be removed from membership upon approval by the Executive Board. The President will enforce this policy.**

**Page 6**