

**BYLAWS OF THE
FRANKLIN COUNTY QUILTERS GUILD INC.
OF VERMONT**

**ARTICLE I
NAME**

The name of the Guild shall be known as the Franklin County Quilters Guild Inc. of Vermont. The name of the Guild's newsletter shall be known as the Sugarhouse Gazette. The Articles of Incorporation, as approved by the Vermont Secretary of State on March 4, 2015, and effective on March 2, 2015, are in the Appendix to these bylaws.

**ARTICLE II
OBJECT PURPOSE**

Section 1:

The ~~object purpose~~ of ~~this the~~ Guild shall be to promote an interest in the art of quilting for the members and for the benefit of the community.

Section 2:

Effective March 2, 2015, the Internal Revenue Service determined the Guild is a public charity and is tax exempt as defined under section 501(c)(3) of the Internal Revenue Code (IRC). As such, donors can deduct contributions they make to the Guild under IRC Section 170.

**ARTICLE III
MEMBERS**

Section 1:

1. All persons 18 years of age and older who are interested in the art of quilting shall be eligible to join the Guild. Any person interested in joining may attend two meetings as a guest before they must pay dues in order to continue attending meetings.
2. Quilters ages 9 through 17 may join the Guild under the following conditions:
 - a. They must be sponsored by a member 18 years of age or older and whose dues are current.
 - b. They must attend Guild meetings with their sponsoring member or another member 18 years of age or older.
 - c. They must strive to enter at least one quilted item into each annual quilt show.
 - d. They must participate regularly in show and tell at the monthly Guild meetings.
 - e. They must actively participate in monthly Guild meetings under Roberts Rules of Order and under accepted standards of public decorum.
 - f. Members under the age of 18 may not serve as a Guild officer or committee chairperson or serve on the Nominating Committee.
 - g. Members under the age of 18 may not make any expenditures of Guild funds or monies.
 - h. The membership for any member under the age of 18 can be terminated at any time by vote of the majority of the Guild's Executive Committee.

Section 2:

The annual dues shall be payable by all members at the September meeting of each year. The executive committee will determine the amount and notify members at or prior to the September meeting. The ~~treasurer~~ membership chairperson shall notify members two months in arrears and those whose dues are not paid within one month thereafter shall be automatically dropped from the membership.

Section 3:

The dues will not be prorated. In order to receive newsletters and be able to participate in special workshops, the full dues must be paid regardless of when a ~~new~~ member joins or rejoins.

Section 4:

Any member of the Franklin County Quilters Guild shall be eligible to take part in the workshops by quilt instructors paid for either in part or all by the Guild if:

1. They are the current president or program chair or;
2. They have been a paid member for the entire previous year, and
3. They have attended 4 out of 10 meetings, and
4. They have sold 2 books of raffle tickets and contributed to one of the following fund raising activities: providing fabric and/or blocks for the raffle and charity quilts; somehow participatedd in the quilt show; and other group fund raising.

If there is space in the workshop, then there will be a lottery for the available spaces with ~~any other~~ interested members. If there is still space remaining, anyone else may take the workshop at a fee to be determined by the Guild at that time.

ARTICLE IV OFFICERS

Section 1:

The elected officers of the Guild shall be the ~~a~~ President, ~~a~~ Vice President, ~~a~~ Secretary, ~~a~~ Treasurer, ~~a~~ Project Coordinator(s) and ~~a~~ Program Director(s). These officers shall comprise the Executive Committee. The past president shall serve as ex-officio member of the Executive Committee. The officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Guild.

Chairpersons and coordinators include but are not limited to: membership chairperson; quilt show chairperson(s); newsletter editor; annual charity quilt coordinator(s); raffle quilt coordinator(s); ~~Ronald McDonald and other~~ charity quilt coordinators as deemed necessary to conduct the business of the Guild; ~~Home Health charity quilt coordinator; and quilt show coordinator.~~ The chairpersons and coordinators shall perform their duties under the direction of the president.

Section 2:

Nominations for officers will take place at the regular meeting in May. Officers shall be elected by a show of hands vote at the annual meeting in June. See Article VIII, Section 1 for the nominating committee protocol.

Section 3:

Officers and chairpersons will serve a one-year term. Officers and chairpersons may serve more than one term consecutively. New officers and chairpersons shall assume their duties at the end of the annual meeting in June.

Section 4:

All elected officers may issue and sign receipts, as requested, for the donation of monies or goods to the Guild. Such receipts shall include the date of the donation, a description of the donation, and the amount or value of the donation.

ARTICLE V DUTIES OF THE OFFICERS AND CHAIRPERSONS

Section 1:

Duties of the President shall include:

- Preside at all meetings
- Call meeting to order at the appointed time
- Introduce guests and new members at each meeting
- Announce business to the membership

Be informed of communications
 State and put all questions properly brought by the membership
 Decide all questions of order
 Preserve order and decorum

Give Provide signature when necessary

Provide a President's Message to the Newsletter Editor no later than the last Wednesday of the month

Coordinate the guild newsletter

Request a Nominating Committee of at least three members no later than the March meeting.

Request a representative to the Green Mountain Quilters (the VT state guild).

Section 2:

Duties of the Vice President shall include:

Preside and perform the duties of president in the absence of the president

Schedule meeting location and time, in coordination with the President and Program

Director(s), for all Executive Committee meetings and all monthly guild meetings

Solicit members to provide refreshments, set up meeting room, and restore the meeting room to its original condition following the meeting.

Coordinate supplies and set up meeting room for potluck dinners at the December and June meetings.

Section 3:

Duties of the Secretary shall include:

Keep the public informed of guild meetings through public notices

Keep minutes of the meeting

Provide the membership with copies of previous minutes for review **if requested**

Provide electronic copy of the minutes for Executive Committee meetings and monthly guild meetings to the newsletter editor no later than the last Wednesday of the month

Preside in the absence of the president and vice president

Conduct correspondence as directed

Maintain hard copies of all past meeting minutes and correspondence generated.

Section 4:

Duties of the Treasurer shall include:

Receive and bank **deposit** all ~~moneys~~ **monies** due the ~~organization~~ **Guild** within 7-10 days of receipt. If unable to meet this requirement, the monies should be given to the president to deposit.

Disperse funds as needed to conduct guild business

Keep bookkeeping records of such **monies and** funds

Maintain all documents related to incorporation in and tax exempt status with the State of Vermont

Maintain all documents related to 501(c)3 status with the Internal Revenue Service

File electronic IRS Form 990-N or IRS and State income tax returns as required by law

Ensure proper documentation is presented for items for payments

Pay rent for the use of the hall in a timely fashion

Provide the membership with a copy of the monthly financial activity

Read the treasurer's report at each meeting

Provide electronic copy of the Treasurer's Report to the Newsletter Editor no later than the last Wednesday of the month

Work with the Membership Chairperson whose duties shall include:

Collect membership dues at the September meeting and as new members join

~~Notify members who are in arrears with their dues~~
~~Compile a list of members' names, addresses, email addresses, and telephone numbers~~
~~Distribute the membership list by the November meeting~~
~~Update the membership list as needed.~~

Section 5:

Duties of the Program Director shall include:

Solicit teachers, and/or speakers for guild programs
Inform the treasurer before all programs of monies due the speaker or teacher
Coordinate monthly programs throughout the guild year
Coordinate monthly drawings for door prize and charity quilts
Maintain birthday basket of fat quarters.

Section 6:

Duties of the Project Coordinator shall include:

Organize monthly raffle blocks (block of the month) ~~and any~~
Organize other projects such as block or fabric exchanges, mystery quilts, challenges, and progressive quilts.

Section 7:

Duties of the Membership Chairperson shall include:

Collect membership dues at the September meeting and as new members join in coordination with the Treasurer
Notify members who are in arrears with their dues
Compile a list of members' names, addresses, email addresses, and telephone numbers
Distribute the membership list by the November meeting
Update the membership list as needed
Provide electronic copies of the membership list to the President and newsletter editor whenever updates are made.

Section 8:

Duties of the Newsletter Editor shall include:

Publish the Guild's newsletter monthly, September through June, at least one week prior to the scheduled Guild meeting
Organize the following items, at minimum, in each newsletter:
List of Guild officers, chairpersons, and coordinators
Schedule of monthly meetings to include start time
President's message
Minutes of previous month's meeting(s)
Treasurer's Report for current month
Instructions for block of the month and/or other projects as needed.
Maintain hard copies of all past newsletters.

ARTICLE VI MEETINGS

Section 1:

The regular meeting of the Guild shall be held on the third Wednesday of each month during the months of September through June unless alternative plans are agreed upon by the membership. Any change from the usual meeting time and/or place shall be announced at the previous meeting and in the

newsletter.**Section 2:**

The regular meeting in June shall be known as the annual meeting and shall be for the purpose of electing officers, receiving reports of the officers and committees, and for any other business that may arise.

Section 3:

The Executive Committee shall meet at least **once** prior to the September meeting to prepare for the coming year and as often as necessary thereafter. **The President shall invite any chairpersons or coordinators to the Executive Committee meetings as deemed necessary to conduct the business of the Guild.**

Section 4:

~~Any expenditures in excess of \$100 must be pre-approved by a majority of the membership present at the monthly meeting.~~

Section 5:

Fifty-one percent of the paying membership of the Guild **present at the monthly meeting** shall constitute a quorum.

Section 6:

~~Payment of workshops shall be made at signup time. No refunds shall be given. Alternates will make private arrangements with the paid attendee.~~

ARTICLE VII COMMITTEES

Section 1:

The President shall request a Nominating Committee of at least three members no later than the March meeting. It shall be the duty of this committee to solicit candidates for the offices of President, Vice President, Secretary, Treasurer, Program Director, and Project Coordinator.

Section 2:

The committee will accept nominations from the floor in May and will present a slate of candidates at the annual meeting in June.

Section 3:

Standing or Special ~~Such~~ committees, ~~standing or special~~, shall be appointed by the President as ~~the~~ **Guild shall, from time to time, deemed** necessary to carry out the ~~work~~ **business** of the Guild. The President shall be an ex-officio member of all committees.

Section 4:

~~Members shall submit receipts for reimbursement to the treasurer monthly.~~

ARTICLE VIII GUILD FINANCES

Section 1:

Checks for payment to the Guild shall be made payable to the Franklin County Quilters Guild or FCQG.

Section 2:

Income received on behalf of the Guild shall be turned in to the Treasurer and shall not be offset by expenses incurred.

Section 3:

All monies due the Guild shall be deposited within 7-10 days of receipt.

Section 4:

Any expenditures in excess of \$100 must be pre-approved by a majority of the membership present at the monthly meeting.

Section 5:

Members shall submit receipts for reimbursement to the treasurer monthly using the approved reimbursement form.

Section 6:

Payment for workshops shall be made at the time of signup. No refunds shall be given. Alternates will make private arrangements with the paid attendee.

**ARTICLE ~~VIII~~ IX
PARLIAMENTARY AUTHORITY**

The rules contained in Robert's Rules of Order Newly Revised shall govern the Guild in all cases in which they are not inconsistent with these bylaws and any special rules of order that the Guild may adopt.

**ARTICLE ~~IX~~ X
AMENDMENT OF BYLAWS**

These bylaws may be amended at any regular meeting of the Guild by a two-thirds vote, provided ~~that~~ the amendment has been submitted in writing by ~~or~~ at the previous regular meeting **or has been published in the newsletter prior to the vote.**

Bylaws approved unanimously by membership October 20, 2000

Addition of Article III, Section 4, approved unanimously by membership September 15, 2005

Addition of Article III, Section 1, Paragraph 2, approved unanimously by membership June 16, 2010

Changes to Articles I-VII, IX and X, addition of Article II, Section 2, addition of Article IV, Section 4, addition of Article V, Sections 7 & 8, addition of Article VIII, Guild Finances, and addition of Appendix approved XXXXXXXXXXXX by membership MONTH DATE, 2015

APPENDIX

Articles of Incorporation
for
Franklin County Quilters Guild Inc.

First: The name of the Corporation shall be Franklin County Quilters Guild Inc.

Second: The principal office of the Corporation is located in Saint Albans, Franklin County, Vermont.

Third: Said corporation is organized exclusively for charitable, religious, educational, and/or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Fourth: The names and addresses of the persons who are the initial officers of the corporation are as follows:

Helen Short, President, 12 Burnell Terrace, St. Albans, VT 05478

Kristen Bachand, Vice President, PO Box 49, St. Albans Bay, VT 05481

Deborah Dusablon, Treasurer, 117 Green Point Road, North Hero, VT 05474

Kay Benedict, Secretary, 24 Glen Ridge Lane, St. Albans, VT 05478

Fifth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Sixth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.