

**BYLAWS
OVER THE MOUNTAIN QUILTERS' GUILD**

ARTICLE 1. NAME

This organization shall be known as OVER THE MOUNTAIN QUILTERS' GUILD herein referred to as the Guild.

ARTICLE 2. NON PROFIT ORGANIZATION

Over The Mountain Quilters' Guild is a nonprofit organization. No part of the Guild income shall insure to the benefit of any member, director (however styled) or officer of the Guild or any private individual. Reimbursements or expenditures of reasonable compensation for services rendered shall not be deemed to be distribution of income or principle.

ARTICLE 3. PURPOSE

It shall be the purpose and goal of the Guild to promote and perpetuate the art of quilting. The work of the Guild is designed to benefit and educate all persons interested in preserving, continuing, and advancing this art. The Guild shall encourage a high standard of design and technique in all forms of quilting, and shall promote the art of quilting by teaching and sponsoring exhibits.

ARTICLE 4. TERRITORY AND HEADQUARTERS

The Guild shall encompass the State of New Mexico and the headquarters shall be located in the city of Edgewood, New Mexico.

ARTICLE 5. MEMBERSHIP

A person is eligible to become a member of the Guild on payment of membership dues.

ARTICLE 6. OFFICERS

Section A: The officers of the Guild shall be a President, Vice-President, Secretary, and Treasurer. These persons, plus the Standing Committee Chairmen (or Co-Chairmen) shall constitute the Board of Directors.

Section B: All terms of office shall be for one fiscal year, or until successors have been elected. Officers may be elected to consecutive terms.

Section C: The office of Secretary and Treasurer may, at the discretion of the Board of Directors, be occupied by the same individual.

Section D: If the President is unable to complete the term of office, the Vice-President will assume the office and duties of President. If the Vice President, Secretary, Treasurer, or any elected standing committee chairman is unable to complete the term of office, the Board of Directors, by majority vote, shall appoint a member to serve the remainder of the expired term.

ARTICLE 7. DUTIES OF OFFICERS

Section A: The President shall be the official representative of the Guild and shall preside at all meetings.

Section B: The Vice-President shall perform the duties of the President in the absence or disability of the President and perform other duties as assigned by the President.

Section C: The duties of the Secretary shall include keeping a record of all proceedings of the Guild and Board of Directors, preparing and distributing meeting notices, managing official Guild correspondence, and preparing an annual report of the activities of the Guild.

Section D: The Treasurer shall have charge of the funds of the Guild, shall keep an accurate record of all receipts and disbursements, shall present financial records of the previous year to the audit committee by January 7, and make an account of all transactions whenever required. If required by the

Board of Directors bond shall be furnished to guarantee the faithful performance of the above duties. The expense of such bond shall be borne by the Guild. The Treasurer in conjunction with the Membership chairman will maintain an accurate membership roster.

ARTICLE 8. BOARD OF DIRECTORS

SECTION A: The management of the Guild will be vested in a Board of Directors referred to as the Board. The Board will consist of the elected officers: President, Vice President, Secretary, and Treasurer, and the elected Standing Committee Chairmen and/or Co-Chairmen: Membership, Program, and Community Service.

SECTION B: The Board will meet at least five (5) times per year. Notice of meetings will be announced at membership meetings.

SECTION C: Each Board member will have one vote.

SECTION D: A quorum at a Board meeting consists of a majority of Board members.

SECTION E: All Board meetings are open to the membership.

SECTION F: Any member may request time on the agenda of a Board meeting at least one day prior to the meeting at which the member wishes to speak.

ARTICLE 9. COMMITTEES

SECTION A: STANDING COMMITTEE chairmen are elected by the membership and serve on the Board of Directors. Committee chairmen are encouraged to recruit other members to assist them in fulfilling the tasks assigned to them.

- Membership: The Membership chairman shall supervise and coordinate the activities of the membership committee whose duty is to be concerned with service to members. The duties include maintaining an accurate membership roster in conjunction with the Treasurer and Membership Roster Chairman, issuing membership cards, distributing membership packets, and greeting new members and guests.
- Program: The Program chairman or co-chairmen shall schedule programs that promote the art of quilting for each meeting. The programs may include hands-on projects such as block of the month projects and workshops taught by members or guests.
- Community Service: The Community Service chairman seeks out appropriate service projects. The Community Service committee oversees all project(s) to completion. Participation in a community service project is encouraged of all members.

SECTION B: SPECIAL COMMITTEE chairmen are appointed by the president-elect. Committee chairmen are encouraged to recruit other members to assist them in fulfilling the tasks assigned to them.

- Historian: The Historian maintains a written and photographic history of the Guild.
- Sunshine: The Sunshine chairman sends greetings, condolences, and congratulations to members when appropriate.
- Show and Tell: The Show and Tell chairman coordinates show and tell at each meeting.
- Internet Coordinator: Establishes and maintains Web page for Guild.
- Membership Roster: Publishes and distributes annual membership roster.

SECTION C: AD HOC COMMITTEES: Ad Hoc committees are created for special purposes. The chairmen are appointed by the President. Committee chairmen are encouraged to recruit other members to assist them in fulfilling the tasks assigned to them.

- Nominating: The Nominating chairman will submit a list of nominees for all elective offices and standing committee chairmanships at the September meeting.
- Bylaws: The Bylaws chairman reviews and revises Bylaws for membership approval.
- Auditor: The Auditor (chairman) along with the President-elect and one other guild member (who does not have signatory rights during the year being audited) appointed by the chairman examines the Guild financial records as of December 31 in January of the following year and certifies the records are complete and correct.
- Budget: The Guild President as Chairman, the President-elect, the Treasurer and Treasurer-elect presents a working budget by December for the next year's operation.

ARTICLE 10. ELECTIONS

Section A: The Nominating Committee will submit a slate of nominees for all elective offices and elective committee chairmen at the September meeting.

Section B: Nominations may be accepted from the floor. All nominees must agree to serve before election.

Section C: All officers shall be elected in November. Newly elected officers and committee chairmen will assume duties and responsibilities on January 1.

ARTICLE 11. MEETINGS

Section A: The Guild shall hold a minimum of five business meetings a year, the first of which will be in January. A quorum for the transaction of business shall be twenty percent of the membership.

Section B: Each member will have one (1) vote.

Section C: Members requesting time on the meeting agenda are requested to notify the President one day prior to the meeting.

ARTICLE 12. FINANCES

Section A: The fiscal year for the Guild shall begin on January 1 and end on December 31.

Section B: Members of the Guild shall pay yearly dues in an amount determined by majority vote of members present at a membership business meeting. To assure continuous membership, dues for the coming year must be paid by December 31.

Section C: Members joining the Guild on or after July 1 and before October 1 shall pay one-half of the annual amount. Members joining the Guild on or after October 1 and before December 1 shall pay one-quarter of the annual amount.

Section D: All funds collected will be deposited in the Guild account.

Section E: The Guild will operate within a budget prepared by the Budget committee and ratified by the membership at the January business meeting.

Section F: Purchase of any item for which funds have not been budgeted will require approval from the majority of the members of the board.

Section G: The Guild will maintain a minimum balance equal to yearly rent expenses plus any contractual obligations.

ARTICLE 13. DISSOLUTION

In the event that dissolution of the Guild appears desirable for any reason, approval of the membership shall be obtained by ballot. Any assets remaining shall be applied and distributed first to the final payment and discharge of any liabilities or obligations of the Guild. Any remaining assets shall be distributed by approval of the membership.

ARTICLE 14: AMENDMENTS

Section A: These Bylaws may be amended by a two-thirds (2/3) vote of those guild members present at a membership business meeting.

Section B: Notice of intent to amend the Bylaws will be distributed at a regularly scheduled meeting. Notice will include the article(s) and section(s) to be amended and exact wording of the proposed amendment(s). Absent members will receive copies of the notice by e-mail or USPS mail to those not having an email account.

Section C: Reading and discussion of the proposed amendment will occur at the following business meeting after the meeting which the notice of intent is distributed. The proposed amendment may be voted on then or referred to a committee for further study. Not more than six months shall pass before a vote is taken on a proposed amendment.

OVER THE MOUNTAIN QUILTERS' GUILD STANDING RULES

The Over The Mountain Quilters' Guild Standing Rules are related to the details of the administration rather than parliamentary procedure.

The Standing Rules may be adopted or changed by ordinary means at a Guild meeting.

The Bylaws and the Standing Rules are published each year and included in the membership packet distributed to each member each year.

MEETING ATTENDANCE:

Minimum age for attendance of meetings must be at least 15 years of age.

DUES AND FEES:

Guild membership dues are \$15.00 as established in 1998. Dues for the next year may be paid after November 30.

An at-door fee of \$3.00, as established in 2000, will be collected from each attendee at each meeting.

Guests may attend one meeting and pay only the at-door fee of \$3.00. Subsequent attendance will require payment of yearly membership dues.

BUDGET:

The Guild budget is based on revenue from dues and meeting fees. At-door fees will be used for meeting place rental and program expenses.

JOB DESCRIPTIONS:

All Guild Officers, Standing Committee Chairman, Special Committee Chairman, and Ad Hoc Committee Chairman have written job descriptions that include a detailed list of duties and responsibilities. Copies of the job descriptions will be kept by the Secretary and will be open to the membership. Copies will be made available to members upon request.