

BY-LAWS OF THE Chequamegon Bay Quilters

ARTICLE I: NAME

The name of this organization shall be the Chequamegon Bay Quilters a non-profit corporation from Ashland, Wisconsin.

ARTICLE II: The mission of the Chequamegon Bay Quilters is to:

1. encourage and support each others creativity and accomplishments
2. preserve the tradition of quilting while learning new techniques and skills promote service to the community
3. foster friendship

The Guild is a non-profit organization and is not organized for personal profit

ARTICLE III: MEMBERSHIP

Section 1: Anyone interested in the art of quilt making and sharing the art shall be admitted upon payment of annual dues.

Section 2: Annual dues of \$15 are payable at or before the October general meeting. If an individual signs up between October 1 and March 31, dues will be \$15, if sign up occurs between April 1 and September 30, dues will be \$7.50.

Section 3: The amount of annual dues shall be recommended by the Board and approved by the membership.

Section 4: Membership is terminated when yearly dues are not renewed by 60 days after dues renewal

Section 5: Guests may attend any General Meeting but will be expected to join the Guild after visiting the first meeting.

ARTICLE IV: NOMINATION AND ELECTION OF OFFICERS

The Board of Directors shall consist of the elected officers.

Section 1: Nominations will be made from the floor with the consent of the nominees at the September meeting.

Section 2: Officers shall be elected by the members at each annual election for a term of one year. Their term of office shall begin at the conclusion of the September general meeting.

Section 3: No member shall hold more than one office at a time.

Section 4: Elections are to be held at the annual meeting in September.

Section 5: Officers shall be elected by a majority vote of the general membership voting by show of hands. Voting by ballot shall be used only when there is more than one nominee for a position. There shall be no votes by proxy.

Section 6: Tabulation of Votes: Three tellers (Active members not on the ballot) shall count the votes and report the results to the membership.

Section 7: Any Active member interested in serving the Guild to the best of their ability, whose membership dues have been paid for 6 months shall be eligible to become an elected or appointed officer of the Guild.

ARTICLE V: OFFICERS AND DUTIES

Section 1: The Board shall consist of all elected and appointed officers.

Section 2: FINANCIAL STRUCTURE: The board shall be authorized to spend emergency monies in case of a need for an immediate action that needs to be taken before the general membership has an opportunity to vote on this matter.

Section 3: CO-OFFICERS: No more than two persons shall be elected or appointed to serve in one position. Only one vote per office is allowed at the board meetings.

Section 4: Should the office of President become vacant before the expiration of the term, ~~elections will be held by the general membership~~ the Vice President will fill the position until the next regular Election. Any other vacancies on the Executive Board shall be filled by appointment by the President or presiding officer until the next regular election.

Section 5: Elected Officers and Their Duties: The elected officers of the Guild shall be President, **Vice President**, Secretary, Treasurer and Program director. These officers shall perform the duties prescribed by these bylaws.

The President shall:

- A. Preside at all general and board meetings of the Guild and represent the Guild as needed. In the event of absence the President will arrange for a temporary substitute (~~prior Guild President or officer~~) **the Vice President to perform the duties.**
- B. See that recommendations of the Board are submitted to the general membership for consideration.
- C. See that Board recommendations approved by the general membership are carried out.
- D. Appoint such other officers or committees, standing or special, as the Guild membership or the Board shall from time-to-time deem necessary to carry on the work of the Guild.
- E. Keep the membership informed of Board actions.
- F. Have the authority to sign contracts for the Guild.
- G. Perform all incidental duties of the office as required.

The Vice President shall

- A. Assist the President as needed,**
- B. In the absence or resignation of the President, serve and perform the duties of the President.**
- c. Will become the Guild President the following year.**

The Secretary shall:

- A. Record the votes and keep minutes of all Guild and Board meetings.
- B. Keeps a file of minutes from all meetings, official correspondence, and committee reports.
- C. Publish the minutes of the general meeting each month.

The Treasurer is the chief financial officer of the Guild and shall:

- A. Receive and deposit monies in the bank account(s) maintained in the name of the Guild and provide all financial reports as required by outside agencies.
- B. Record all financial transactions of the Guild, pay all bills and present full financial report annually and a brief financial report monthly.

Program Chairperson shall:

- A. Arrange programs for the general meetings.

ARTICLE VII: MEETINGS

Section 1: Unless otherwise ordered by the Guild, general meetings shall be held on the first Tuesday of each month. The general meeting in the month of September shall be the Annual Meeting at which the Guild officers shall be elected. The fourth Saturday of the month will be held as a work day.

Section 2: Meeting minutes will be posted on the guild's website.

ARTICLE VIII: COMMITTEES

Section 1: Temporary committees may be appointed as needed by the board.

Section 2: Committee decisions and recommendations will be brought before the board before being introduced to the general membership.

ARTICLE IX: BYLAWS AMENDMENT

Section 1: A committee may be appointed by the President to review and revise the bylaws as necessary

Section 2: The Guild Bylaws shall be reviewed every year and revised as needed.

Section 3: The Bylaws may be amended at any regular meeting by a two-thirds vote of the active membership

ARTICLE X: DISSOLUTION

Section 1: The property of this corporation is irrevocably dedicated to the charitable purposes and no part of the net income or assets of this corporation shall be used for the benefit of any directors, officers, or members there or to the benefit of any private person. Upon dissolution or winding up of the guild, its assets remaining after payment, or provisions of payment, of all its debts and liabilities of this guild shall be distributed to another organization which is organized and operated exclusively for charitable purposes and established its tax exempt status under s501(c)(3) to the Internal Revenue Code.