

ALAMO HERITAGE QUILT GUILD

2022

Bylaws, Standing Rules

BYLAWS OF THE ALAMO HERITAGE QUILT GUILD

As approved February 8, 2022

ARTICLE I NAME

The name of this organization shall be the Alamo Heritage Quilt Guild, hereinafter referred as AHQG.

ARTICLE II MISSION STATEMENT

Provide fellowship and education for all quilt enthusiasts and to be dedicated to educating members in the history of quilt making; to collecting and disseminating information through lectures, workshops and library services; to fostering and encouraging an appreciation, regard and esteem for the area of quilt making; and to provide support for various charitable organizations.

The uniform Unincorporated Nonprofit Association Act of Texas shall govern the business of AHQG and this organization shall abide and be protected by the provisions contained therein.

ARTICLE III MEMBERS

Section 1. Eligibility. To qualify for membership any person who pays the required dues shall be a member. No person shall be denied membership or otherwise be discriminated against because of race, creed, color, sex, age, or national origin.

Section 2. Dues

- A. The fiscal year shall be from January 1st through December 31st.
- B. Annual dues shall be \$20.00
- C. Dues shall be due and payable in the first meeting in January. Persons joining after July 1st shall pay \$10.00 dues for the remainder of the fiscal year.
- ~~D. If dues are not paid by January 31st the dues shall be considered delinquent and the members shall be dropped from the membership roll.~~

Section 3. Entitlements. Each AHQG member is entitled to:

- A. Participation in all AHQG activities
- B. Receive the newsletter
- C. The Bylaws *are available on the website*
- D. Upon request receive a copy of the current membership roster.

Section 4. Privileges. Any member may attend ² meetings of the Board of Directors. A member

who wishes to address the Board should contact the President prior to the meeting of the Board, but shall not debate or vote on motions during the Board meeting.

Section 5. Transfer. Membership in AHQG is not transferable or assignable.

Section 6. Suspension and Expulsion. After a hearing with the offending member, the Board of Director, with two-thirds of the Board members present and voting, may recommend to the membership, suspension or expulsion of the offending member. Suspension or expulsion shall occur with two-thirds of the members present and voting in the affirmative at a business meeting.

Section 7. Guests

Any person may attend one (1) meeting during the calendar year with the exception of FundRaiser Night; however, further attendance requires payment of membership dues.

Section 8. A member will not sell or give away the membership roster nor use the roster for personal gain or political reasons.

Section 9. A member of AHQG shall abide by the Bylaws of AHQG.

ARTICLE IV Officers

Section 1. Elected Officers. The elected officers shall be president, first vice president, second vice president, secretary, treasurer, and parliamentarian. Officers shall have been members of AHQG for six (6) months prior to nomination. President must have served at least one year or currently be serving on the AHQG Board prior to nominations.

Section 2. Compensation for Officers. Officers shall not receive any compensation for the performance of their duties. Any exception must first be approved by majority vote of the Board and the membership.

Section 3. Term of Office.

- A.** The term of each office is one (1) year.
- B.** No member shall be eligible to serve more than two (2) consecutive terms in the same office unless a majority of the Board and membership approves.
- C.** Installation shall be during the December business meeting.
- D.** Term of office shall begin January 1 and end December 31.
- E.** A member shall not hold more than one elected office in AHQG at the same time. Board members may fill other positions in AHQG.

Section 4. Vacancy. The first vice president shall fill a vacancy in the office of president. The Board shall fill a vacancy in any other elected office for the un-expired term. In the event vacancies occur at the same time in the offices of both the president and the first vice- president, the second vice president shall immediately notify all the members of the Board and within 5 days, call a Board meeting for the purpose of selecting candidates for the vacant positions to present

to the membership for final approval.

Section 5. Duties of Officers. Each officer shall maintain a record of activities and present a written summary report at the end of their office term to be presented to incoming president and newly elected officer.

A. The President shall:

1. Preside at all business meetings of AHQG and Board;
2. Ensure a facility is available for business meetings and special events;
3. Select the chairman of all standing committees by the January business meeting;
4. Appoint two (2) members to serve on the Auditing Committee with the approval of the Board at the January meeting;
5. Be bonded and a secondary authorized signatory on all accounts and take care of other financial matters in cooperation with the Treasurer;
6. Be authorized to sign any contracts or instruments in the name of and on behalf of AHQG that the board or membership has authorized to be executed;
7. Ensure that all written material representing AHQG is appropriate and accurate before distribution, i.e. flyers, newsletters, etc.;
8. Serve as contact with other guilds, quilt shops, and area organizations;
9. Be an ex-officio member of all committees except the Nomination Committee;
10. Coordinate the work of the officers and committees;
11. Represent AHQG at all official/unofficial events;
12. Shall receive the monthly bank statements which contain copies of cancelled checks from the Treasure to review, verify and initial within 30 (thirty) days;
13. Appoint a webmaster responsible for maintaining the AHQC website
14. Appoint a Facebook Administrator responsible for maintaining the AHQG Facebook group
15. Perform other duties as directed by the Board, or a may be incident to this office.

B. The First Vice President shall:

1. Serve as the presiding officer in the absence of the President;
2. Have all the powers authorized as the President;
3. In the event of disability or resignation of the President, serve a President for the remainder of the un-expired term;
4. Assist the President in the performance of the AHQG duties.
5. Be bonded and a secondary authorized signatory on all accounts and take care of other financial matters in cooperation with the Treasurer in the absence of the President;
6. Maintain a record of properties and storage of Guild quilt racks and supplies;
7. Serve on the Fundraising Committee;
8. Organize and execute the social at the December Meeting;
9. Be in charge of the outgoing President's gift; and

10. Perform other duties as directed by the President of the Board, or as may be incident to this office.

C. The Second Vice President shall:

1. Serve as the presiding officer in the absence of the President and First Vice President;
2. Plan, provide and execute monthly programs and special events and arrange for any equipment or special requests requested by the presenter.
 - a. Collect activity fees and provide written receipt to participating members of the activity;
 - b. Maintain a program file with addresses, future ideas, etc., for the next officer; and
 - c. Send thank you notes to the speakers.
3. Coordinate/consult with the President and Board on all programs. Program commitments for unbudgeted future programs must be presented for majority approval by the Board before commitments are made;
4. Submit tentative program schedule with cost to Treasurer by September Board meeting. The proposed program schedule shall be published in December newsletter;
5. Assist the President and First Vice President as required; and
6. Perform other duties as directed by the President or the board, or as may be incident to this office.

D. The Secretary shall:

1. Keep an accurate record of the proceedings of all AHQG Board and business meetings;
2. Have custody of all AHQG records and papers except those specifically assigned to other officers and chairs;
3. Conduct all general correspondence
4. Ensure that all adopted motions by the Board and business meetings are published; and
5. Perform other duties by the President or the Board, or as may be incident to this office.

E. The Treasurer shall:

1. Have custody of all AHQG funds;
2. Be bonded and the primary authorized signatory of all AHQG accounts;
3. Receive, review, initial and verify the monthly bank statements and cancelled checks before giving to the President within 30 (thirty) days of receipt.
4. Ensure that financial records are available at every AHQG meeting;
5. Deposit in the general funds all monies received from all committee activities within two (2) weeks after receipt;
6. Pay all authorized AHQG bills promptly;
7. Be chairperson of the Budget Committee;
8. The Board approved budget shall be published and distributed to the membership at a general meeting for approval.
9. Collect and distribute mail obtained by the post office box to appropriate members;

10. Keep an accurate account of all monies received and disbursed;
11. For all incoming funds over \$5.00 (five dollars) from officers and committee chairs, a three-part written carbon receipt shall be prepared. The original copy shall be given to the payee, one copy to the treasurer and one copy maintained by the committee chair collecting the money;
12. Prepare and submit the required government tax reports and tax payments by the date due;
13. Maintain a printed record of all financial transactions;
14. Disburse money for approved budgeted items upon receipt of invoice or other documentation from the person responsible for the budget item;
15. Present a financial report, which includes a comparison of actual activity year to date versus annual budget, at each Board meeting and make copies available for membership at general meetings.
16. Prepare an annual financial report and supporting documents within fourteen (14) days after the close of the fiscal year for audit. And at other times when requested;
17. Retreat(s) will be a non-budgeted, self-supporting activity with funds being maintained in a separate account with money withdrawn only to pay for retreat expenses. Account to be maintained by the Treasurer and with authorized signatures; and
18. Perform other duties as directed by the President or the board, or as may be incident to this office.

F. The Parliamentarian shall:

1. Advise the Board and members on the proper parliamentary procedures according to AHQG's adopted parliamentary authority, its Bylaws and rules that may be adopted;
2. Be Chair of the Nomination Committee;
3. Accept requests to amend the Bylaws, form a committee to review and prepare them for the Board and membership for approval;
4. Publish a request for 6 (six) volunteers for the offices in the AHQG June newsletter;
5. Perform other duties as directed by the President or the Board, or as may be incident to this office.

ARTICLE V Nominations and Elections

Section 1. Nominations.

- A. Composition.** The Nomination Committee shall consist of the Parliamentarian and four (4) members. The four (4) members plus one (1) alternate member shall be elected at the May Business meeting. The committee will meet as a group to discuss the nominees. A plurality vote shall elect.
- B. Duties.** The Nominating Committee shall:
 1. Obtain at least one nominee for each office;
 2. Obtain the consent of willingness to serve, if elected from each nominee;
 3. Present the Nomination Committee report at the August Board meeting;

4. provide the newsletter editor the list of nominees for publication in the September newsletter, and
 5. Present the Nominating committee report at the September business meeting;
- C. Floor Nominations.** Nominations by members for any elected office is permitted during the September business meeting, providing that consent of the nominee has been given.

Section 2, Elections.

Officers shall be elected by ballot at the September business meeting. If there is only one (1) nominee for any office, the vote may be taken by voice vote.

ARTICLE VI Meetings

Section 1. Business Meetings. The business meetings, held to further the mission of AHQG and act upon any business matters that maybe brought before the membership, shall be held on the second **Tuesday** of each month or unless otherwise directed by the Board. Efforts to contact all members of cancellations/rescheduling of meetings shall be accomplished as soon as possible.

Section 2. Authorization. A majority vote in the affirmative by the members present and voting required to authorize any officer or agent of AHQG to enter into any contract or execute and deliver any instrument in the name of and on behalf of AHQG, unless such contract/instrument/ expenditure is contained within an approved budget.

Section 3. Special Meeting. All members shall receive notice of any special meetings, socials, gatherings, etc. that are directed by the Board. Notice constitutes the publication in the monthly newsletter, Newsletter Flash and published on the website, etc.

Section 4. Quorum. The quorum shall be 20% (twenty percent) of AHQG members. The program can be presented without a quorum.

ARTICLE VII Board of Directors

Section 1. Composition. The Board of Directors shall be composed of the elected officers and chairs of all standing committees.

Section 2. Duties and Powers. In accordance with these Bylaws and subject to the orders of the membership, the Board shall have authority to manage the property and administer the affairs of, and act on behalf of AHQG. Board members are required to operate within the approved budget. Duties and powers of the Board shall include but not necessarily be limited to the following:

- A.** Approve the appointment of the Auditing Committee;
- B.** Appoint special committees as necessary;
- C.** Amend, if necessary, and approve the annual budget and ensure its publication;
- D.** Approve expenditures up to \$200.00 (two hundred dollars) not in the budget;
- E.** Present to the membership for approval, all expenditures that are not in the approved budget that exceed \$200 (two hundred dollars);
- F.** Approve all audit reports;

- G. Recommend the suspension and/or expulsion of any member to the membership, after a hearing, if necessary;
- H. Accept, if desired, any contributions, gifts or bequests on behalf of AHQG and determine if stipulations imposed on contributions are acceptable to AHQG;
- I. Implement signatory power on contracts that the membership has authorized to be executed. Unless so authorized by the membership, no officer or members shall have any power or authority to bind the AHQG by any contract or agreement or to pledge AHQG funds for any purpose or amount; and
- J. Include the incoming Board in the November and December meetings.
- K. Signatory officers shall be President, First Vice President, Treasurer, and other authorized personnel.

ARTICLE VIII Committees

Section 1. Standing Committees. The standing committees shall be Charity, Fundraising, General Meeting Enterprise, Library, Membership, Newsletter, and Publicity.

Section 2. Composition. No member shall serve a chair of more than one standing committee concurrently.

Section 3 Duties of the Standing Committees.

A. The Charity Committee shall:

1. Select an organization(s), preferably one that focuses on helping women, for charitable contributions and request approval of the Board prior to presenting the selected organization(s) to the membership for approval;
2. Request donations of time, sewing, fabrics, batting, etc. from membership;
3. Establish workshops as necessary;
4. Store all in-process work and donations, making deliveries as necessary; and
5. Maintain documentation of finished projects and donated items.

B. The fundraising Committee shall:

1. Initiate, all fund-raising efforts;
2. Report all monies received to the Treasurer within two (2) days of receipt; and
3. Provide the treasurer within one (1) week, all monies in excess of \$50.00 (fifty dollars).

C. The Library Committee shall:

1. Maintain AHQG's library
2. Make the library available at most business meetings.
3. Purchase new books pattern, and other educational materials; and
4. Offer for sale or donation to other programs, old and seldom used books and patterns

D. The Membership Committee shall consist of the following subcommittee: Hospitality, Sunshine and Shadow, and Quilt Angels/Greeters.

1. The Membership Chair shall:

- a. Collect membership dues beginning at the November meeting. Members will be given membership cards.

- b. Appoint a chair for each subcommittee;
- c. **Maintain a current roster of all members.**
- d. Arrive forty-five (45) minutes early to each meeting to assist membership subcommittee members; and
- e. Ensure that guests attend only 1 (one) meeting without payment of dues.
- 2. Hospitality Subcommittee shall ensure refreshments are available at meetings.
- 3. The Sunshine and Shadows subcommittee shall send card to sick or grieving members.
- 4. The Quilt Angels/Greeters subcommittee shall be in charge of guests and new members and maintain a roster to sign in all guests.
- 5. The Newsletter Editor Committee shall consist of the following subcommittees: Publicity, and Advertising.
- 1. The Newsletter Editor Committee shall:
 - a. Appoint a chair for each subcommittee;
 - b. Produce and distribute a monthly newsletter to all members and others as requested by the board; and
 - c. Coordinate the activity calendar with the Board.
- E. Publicity committee shall:**
 - 1. Publish all AHQG events
 - 2. Produce flyer; and
 - 3. Provide information to the newsletter regarding area and state quilting events.

Section 4. Special Committees. There shall be such special committees as may be deemed necessary by the Board or the membership to include Auditing, Budget and Nomination Committees.

- A. The Auditing committee shall:**
 - 1. Perform an audit of all pertinent financial records received from the Treasurer within 10 (ten) days after receipt;
 - 2. Present an audit report at the February Board meeting;
 - 3. Perform audits at other times when requested by the Board.
- B. The Budget Committee shall prepare an annual budget for AHQG and amend the budget, as required.**
- C. The Nominating Committee shall perform the duties as specified in Article V Section 1B**

Section 5. Duties of Other Special Committees. The duties of additional special committees shall be specified as required.

Section 6. General Information.

- A. All monies collected as a result of standing and special committee activities shall be submitted to the Treasurer no later than 2 (two) weeks after receipt. All monies shall be deposited in the general fund.**
- B. Receipts are required for reimbursements of all expenditures.**
- C. All committee chairs shall prepare and submit a written report of their activities as determined by the Board.**

- D. All standing committee chairs, including subcommittee chairs, shall submit annual written reports of their activities upon board request.

ARTICLE IX Dissolution

It is intended that the duration of AHQG shall be perpetual, however, AHQG may be dissolved by a three-fourths (3/4) vote of all members voting in the affirmative with a signed ballot returned to the Board of Directors. Upon dissolution of the Board, after paying or making provisions for payment of all liabilities of AHQG, all AHQG assets shall be distributed to one or more qualifying non-profit organizations.

ARTICLE X Indemnification

The directors, officers, employees, and agents of AHQG shall be indemnified for any costs, expenses or liabilities incurred as a result of the performance of their duties as provided in the Texas revised Statutes and in amendments thereto.

ARTICLE XI Parliamentary Authority

The Rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the proceedings of AHQG in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any Special Rules of Order that AHQG may adopt.

ARTICLE XII Amendments

These Bylaws may be amended at any business meeting by two-thirds (2/3) vote, provided that the amendments shall have been submitted to the Board in sufficient time for publication in the newsletter prior to the next business meeting.

AHQG STANDING RULES

CLASS POLICY:

1. Registration with full payment is due and nonrefundable thirty (30) days prior to class or event. Registration may be done earlier with full payment to guarantee a place in the class or event
2. Class fees are separate from kit fees unless otherwise stated.
3. Always bring basic sewing supplies to each class: needles, scissors, ruler, cutter, etc. If machines and other items are needed for the class a supply list will be provided when registering.
4. If for any reason a student cancels a class or event and the AHQG is unable to fill the slot, a refund will not be issued. If the student is able to find someone to take their place, a refund will be gotten from the replacement. Please notify 2nd Vice President for all cancellations and replacements

RECEIPT/DISBURSEMENT OF FUNDS:

1. For all incoming funds of \$5.00 (five dollars) or over, a three-part written carbon receipt shall be prepared. The original copy shall be given to the payee and one copy to the treasurer and one copy to the committee chair who is collecting the money. There will be an exception for Fund Raiser event.
2. All checks issued by AHQG shall require two (2) signatures of appropriate officers.

QUILT RACK RENTAL:

- I. Policy for AHQG members:
 - A. Quilt rack may be borrowed for a period not to exceed seven (7) days.
 - B. A deposit of \$25.00 (twenty-five dollars) per rack is required at the time of borrowing. A check only will be required.
2. Return Policy:

The deposit check will be returned to the borrower upon receipt of the complete rack set within seven (7) days following the rental period. Failure to return the rack set within the time stipulated or returning an incomplete or damaged rack set will result in forfeiture of the entire deposit.
3. Policy for non-AHQG members:
 - A. Anyone renting a quilt rack who is not an AHQG member must follow the above policy; and
 - B. Pay a rental fee of \$25.00 (twenty-five dollars) for one (1) rack and \$50.00 (fifty dollars) for two (2) or more racks. The rental fee is nonrefundable.