

SUDBURY & DISTRICT QUILTING AND STITCHERY GUILD

Constitution and Bylaws

Article 1: This organization shall be known as the SUDBURY & DISTRICT QUILTING AND STITCHERY GUILD (hereinafter referred to as the "Guild").

Article 2: The objectives of the Guild are as follows:

- (a) to provide a forum for quilters and needleworkers to meet and exchange ideas;
- (b) to be a vehicle for bringing qualified experts in these fields to Sudbury for seminars and workshops;
- (c) to work on community projects in quilting and stitchery;
- (d) any other aims and purposes as the membership, by simple majority shall from time to time deem appropriate.

Article 3: Membership in the Guild is open, on payment of the prescribed annual fee, to any person with an interest in either quilting or stitchery and who supports the objectives of the Guild.

Fees for new members will be the pre-November annual fee until January 1st of the Guild Year. New members joining after January 1st will pay \$1 per remaining week of the Guild Year in a lump sum payment at the time of enrolment.

Article 4: There shall be three classes of members:

a) *Regular Members*, who

- i) apply for membership in the Guild.
- ii) pay the annual fee, which shall be \$30.00 if paid before October 31 of the Guild year or \$35.00 thereafter, and
- iii) have one vote in person or by written proxy.

b) *Life Members*, who

- i) the executive have conferred upon a lifetime membership, for outstanding service to the Guild,
- ii) pay no annual fee starting the Guild year following their admission as a Life Member; and
- iii) have all the benefits, rights and responsibilities of Regular Members.

c) *Honorary Members*, who:

- i) the Executive have conferred upon an honorary membership in recognition of a special occasion;
- ii) pay no annual fee; and
- iii) do not have a vote or any of the benefits or rights of Regular Members unless specifically granted by the Executive that conferred the honorary membership.

Article 5: The Officers of the Guild shall be the:

President
Past President
Vice-President
Secretary
Treasurer
Membership Coordinator
Program Coordinator
Librarian
Newsletter Editor
Cuddle Quilt Coordinator

The Officers shall be elected from among the members at the Annual meeting and shall form the Executive of the Guild. The Executive shall be responsible for the management of the affairs of the Guild and shall determine what projects and fund raising activities will be undertaken and for what purposes.

The duties of the Officers shall be as follows:

(a) *President* - shall chair all meetings of the Guild and of the Executive; be an ex-officio member of all committees; represent the Guild in the community; arrange for the Guild's meeting space and be the liaison with the Guild's landlord; have general supervision over the affairs of the Guild; and perform such other duties as the Executive may, from time to time assign to the President;

(b) *Past President* - shall receive nominations for the officers, Coordinators and Volunteer positions for the following year; shall conduct the election of the same at the annual meeting; shall plan and present a small gift for the outgoing President as per the Standing Rules.

(c) *Vice-President* - shall act as President in the President's absence or if the President is unable to perform the duties; organize the annual banquet, including arranging for an appropriate banquet speaker; and perform such other duties as the Executive may, from time to time, assign to the Vice-President;

(d) *Secretary* - shall maintain the records of the Guild; record the minutes and resolutions of all Executive, Business and Annual meetings; record any motions or other items of importance decided at any regularly scheduled meeting; administer all correspondence received and written by the Guild; apply and renew Guild memberships and policies of insurance; and perform such other duties as the Executive may, from time to time assign to the Secretary;

(e) *Treasurer* - shall have the custody of the funds and investments of the Guild; keep full and accurate accounts of all receipts and disbursements; prepare the Guild's financial statements and present them at the Business and Annual meetings; and perform such other duties as the Executive may, from time to time assign to the Treasurer. For the first executive meeting of the new Guild Year the treasurer shall prepare a proposed budget for all areas based on the previous year's budget and submissions by all officers and committee heads.

(f) *Program Coordinator*- shall be responsible for organizing the program schedule for the year, including weekly workshops; may choose assistants as required but the assistants are not Officers.

(g) *Membership Coordinator* - shall be responsible for the printing, distribution and recording of the sales of membership; mailing of the annual program schedule and membership renewal forms prior to the first meeting of the Guild year; the ordering of name tags; maintaining and distributing the Orientation Guide; may choose assistants as required but the assistants are not Officers.

(h) *Librarian* - shall purchase library materials, catalogue and maintain the library; may choose assistants as required but the assistants are not Officers.

(i) *Newsletter Editor* - shall be responsible for soliciting, writing and assembling suitable material for a Guild newsletter; arranging for the printing and distribution of the newsletter at intervals agreed upon by the Editor and the Executive; may choose assistants to work under her as required but the assistants are not Officers.

(j) *Cuddle Quilt Coordinator*- shall be responsible for planning and implementing Cuddle Quilt Days; ensuring the safekeeping and distribution of member's cuddle quilts to hospitals, long-term care facilities, emergency services and other charitable and benevolent organizations; tracking the supply inventory; managing committee finances; recruiting and organizing assistants as required.

Article 6: In addition to the Officers, the following positions shall be filled by election from among the members at the Annual meeting. Any coordinator may choose assistants as required.

(a) *Social Coordinator* - shall be responsible for arranging refreshments for each meeting; cleaning up the refreshment table; handling and accounting for collected monies; purchasing supplies as required.

(b) *Historian* - shall collect and maintain all historical records (including photographs) of the Guild; shall take photographs of show and tell at each meeting.

(c) *Telephone Captain* - shall notify the members of the Guild when meetings or events are cancelled on short notice or as otherwise required.

(d) *Publicity Coordinator* - shall be responsible for publicizing Guild events and accomplishments in the local media; shall oversee the content of the Guild website; shall serve as liaison with all organizations in which the Guild has memberships as specified in Article 20.

(e) *In Club Quilt Coordinator* - shall be responsible for organizing the making of the In Club quilt, including selecting the pattern, choosing and purchasing the fabric, conducting workshops to teach construction or assembly of the quilt, ensuring that the quilt is set up and quilted on at meetings so that the quilt is finished by the end of the Guild year, recording the names of members who worked on the quilt and conducting a raffle for the quilt at the Guild banquet; shall make or oversee the making of a gift for the out-going President to be presented at the banquet; may choose assistants to work under her as required; and shall report to the Vice President;

(f) *Secret Pal Coordinator*- shall be responsible to inform members about the program; distribute and collect enrolment forms; pair up Secret Pals; establish a system of gift delivery; resolve any associated issues; reveal the secret pal identities at the Spring Year End Banquet.

(g) *Block Lottery Coordinator*- shall be responsible to select and present the block patterns; assist members in the completion of their blocks as required; and decide on a method and conduct a raffle of the submitted blocks.

(h) *Christmas Party Coordinator* - shall be responsible for the annual Christmas party/banquet, usually held the first Tuesday in December. She shall be responsible for determining the type of meal, the range of activities, including charitable endeavours, and the cost per person, if any. She reports to the executive committee.

(i) *Workshop Coordinator* - shall be responsible to collaborate in the development of plans for workshops/trunk shows/lectures etc., over and above the regular weekly workshops; liaise with stakeholders (members, executive, teachers) to work out the delivery details; draw up any necessary contracts for pre-approval by the executive and obtaining all necessary signatures; submit monies to the treasurer and ensure payments are made and contracts honoured.

(j) *Website Coordinator* - shall be responsible for the on-going maintenance of the Guild website; shall be the liaison with the host service provider; will work with the Publicity coordinator and the executive regarding up-to-date content.

(k) *Archivist* – shall, in conjunction with the Historian, be responsible for the collection, preservation, maintenance and storage of physical paperwork (not electronic media) pertaining to the activities and history of the Guild. These records include but are not limited to: meeting minutes; Constitution and By Laws; Standing Rules; Newsletters;

Cuddle Quilt history; Guild member, executive and committee member listings; newspaper and magazine publicity.

(l) Blade Sharpening – shall be responsible for providing fee for service blade sharpening for members using tools provided by the Guild.

Article 7: The President may recruit Volunteers at the Annual meeting or such other time as required to coordinate any other Guild activity. All such Volunteers shall report to the President.

Article 8

(a) The Guild shall sponsor an exhibit of the works of the members every three years, which shall be called QUILTS ON THE ROCKS. A committee of the members shall be established to organize the exhibit with the Chair(s) of the Committee to be selected by the past conveners of QUILTS ON THE ROCKS. The Committee Chair(s) may recruit other members to form the Committee and work under their direction. The term of the QUILTS ON THE ROCKS Committee shall be from the conclusion of one exhibit to the end of the next, being a period of approximately three years. The Guild Vice- President shall be ex-officio a member of the QUILTS ON THE ROCKS Committee during her term as Guild Vice-President. The Committee shall present a report and financial statements to the membership at the Business and Annual meetings. The financial affairs of QUILTS ON THE ROCKS shall be kept separate from the Guild and the Chair of the Committee shall be responsible for banking arrangements and for the maintenance of proper books of account.

(b) In order for members to exhibit at Quilts on the Rocks they must have been a paid member in the year prior and the year of the exhibition.

Article 9: The Guild fiscal year shall be from July 1 to June 30. The first meeting of the Guild year shall be in September and the last meeting of the Guild year and the annual banquet shall be held at the discretion of the executive. Meetings shall be held weekly on Tuesday evenings, and shall be at 7:00 p.m. and continue no later than 9:45 p.m.

Article 10: Each Officer shall hold that position for one Guild year only, but may be re-elected or recruited to hold that position for additional terms. While any member may serve in the same position for only three consecutive years, that member may fill that same office again provided at least one Guild year has passed since serving in that capacity.

Article 11: In the event that a duly elected Officer or a Volunteer cannot complete her term of office, or is in flagrant neglect of the duties of that office, the Executive shall appoint a member to carry out the term of that office.

Article 12: Business meetings will be held semi-annually in lieu of all or part of a general meeting; one meeting in the fall or winter for conduct of general business and one meeting in the spring, called the Annual Meeting, at which the Past President shall conduct elections for Officers and other Volunteer positions. The financial statements and the reports of the outgoing Officers and Volunteers will be received and any other relevant business conducted at the Business or Annual meeting. All resolutions and motions shall be voted upon by a show of hands. A majority of votes shall determine the resolution or motion. The Chair of the meeting shall not vote, except if there is a tie. A quorum for the Business or Annual meetings of the Guild shall be 30% of the general membership including the Officers.

Article 13: Meetings of the Executive shall be called as required at the discretion of the President who shall Chair the meeting. A quorum for a meeting of the Executive shall be 5 Officers. Decisions shall be made by a majority vote. The Chair shall vote and a tied vote is a lost vote. Executive members may vote by written proxy.

Article 14: Prior to the commencement of each Guild year the President shall call a meeting of the Executive to review the program and schedule and approve the proposed budget. Members of the Executive and Volunteers shall be authorized to make expenditures within their approved budgets. All other requested expenditures by any Guild member must be presented to the Executive in writing for consideration and approval. The Treasurer is only authorized to reimburse expenditures approved by the Executive. The budget for the library will not exceed 25% of membership revenue. The amount will be subject to an ongoing review of the Guild budget by the executive. This will include administrative costs and the cost of magazines.

Article 15: Signing authority of the Guild, for all cheques or other agreements shall be any two of the President or Vice President and the Treasurer. A committee of the Guild shall review the financial records of the Guild. The committee will include the Treasurer, another executive member and two non-office holding Guild members. They will meet prior to the first business meeting of the year and at any other time, if requested by the membership.

Article 16: The constitution and By-laws may be amended at any Business or Annual meeting provided that the following conditions are met:

(a) Notice of Motion in writing is given to the President at least two meetings prior to the Business or Annual meeting at which it will be presented and read to the membership at each of the two meetings preceding the Business or Annual meeting; and

(b) Amendments must have a mover and a seconder and require two-thirds majority of the members present to carry.

The Standing Rules may be amended at any regularly scheduled meeting of the Guild provided that the following conditions are met:

(a) Notice of Motion is given to the President in writing at least two meetings prior to the meeting at which it will be presented and read to the membership at each of the two meetings preceding the meeting at which it will be presented;

(b) Amendments must have a mover and seconder and require a majority of the members to carry.

Article 17: A lost motion shall not be presented again in the same Guild year and a carried motion may not be reconsidered in the same Guild year without first obtaining support for a Motion to reconsider with a two-thirds majority vote of the members present. The Motion to reconsider must be moved by a member who supported the original motion passed and does not require a seconder. If the Motion to reconsider passes, the original motion may be reconsidered at the same meeting and requires only a majority of votes to carry.

Article 18: All Points of Order shall be addressed to the Chair who shall make ruling. Any appeal of the Chair's ruling must be immediately taken to the membership, which by majority vote may over rule the Chair on a Point of Order. If no appeal is taken immediately to the Chair's ruling then it shall be final and binding. No decision or action taken at a meeting shall be invalid only because of an irregularity in procedure.

Article 19: The Guild shall abide by all copyright rules.

Article 20: The Guild shall apply for and maintain membership in the Canadian Quilters' Association, Embroiderers' Association of Canada, the Sudbury Arts Council and the American Quilter's Society. Other memberships shall be at the discretion of the Executive.

Article 21: This Constitution and Bylaws supersedes the Original Constitution and Bylaws passed the 25th day of June 1975 and all subsequent amendments.

Original Constitution passed the 25th day of June, 1975, at the founding meeting of the Sudbury and District Quilting and Stitchery Guild

Constitution amended May 1983

Constitution amended April 1985

Constitution amended October 1993

Constitution amended October 1996

Constitution amended October 1998

Constitution amended April 2001

Constitution amended September 2002

Constitution amended October 29, 2002

Constitution amended October 19, 2004

Constitution amended April 19, 2005

Constitution amended April 18, 2006

Constitution amended April 24, 2007

Constitution amended April 21, 2009
Constitution amended October 21, 2009
Constitution amended April 23, 2013
Constitution amended October 22, 2013
Constitution amended April 15, 2014
Constitution amended October 28, 2014