

SUDBURY & DISTRICT QUILTING AND STITCHERY GUILD CONSTITUTION

Definitions

- the Sudbury and District Quilting and Stitchery Guild shall be referred to as the “Guild”.
- the President, Vice President, Treasurer, Secretary shall be referred to as the “Executive”. The Executive shall be responsible for the affairs of the Guild.
- the Executive and the Committee Coordinators, acting together, shall be referred to as the “Board”.

ARTICLE 1:

Mandate:

- To provide a place of fellowship for quilters and stitchers to meet to exchange creative ideas and to foster friendships
- To preserve and continue the traditions, art and culture of quilting and stitchery, both as a heritage craft and emerging art form, ie. fibre arts, modern quilting, free motion and long arm quilting.
- To provide educational opportunities through programs, workshops, library and other activities related to quilting and stitchery.
- To give back to the community by providing quilts and stitched items that offer comfort to those in need.

ARTICLE 2:

- **The Guild Fiscal Year** shall be from July 1st to June 30th.
- The first meeting of the Guild year shall be in September and the last meeting of the Guild year shall be at the discretion of the Board.

ARTICLE 3:

Membership in the Guild:

- Membership in the Guild is open to anyone upon payment of annual dues, prior to October 31st. After October 31st, renewing members will pay an additional fee. Dues for new members who join the Guild after January 1st will be half of the annual dues. All paid members will have one vote in person or by proxy or by electronic means.
- Membership lists will be used strictly for Guild use only and are not to be distributed to outside agencies.

Life Members

- The Board may confer a “life membership” upon a member who has exhibited outstanding service to the Guild. Life Members will pay no annual membership fee and will have all of the benefits, privileges and responsibilities of regular members.

ARTICLE 4: Vice President – amended at the S.D.Q.S. Guild AGM – April 5, 2022

Executive of the Guild:

- **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; have general supervision over the affairs of the Guild. The President may recruit Volunteers at any time as required to coordinate any Guild activity. All such Volunteers will report to the President.
- **Vice-President** – shall act as President in the President's absence or if the President is unable to perform their duties; the Vice-President or designate will act as a liaison between the Guild and the Parkside Centre for the duration of our partnership; will be a liaison between the Quilts on the Rocks Committee and the Executive, during a year of Quilts on the Rocks.
- **Secretary** – shall maintain the records of the Guild, including meeting minutes and resolutions of the Executive, Board and Annual Meetings. Administer all correspondence received and written by the Guild; maintain and keep a current list of passed motions from Board meetings and make it available to the President on an ongoing basis (year to year) and when applicable, send out notice to the membership when approval is requested for revision to the Standing Rules.
- **Treasurer** – shall have 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 Annual General Meeting. Present a proposed budget, based on submissions by all Committee Coordinators at the first meeting of the Board of the Guild year. Renew policies of insurance and Guild memberships in various organizations, as per Standing Rules Section V.

ARTICLE 5:

- **Meetings of the Executive or the Board** shall be called as required at the discretion of the President. Minor decisions shall be made by a majority vote of the Executive. Monetary and major decisions shall be made by the Board.

ARTICLE 6:

- **Signing authority of the Guild**, for all cheques or other agreements shall be any two of the President, Vice President, Treasurer or the President of the previous year. A committee of the Guild shall review the financial records of the Guild. The committee will include the Treasurer, another executive member and two Members at Large of the Guild. They will meet prior to the Annual General Meeting or, at any other time, if requested by the membership.

ARTICLE 7:

Budget

- Prior to the commencement of each Guild year, the President shall call a meeting of the Board to review the program and schedule and approve the proposed budgets as submitted by the Committee Coordinators.
- 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.

ARTICLE 8:

- **The Annual General Meeting** will be held once a year in April. Financial statements and Reports of outgoing Committee Coordinators will be presented and approved by the Membership.
- A quorum for voting at the Annual General Meeting will be 30% of the Guild Membership. Voting will be by a show of hands or, in extenuating circumstances, as determined by the Executive, may be held by telephonic or virtual/electronic means.
- A list of Executive and Committee Coordinator positions to be filled for the next Guild year will be posted at each regular Guild meeting beginning in February and will then be presented at the Annual General Meeting.
- Job sharing of any of the positions is encouraged.
- If an election is required, it will take place at the Annual General Meeting.

ARTICLE 9:

Quilts on the Rocks

- 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 recruited 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 a liaison member of the Quilts on the Rocks Committee during their term. The Committee shall present a report and financial statements to the membership at the Annual General Meeting. The financial affairs of Quilts on the Rocks shall be kept separate from the Guild and the appointed Treasurer of the Quilts on the Rocks Committee shall be responsible for banking arrangements and for the maintenance of proper books of account.
- In order for members to exhibit at Quilts on the Rocks they must have been a paid member in the year prior to the exhibition and the year of the exhibition.

ARTICLE 10:

- **The Constitution may be amended** at the Annual General Meeting provided that the following conditions are met:
 - i) Notice of Motion and Rationale is given to the President, in writing, at any regular meeting and at least six weeks prior to the Annual General Meeting. The Motion and Rationale will be presented to the membership one month prior to the Annual General Meeting, followed immediately by an email copy.
 - ii) Amendments will be discussed and voted on at the Annual General Meeting, and must have a mover and a seconder and will require a two-thirds majority vote of the membership present to carry.

ARTICLE 11:

- **The Standing Rules may be revised** at any regular meeting of the Board adhering to the following procedure:
 - i) Notice of the revision and rationale is given to the Membership, via the President, via email.

- ii) If there are concerns from the membership, they will be addressed by the Board. If there are no objections from the membership, the Standing Rule will be revised by the Board.

ARTICLE 12:

DISSOLUTION OF THE GUILD

- In the event that the Guild determines it is unable to continue as an organization all assets and chattels held by the Guild at the time of the discontinuance would be sold. Outstanding debts and liabilities would be paid and surplus funds would be donated to registered charities that the Guild has previously supported. There is no personal gain to be realized by any member.

ARTICLE 13:

- Robert's Rules of Order shall prevail whenever a controversy or contradiction occurs that is not covered by this Constitution.

ARTICLE 14:

- The Guild shall abide by all **copyright rules**.

This Constitution supersedes the Original Constitution and By Laws, passed on June 25, 1975 and all subsequent amendments.

October 5th, 2021

Date
