

Sun Country Quilters, Incorporated  
Bylaws  
Revised  
January 2008

**ARTICLE 1 NAME**

The name of this corporation shall be the Sun Country Quilters, Incorporated

**ARTICLE 2 PURPOSES**

**SECTION 1**

Contribute to the growth and knowledge of quilting techniques, patterns, history and quilt making by providing educational meetings, fun and fellowship. Sponsor and support quilting activities, encourage quilt making and collecting. Promote the appreciation and knowledge of fine quilts.

**SECTION 2**

This corporation is a non profit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Corporation Law for public purposes.

**SECTION 3**

The period of existence shall be perpetual.

**ARTICLE 3 MEMBERS IN**

**GOODSTANDING**

**SECTION 1 MEMBERSHIP**

Membership in "good standing" for purposes of establishing voting rights and eligibility to hold an elected office shall be effective upon receipt of required dues. Members' shall receive a monthly "newsletter" and free entry to all general meetings of the Sun Country Quilters. The membership will be supplied with a membership roster with the understanding that this list will not be used for commercial purposes. Additional programs or workshops are subject to admission charges to the membership.

**SECTION 2 MEMBERSHIP YEAR**

The membership year shall run from January 1st through December 31 st.

**ARTICLE 4 DUES**

**SECTION 1 AMOUNT OF DUES**

Annual dues to the corporation are due January 1st and delinquent January 31st. Non-members will be allowed to attend three meetings, and then must join to be able to attend any more meetings. The amount of annual regular membership dues shall be reviewed yearly and adjustments made in October c<sup>2</sup> each year (if necessary). Increases or decreases shall be recommended to the general membership in November and voted by written ballot at the December meeting. Members joining after July 1<sup>a</sup> shall pay one-half of the regular dues. Guests will be charged a nominal fee for each meeting they attend except the January meeting will be no charge to guests. Junior memberships are free. (Junior member is a person 17 years old and younger. Each junior member must have an adult sponsor who is a member in good standing.)

**SECTION 2 DELINQUENCIES**

Any member delinquent by January 31<sup>st</sup> shall stand suspended and declared a non-member, not entitled to a seat, or office at any general meetings of the Sun Country Quilters, Incorporated, and shall cease to receive a newsletter from the guild. To reinstate membership dues must be paid in full.

**SECTION 3 CHANGES IN DUES**

Dues' Amount- any changes in annual dues shall be approved by a majority of the membership present and voting. Voting shall be by secret ballot. All members shall receive written and verbal notice through meetings and the newsletter of such proposed change, at least 10 days in advance of the nature of the proposal and the time, date and place where the matter will be voted upon.

**SECTION 4 GUEST**

A fee will be charged to non-members. Non-members will be allowed to attend three meetings, and then must join to be able to attend any more meetings. This fee is payable to the membership chairperson at the time of the meeting. January is a special no fee meeting and visitor/guest fees are waived.

## **ARTICLE 5 MEETINGS**

### **SECTION 1 MONTHLY MEETING**

This corporation shall hold two meetings a month as follows: General Evening Meeting & Board Meeting. An agenda will be formulated for each board meeting by the President using the following

1. Correspondence
2. Secretary's report
3. Financial Report
4. Committee Report
5. Old Business
6. New Business

Time shall be allowed during the meeting for sharing, learning and fellowship, to encourage and stimulate all members. Members are welcome to attend all meetings and encouraged to attend board meetings.

### **SECTION 2 PLACE OF MEETINGS**

Place of meetings; the place and time of the meetings will be arranged by the Executive Board. It will be announced in the monthly newsletter.

### **SECTION 3 DISBURSEMENTS OF FUNDS**

Upon dissolution or winding up of the corporation, all assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for Social Welfare purposes and which has established its tax exempt status under Section 501 © (4) of the Internal Revenue Code.

### **SECTION 4 SPECIAL COMMITTEE MEETINGS**

Special committee meetings may be held for any committee as deemed necessary by the Committee Chairperson. The dates and times of such meetings to be set by the Committee chairperson and placed in the monthly newsletter.

### **SECTION 5 LEAVES OF ABSENCE**

Any board member or committee member that will be unavailable to partake in their duties must have someone replace them in those duties during their absence.

## **ARTICLE 6 OFFICERS**

### **SECTION 1**

Elected officers include the President, Vice President/Program Chairperson, Secretary and Treasurer.

1. All board members will attend board meetings and keep an experience notebook to be passed on to the next person.
2. Officers signing on any bank accounts will be bonded.

### **SECTION 2 DUTIES**

#### **PRESIDENT**

1. Chief executive officer
2. Presides over meetings.
3. Appoints chairpersons of standing and special committees with the approval of the Board, if position remains unfilled.
4. Instruct secretaries regarding issuance of minutes and general correspondence.
5. President shall receive financial reports from the treasurers by the monthly board meeting.
6. President is authorized to sign all checks at the Board's direction.
7. President is the official spokesperson.
8. Keeps an ongoing calendar of events and deadlines.
9. The President shall not be a voting member of the Executive Board except in the case of a tie.

#### **VICE PRESIDENT/PROGRAM CHAIRPERSON**

1. Assistant to the President in all matters and perform such duties as requested by the President.

2. In the absence of the President, shall conduct business and/or Board meetings and assume all duties of President.
3. In the event the President cannot complete her term of office, the Vice President will assume all duties and responsibilities of the office of President for the remainder of the year
4. Program Chairperson shall be responsible for arranging monthly general Meeting programs, demonstrations, lectures or classes.
5. Vice-President is authorized to sign all checks at the Board's direction.

#### **SECRETARY**

1. Shall keep records of minutes including all motions made and carried at each business meeting, board meeting, or special meetings and provide copies to board members.
2. She shall conduct meetings in absence of the President and Vice President.
3. Obtain a substitute when she expects to be absent from  
A business meeting,
4. Previous year and current minutes must be present at general  
And board meetings.
5. The Secretary is authorized to sign all checks at the Board's direction.

#### **TREASURER**

1. Care and custody of the Sun Country Quilters' funds.
2. Has authority to sign checks as directed by the Board
3. Statements to be prepared at the close of the calendar year, and statement to be presented at the January meeting.
4. Prepares a monthly report of income and expenses for the board meetings and provide copies to board members at board meetings.
5. Attends the Budget Committee meetings.
6. May conduct the board meeting if the President, Vice President, and Secretary are absent.
7. Books to be available to audit committee by March 1 st.
8. Previous year and current reports must be present at general and board meetings.
9. Keep track of Executive Board's petty cash funds.

#### **ARTICLE 7 EXECUTIVE BOARDS**

##### **SECTION 1 DESCRIPTION**

The executive board shall have general supervision of the affairs of the Sun Country Quilters, Incorporated in the intervals between meetings. It shall transact necessary business of the Sun Country Quilters Incorporated, approve the plans of various committees, recommend action to be taken and voted upon by the general membership, and perform such other duties as are specified in these bylaws. Minutes of Executive Board meetings shall be available for inspection by the membership. The board shall meet at the call of the President at such times and places designated by it. The President shall call a special meeting upon the written request of a majority of the board. The President may cancel a board meeting if the President, Vice President, Secretary and Treasurer are all unable to attend the meeting. Half plus one member of the Executive Board shall consist a quorum.

##### **SECTION 2 DUTIES AND POWER**

The Executive Board, with full voting powers, shall be comprised of the following elected officers: President, Vice President/Program, Secretary, and Treasurer and the following chairpersons: membership, Workshops, Publicity, Newsletter, Opportunity Quilt, Quilt Show Chairpersons, Education Coordinator, Parliamentarian.

Responsibilities of all Executive Board members include:

1. Attend board meetings

2. Keep an experience notebook which includes job description and outline of duties.
3. Assemble a committee as needed.
4. Keep members informed by verbal communication and the newsletter.
5. Present plans, programs and budget to the board.
6. Other Chairpersons may include By-laws, Librarian, Home Tour, Budget, Two Dollar Block, Fat Quarters, Library Quilt, Audit, Corresponding Secretary, Hospitality, Ways and Means, Community Service, Nominating Committee, Small Group Coordinator. These chairpersons shall be required to attend three meetings: January, June, and November. They may attend any and all meetings and will have full voting power during any meeting when they are present. They must keep an experience notebook, which includes job description and outline of duties and assemble a committee as needed.
7. Chairpersons will present their plans, programs and budgets for the year to the board for approval. Committees shall include, but not limited to those listed. Any changes to the selection of committees shall be by majority vote of the Executive Board as deemed necessary as the interests of the membership expand and/or changes.

#### SECTION 3 VACANCIES

If a vacancy occurs in any of the offices, except in the office of President, the vacancy will be filled by Presidential appointment on Board approval.

#### SECTION 4 TERM OF OFFICE

The term of each elected Chairperson of the Sun Country Quilters, Incorporated shall be one year. The effective date of new officers shall be January 1.

### ARTICLE 8 ELECTIONS

#### SECTION 1 VOTING PROCEDURES

In order that the total membership may have the opportunity to vote on important issues, the following procedure will be used:

1. A quorum vote of the Executive Board is needed to determine if the issue will be voted on by the total membership. (1/2 plus one)
2. Issues will then be presented according to Robert's Rules of Order.
3. A majority of members present shall determine the outcome of the issue.

#### SECTION 2 SELECTION OF NOMINATING COMMITTEE

The President shall select a board member in the August general meeting to head up the Nominating Committee. The President shall also ask for a volunteer from the general membership. The Nominating Committee shall be comprised of one chairperson and two or more non-board members. The term of the Nominating Chair shall be from August through December of the following year.

#### SECTION 3 DUTIES OF THE NOMINATING COMMITTEE

Voting for elected officers shall be by ballot at the November general meeting. Each member will receive a ballot at the November general meeting. You must be present to vote. No absentee ballots will be accepted. The ballots will be counted and a final report immediately given to the President to be announced at the meeting. A majority of the members present shall determine the outcome of the election. A written report will follow in the December newsletter.

### ARTICLE 9 CONTROL OF FUNDS/BUDGET

#### SECTION 1 BUDGET CHAIRPERSON

1. The President appoints a Budget Committee Chairperson at the June board meeting or before, from the current executive board. The term of this committee shall be from June 1st through May 31st.
2. The Chairperson recruits three committee members and together with the Treasurer, shall review the current budget and the expenses for January 1 st through June 30th. The budget Chairperson shall report to

the Executive Board at their August meeting any overruns at that time. Meetings are held until a budget is created.

3. Each person of the Executive Board must submit to the Budget Chairperson an income and expense statement which includes estimates for the rest of the year, and a proposal for the following year including any estimated changes. These must be submitted to the Budget Chairperson by the October Executive Board meeting.
4. The Chairperson submits the proposed budget to the Executive Board for approval at the November Executive Board meeting.
5. If approved, the proposed budget will then be submitted to the membership for ratification.
6. The proposed budget will be printed in the newsletter prior to the meeting where the voting will take place.
7. The approved budget will then be submitted to the incoming board members.

#### SECTION 2 AUDITS

1. The President shall appoint a Chairperson and two committee members by March 1 st.
2. The Audit Committee shall conduct the annual audit and present the completed audit to the Executive Board at the May meeting.

#### SECTION 3 EXPENDITURE OF FUNDS

No funds shall be disbursed except by check, duly authorized and signed by the President, Vice-President, Secretary or the Treasurer. All funds shall be disbursed upon the Signatures of any two of the following President, vice-President, Secretary or Treasurer. All expenditures must be pre-approved according to the annual budget and re-approved at the time of expenditure by the Executive Board at the Executive Board meeting. The Treasurer may reimburse members for budgeted expenses upon presentation of valid receipts and verification that the expenses are within the budget. The Treasurer must notify the Board of this payment at the next board meeting. All monies generated by Sun Country Quilters, Incorporated shall be turned in to the Treasurer each month. In the annual budget a petty cash fund that Executive Board can draw from will be set up, not to exceed - \$50 per year, without a vote by the general membership.

#### ARTICLE 10 AMENDMENTS TO THE BYLAWS

Amendments to these Bylaws shall be made by a majority vote of the members present at the regularly scheduled meeting. All members must receive written notice of such proposed amendments at least seven days prior to that meeting.

#### ARTICLE 11 RULES OF ORDER

The rules contained in Robert's Rules of Order Revised, shall govern the Sun Country Quilters, Incorporated in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or the special rules of the Sun Country Quilters, Incorporated. The Bylaws were revised during 2008 from the 2003 Bylaws.