

COTTON BOLL QUILT GUILD

BYLAWS

Article I. Mission Statement.

The Cotton Boll Quilt Guild (Guild) promotes quilting in the community; sharing ideas; and enjoying camaraderie based on quilting interests. The Guild strives to learn; improve our skills; educate members; expand membership; and provide opportunities to share in meaningful charity work that benefits the community.

Article II. Membership.

Section 1. Qualifications.

- A. Membership in the Guild is open to anyone over the age of 18 interested in quilting.
- B. A junior membership is open to ages 10-18.
- C. A person becomes a member upon payment of the Guild annual membership dues.

Section 2. Benefits.

- A. Attend Guild meetings.
- B. Participate in Guild sponsored activities such as workshops, retreats and groups.

Section 3. Requirements.

- A. Guild Members agree to the terms of the bylaws.
- B. A person may attend two meetings as a visitor or guest before paying dues and becoming a member. Exceptions to this rule may be granted by the Board.
- C. Guild Members shall not advertise, promote, or sell during Guild meetings, using the Guild website, email system, Facebook page, or a Guild owned platform.

- D. A Guild member who is the program speaker at a Guild meeting may sell items related to the program at the meeting the program is presented.

Section 4. Retreats and Workshops.

- A. **Retreats** - Registration is open to anyone that wishes to attend a retreat. Attendees that are not Guild members shall sign an agreement to follow the Guild bylaws at the retreat.
- B. **Workshops** - Registration is open to Guild members only, up to two weeks prior to the workshop. Registration opens for attendees that are not Guild members two weeks prior to the workshop. Attendees that are not Guild members pay the workshop fee and a non-member fee of \$15 to attend a workshop. Attendees that are not Guild members sign an agreement to follow the Guild bylaws at the workshop.

Article III. Dues.

Section 1. Payment. Annual dues shall be payable to the Cotton Boll Quilt Guild. Dues must be paid by the end of February for the member to be included in the member directory.

Section 2. Late Registration. New members joining after the June meeting pay one-half of the annual dues.

Section 3. Annual dues.

- A. Purpose. Pay Guild expenses including activities, programs and speakers.
- B. Rates.
1. Regular (19 – 69 years old) - \$35.00.
 2. Junior (10 - 18 years old) - \$17.50.
 3. Seniors (70 or older) - \$30.00.
 4. Full time students - \$30.00.

Article IV. Meetings.

Section 1. Definition. Meetings of the Guild will be held monthly at time and place determined by vote of the members.

Section 2. Guidelines.

- A. The Guild President shall preside over meetings, and conduct meetings using modified Robert's Rules of Order.
- B. Each meeting shall include the following. **The order may change.**
 - 1. Introduction, welcome, call meeting to order.
 - 2. Approval of the minutes from the previous meeting.
 - 3. Approval of the Treasurer's Report.
 - 4. Old Business.
 - 5. New Business.
 - 6. Introduction of new members and visitors.
 - 7. Current member news and updates.
 - 8. Door prizes.
 - 9. Program.
 - 10. Adjourn.

Article V. Voting Procedures.

Section 1. Email Vote.

- A. Actions that affect all members shall require a majority vote of members held by email.
- B. A ballot shall be submitted to members on the current email list.
- C. Members shall have seven days to submit their ballot before votes are counted.
- D. Email voting shall be required for the following:

1. Election of Officers (October). A candidate slate may be approved at the October Guild meeting if all offices are uncontested.
2. Approval of Bylaw amendments.
3. Change of Guild meeting time or location.
4. Change in dues rates.
5. Expenditures outside the approved Budget in excess of \$100.
6. Approval of the Annual Budget (February meeting).

Section 2. Guild Meeting Vote.

- A. Actions that require the majority vote of the attendees at a Guild meeting.
- B. The following items shall be approved at Guild meetings.
 1. Approval of meeting minutes from the previous meeting.
 2. Approval of the Treasurer's monthly financial report.
 3. Acceptance of the Treasurer's yearly financial report (January meeting).
 4. Acceptance of the Annual Audit results (March meeting).

Article VI. Executive Board (Board).

Section 1. Purpose. Ensure bylaws are followed; conduct elections; conduct meetings; maintain records; and facilitate activities of committees, groups, and members.

Section 2. Board Members.

- A. Voting Members are President, Vice President, Secretary, Treasurer, Program Committee Chair, Retreat Committee Chair, and Media Committee Chair.
- B. A Board member holding more than one Board voting position shall cast only one vote.
- C. The Past President shall attend meetings as Parliamentarian for one year following the Presidential term. The Parliamentarian advises the Board but does not vote on Board decisions.

Section 3. Meetings.

- A. Held at a minimum quarterly and as needed to vote on Board decisions.
- B. Times and locations shall be published to the membership.
- C. A transition Board meeting is held in December for current officers and incoming officers.
- D. Members may attend Board Meetings and contribute to discussions but do not have a vote.

Section 4. Voting.

- A. A quorum required to vote on a Board decision is four Board members.
- B. Board decisions require majority vote of members present at a Board meeting, except for removing a Board member or Committee Chair from office. Removal of a Board member or Committee Chair requires a minimum of four Board votes in favor of removal.

Section 5. Duties.

- A. Approve officers submitted by the President to fill unexpired terms.
- B. Approve committee chairs submitted by the President.
- C. Review proposals for groups and approve the forming of groups.
- D. Approve an auditor submitted by the President to review financial records.
Present audit results and any actions taken to the membership at the March Guild meeting.
- E. Accept the proposed Annual Budget in January and submit to the membership for an approval vote in February.
- F. Approve expenditures not in the budget of \$100 or more and submit to the membership for an approval vote prior to the expenditure.
- G. Approve a slate of officer candidates in September and submit to the membership for election in October.

- H. Review activities of members, committees and groups for compliance with the bylaws.

Section 6. Disciplinary Actions.

- A. The Board addresses Guild member activities that conflict with the bylaws.
- B. The Board has the authority to remove an officer or committee chair from the Board.
- C. The Board has the authority to revoke membership status from a member.
- D. The Board shall issue a written warning to a member who misuses a Guild media platform. The Board shall authorize removal of a member from Guild media platforms if a second offense occurs.
- E. The Board informs any guest or visitor that has attended two quilt meetings of the requirement to become a member if they have not yet done so. The Board shall approve any exceptions to this rule.

Article VII. Offices of the Guild.

Section 1. Offices.

- A. Elected offices of the Guild shall be President, Vice President, Secretary, and Treasurer.
- B. The Past President shall serve as Parliamentarian on the Board the year following the Presidential term.

Section 2. Qualifications.

- A. An officer candidate shall be a member of the Guild a minimum of two years prior to running for office.
- B. An officer candidate that has previously served as an officer or committee chair shall have performed past duties in an acceptable manner.
- C. An officer shall be a member of the Guild for the duration of the term in office.

Section 3. Term.

- A. An officer shall serve a one year term beginning January 1 and ending December 31.
- B. The President shall appoint and the Board shall approve an interim officer for offices vacated before a term is complete, with the exception of the Presidential Office. The Vice President shall fill an unexpired term of the Presidential Office, as well as fulfill the duties of Vice President.

Section 4. Officer Duties.

- A. Attend Board meetings and vote on Board actions.
- B. Keep records of actions, contracts, correspondence, dates, passwords, and other information pertinent to the office duties to be passed on to the next member to hold the office.
- C. Submit an itemized yearly budget to the Treasurer or President in January.
- D. Submit reimbursement forms, contracts, invoices, and receipts to the Treasurer to facilitate and document the payment of Guild debts.
- E. Fulfills the functions of the office described in Section 5.

Section 5. Office Functions.

- A. President.
 - 1. Purpose. Guide the Guild through the year in a positive direction.
 - 2. Duties.
 - a. Preside at meetings of the Guild and Board.
 - b. Schedule meetings of the Guild and Board.
 - c. Communicate the date, time and location of meetings to the Guild members.
 - d. Coordinate Guild activities and attend committee meetings as necessary.

- e. Appoint committee chairmen, offices vacated mid term, and an auditor.
Submit appointments to the Board for approval before the appointed member is instated in a position.
- f. Serve as a backup signatory on the Guild checking account.
- g. Approve, along with the Treasurer, expenditures less than \$100 that are not budgeted.
- h. Secure the contract and dates for the Guild retreat venue for the following year if the Treasurer or Retreat chair are unable to do so.

B. Vice President.

- 1. Purpose. Support the duties of the President, stand in as President in the absence of the President, and fulfill the President's term if the President is unable to complete the term.
- 2. Duties.
 - a. Preside at Guild or Board meetings in the absence of the President.
 - b. Serve as Membership Committee Chair.

C. Secretary.

- 1. Purpose. Maintain Guild records.
- 2. Duties.
 - a. Record the minutes of the Guild and Board meetings.
 - b. Submit minutes for approval at the subsequent meeting.
 - c. Publish approved minutes on the Guild website.
 - d. File approved minutes, correspondence and other records on the Guild's hard drive.
 - e. Coordinate correspondence of the Guild.

D. Treasurer.

1. Purpose. The Treasurer maintains financial records and receives and disburses the monies of the Guild.
2. Duties.
 - a. Banking.
 - i. Serve as the primary signatory on the Guild account.
 - ii. Record and deposit money received on behalf of the Guild in the Guild account within two weeks of receipt.
 - iii. Create a cash receipt document for cash transactions. The receipt shall include the name of payee, date, amount and type of payment. Cash receipt documents shall be signed and dated by the Treasurer and a Guild member witness to verify the cash amount.
 - iv. Disburse funds. Ensure supporting documents such as contracts, invoices, and receipts are received before disbursal.
 - v. Reimburse funds. Verify reimbursement forms are accompanied by supporting documents including contracts, invoices, and/or receipts to support the reimbursement amount. Reimbursements are to be paid within 3 months of expenditure, or December 31, whichever comes first.
 - vi. Check the Guild Post Office box weekly.
 - b. Reports.
 - i. Submit monthly financial statements before Guild meetings for approval.
 - ii. Publish approved financial statements to the Guild website.
 - iii. Submit an annual financial report to the Guild members before the January Guild meeting for approval.

- iv. Publish the approved annual financial report to the Guild website.
 - c. Budget.
 - i. The current and previous year Treasurer will prepare and submit to the Board a proposed annual budget in January.
 - ii. The Treasurer and President shall jointly approve any expenditures not in the budget of less than \$100.
 - d. Retreat.
 - i. Serves as backup to the Retreat chair to secure the contract and dates for the Guild retreat venue for the following year.
 - ii. Works with the Retreat chair to establish the amount members are charged to attend retreat.
- E. Parliamentarian.
 - 1. Purpose. Attends Guild and Board meetings to assist the Board and ensure bylaws are followed.
 - 2. The former Guild President shall act as Parliamentarian.
 - 3. The Parliamentarian does not vote on Board decisions.

Article VIII. Committees of the Board.

Section 1. Definition. Committees of the Board are Membership, Programs, Retreat, and Media.

Section 2. Chairmen (Chair).

A. Qualifications.

- 1. Shall be a member of the Guild a minimum of two years prior to running for office.
- 2. Shall have performed past duties in an acceptable manner if a chair candidate has previously served as an officer or chair.

3. Shall be a member of the Guild for the duration of the term in office.
4. Shall be appointed by the President and approved by the Board with the exception of Membership.
5. The Vice President shall serve as the Membership Committee Chair.

B. Terms and Limits.

1. Committee chairs serve a one year term from January 1 to December 31 with the exception of the Program Chair. The Program Chair shall serve an 18 month term from June 1 to December 31 the following year. Program Committee terms will overlap the months of June to December. This overlap period shall serve as a time to recruit Committee members and schedule activities for the upcoming year.
2. A Guild member may chair only one committee in a one year term.
3. A committee chair may hold the same position for a maximum of two consecutive terms.
4. The Executive Board may waive the term limits rule if no other member is nominated for the committee chair.

C. Duties.

1. Attend Board Meetings and vote on Board actions.
2. Keep records of actions, contracts, correspondence, dates, passwords, and other information pertinent to the committee duties to be passed on to the next committee chair.
3. Submit an itemized yearly budget to the Treasurer or President by the January Guild meeting.
4. Submit reimbursement forms, signed contracts, invoices, and receipts as needed to the Treasurer to document and facilitate payment of debts of the Guild.

5. Leads the committee to fulfill the functions described in Section 3.

Section 3. Committee Functions.

A. Membership.

1. Purpose. Greet members and attendees at meetings, enroll new members, encourage members to participate in Guild activities, and maintain membership records.
2. Duties.
 - a. Professionally print a member directory and distribute to Guild members in March.
 - b. Greet attendees at Guild meetings.
 - c. Provide a sign in sheet and name tags at Guild meetings for members, visitors, and guests.
 - d. Maintain a record of attendance at Guild meetings.
 - e. Provide membership forms for guests to join at Guild meetings.
 - f. Provide new members with a packet that includes the Guild bylaws, a member directory and the Guild website and address.
 - g. Enroll new members in the Guild email list.
 - h. Provide members with information on activities and groups.
 - i. Provide door prizes and sell tickets for \$1 at Guild meetings. One door prize may be offered per meeting. Door prize value shall not exceed a purchase price of \$35. Door prize money shall be turned over to the Treasurer or President at the meeting for deposit in the Guild account.
 - j. Promote Guild meetings and activities in the local community.
 - k. Identify and submit to the Board guests or visitors that have attended two meetings and have not become members.

B. Programs.

1. Purpose. Plan educational opportunities and activities to encourage Guild member participation, cultivate community, and encourage members to expand quilting knowledge and skills.
2. Duties.
 - a. Schedule speakers, presentations, workshops, road trips and activities for Guild meetings.
 - b. Facilitate activities such as block of the month, swaps, challenges, round robins or mystery quilts.
 - c. Establish a written contract for program presenters stating the program and the cost. Contracts shall be signed by the presenter and the Program Committee Chair. Submit a copy of contracts to the Treasurer.
 - d. Provide a program schedule to the Board.
 - e. Introduce the program and speaker at Guild meetings.
 - f. Program Cancellation. The Program Committee Chair has the authority to cancel programs. The Program Chair notifies the Treasurer in advance if a cost is associated with a cancellation.
 - g. Writes letters of appreciation to speakers and submits a copy to the Secretary.
 - h. May provide a gift of value not to exceed \$50 to speakers that do not charge the Guild for a presentation or expenses.

C. Retreat.

1. Purpose. The Retreat Committee plans an annual retreat for Guild members.
2. Duties.
 - a. Secures the contract and dates for the Guild retreat venue for the following year. Submits a copy of the contract to the Treasurer.
 - b. Promote member attendance.

- c. Obtain materials needed for retreat.
- d. Establish the amount to charge Guild members for retreat. The retreat shall self-fund. The retreat shall not use Guild funds nor shall money be collected for the Guild at the retreat. The Retreat Chair shall work with the Treasurer to establish an estimated cost per individual to cover the cost of the retreat venue, lodging, and meals. This estimate will be used to establish the amount members are charged to attend retreat.
- e. After the retreat cost is finalized, attendees shall have the option to be reimbursed or donate to future Guild retreats any excess amount collected. The Retreat Committee Chair shall arrange the reimbursements and donations with the Treasurer.
- f. Gifts or prizes given at retreat shall be donated. The fee for the retreat shall not include the cost of door prizes or gifts. Retreat attendees shall be given one chance to win ticket for door prizes. Chance tickets for prizes shall not be sold at retreat.
- g. Refunds for retreat cancellations are not guaranteed. The committee chair may submit recommendations for partial or full refunds to the Board for approval.

D. Media.

1. Purpose. The Media Committee manages internet and email related activities and communications of the Guild.
2. Duties.
 - a. Maintain and update the Guild media platforms including website, email system, and "Facebook" page.
 - b. Facilitate Guild online meeting attendance.
 - c. Photographs Guild meeting show and tell and other activities.

- d. Facilitate Guild email voting.
- e. Monitor Guild media platforms and report misuse to the Board.

Article IX. Other Committees.

Section 1. Definition. Other Committees are Nominating and Bylaw Committees. The Board may appoint additional committees and chairs as needed. Committees of Article IX report activities to the Board but do not vote on Board Decisions.

Section 2. Terms and Limits.

- A. The Nominating Committee and Chair serve a term from June to September.
- B. The Bylaw Committee and Chair serve a term beginning at appointment and ending at approval of Bylaw revisions and amendments.
- C. The Nominating Committee chair may hold the same position for a maximum of two consecutive terms.
- D. The Bylaw Committee Chair may hold the same position for a maximum of one term.
- E. The Executive Board may waive the term limits rule if no other member is nominated for the committee chair.

Section 3. Committee Functions.

- A. Nominating.
 - 1. Purpose. Establish candidates for officer elections.
 - 2. Duties.
 - a. The Chair submits two members as potential committee members to the Board for approval no later than the June meeting. Members serving on

the Nominating Committee shall be familiar with the Guild members, the duties and responsibilities of the officers, and the bylaws.

- b. Engage with the membership to establish officer nominations.
 - c. Submits a slate of candidates to the Board no later than September for officer positions for the upcoming year.
- B. Bylaw. Established by the Board every 5 years to review the bylaws and propose bylaw revisions and amendments to the Board.

Article X. Groups.

Section 1. Definition.

- A. Groups are limited in size, duration, and/or interest.
- B. Groups are available for all Guild members to join.
- C. Guild members are invited to participate in groups at monthly meetings and on Guild media platforms.
- D. Groups limited in size must accept members in the order that Guild members sign up.
- E. Examples of groups are Birthday groups, Charity groups, and special interest groups.

Section 2. Formation.

- A. A Guild member that plans to form a group shall present group plans to the Board for approval before inviting Guild members to join.
- B. A group shall designate a leader/point of contact known to the Board. The group leader reports group activities to the Board and attends Board meetings as

needed. The group leader shall submit a budget request to the Treasurer in January.

Article XI. Bylaw Amendments.

Section 1. Proposals.

- A. Members may submit a bylaw amendment proposal in writing to the Board.
- B. The Board may write a bylaw amendment proposal.
- C. The Board shall establish a Bylaw Review Committee every 5 years to review the bylaws and propose bylaw amendments to the Board.

Section 2. Approvals.

- A. The Board approves bylaw amendment proposals.
- B. The bylaw amendment shall be published to the Guild members for a 14 day review period and then submitted to Guild members for a vote.
- C. A majority vote of the Guild members is required to adopt a bylaw amendment.

Article XII. Disbandment.

Section 1. Definition. Guild members may elect to disband the Guild.

Section 2. Disbursement of Funds. Guild money and assets shall be distributed to one or more non-profit organizations designated by majority vote of the Guild members.

Recompilation and ammendments to the bylaws respectfully submitted to the Board by the Bylaw Committee on Thursday 17 April 2025. Changes are highlighted. The adoption of these revised and amended bylaws shall be effective

Monday 02 June 2025 pending Guild approval.