

**Arkansas Quilters Guild, Inc.**  
**CONSTITUTION and BY LAWS 1985**  
**(REVISED 2001, 2007, 2019, 2022)**

**ARTICLE I: NAME**

The organization shall be known as the Arkansas Quilters Guild, Inc.

**ARTICLE II: OBJECTIVES**

**Section I:**

The objectives of the Arkansas Quilters Guild, Inc., shall be to promote the appreciation of the rich heritage of the art of quilting and to enhance each member's own quilting skills and knowledge. It shall also be the purpose of this organization to expand and to enrich the art of quilting for future generations and preserve the existing quilts.

**Section II:**

This organization operates for the exclusive purpose of Article II, Section I, of this document and within the meaning of Section 501(c) (4) of the Internal Revenue Code of 1954.

**ARTICLE III: MEMBERSHIP**

**Section I: Qualifications**

The Arkansas Quilters Guild, Inc., is open to anyone who has an interest or a working knowledge of quilting.

**Section II: Application for Membership**

Anyone seeking membership in the Arkansas Quilters Guild, Inc., shall be given the name of the First Vice President for information concerning the date, time, and location of the meeting. Membership status is achieved upon payment of dues.

**Section III: Participation Status**

A member may vote on all matters, shall receive all organization newsletters, and is encouraged to participate in the Guild activities.

**Section IV: Dues**

Membership dues shall be paid in January. Dues may be prorated as follows: dues paid between July and September are one-half of current amount; dues paid between October and December will be at the full amount and will apply to the following year.

A proposed change in the amount of dues shall be published in the newsletter prior to the scheduled vote and voted on no later than the November meeting. The change shall carry by a two-thirds majority.

**Section V: Membership List**

Names, addresses, and telephone numbers of members, either in written or electronic form, will not be given to any organization, business, or private person without prior approval of the Executive Board.

**ARTICLE IV: OFFICERS**

The officers of the Arkansas Quilters Guild, Inc., shall be President, First Vice President, Second Vice President, Secretary, and Treasurer. The Executive Board shall consist of all officers and committee chairs.

**Section I: Qualifications**

A candidate for any office shall have been an active member of the Arkansas Quilters Guild for a period of one year and attended a majority of the regular meetings. A candidate for President shall have been a member of the Arkansas Quilters Guild for at least two years, attended a majority of the regular meetings, and served on the Executive Board for at least one year.

**Section II: Elections**

**Paragraph I**

The nominating committee shall consist of five members as follows: three from the Executive Board appointed by the President and two from The Membership elected from the floor. This committee shall be established at least two months prior to the annual election, and shall present a list of nominees to The Membership at the September meeting.

**Paragraph 2**

At the September meeting, nominations may be made from the floor, providing the consent of the nominee has been obtained, and providing that nominees meet the qualifications for office set forth in Article IV, Section 1. All officers shall be elected at the October meeting. . If there are two or more nominees for any office, an official ballot will be available online in the Members Only section of the website. Voting will be by official ballot only. Members receiving the newsletter via USMail in paper format only, can request an official ballot from the Membership Chair. The sample ballot is to be printed in the newsletter. A copy of the sample ballot will not be accepted to vote. Members may bring the ballot to the October meeting or mail it to be received by the October meeting. If there is only one nominee for each office, voting may be by hand or voice vote. A majority of votes cast will elect.

**Paragraph 3**

All officers shall be elected for a term of one year.

**Paragraph 4**

The newly-elected officers shall assume the duties of their respective offices on January 1st following the election.

### **Paragraph 5**

The President shall appoint an active member to fill the vacancy of any unexpired term of office subject to the approval of the Executive Board.

## **Section III: Duties of Officers**

### **Paragraph 1: President**

The President shall preside at all meetings of the Arkansas Quilters Guild, Inc. The President shall appoint all committee chairs and be a Member Ex-Officio of all committees except the nominating committee. The President shall be the Chair of the Executive Board and shall only vote to arbitrate a tie. The President shall be a signatory on all financial accounts. At the expiration of the term of office, the President shall turn over all records to the successor.

### **Paragraph 2: First Vice President**

The First Vice President shall act in the absence of the President. In the case of the resignation or permanent absence of the President, the First Vice President shall automatically assume the office of the President until the term of office expires. It shall be the responsibility of the First Vice President to see that all new members are recorded on The Membership roll and to notify the Newsletter Chair of the new member's name and address. The First Vice President shall be in charge of the complete roster and will publish the list in the Members Only section of the website in addition to the Constitution, By-Laws and Standing Rules. At the expiration of the term of office, the First Vice President shall turn over all records to the successor.

### **Paragraph 3: Second Vice President**

The Second Vice President, may serve as Quilt Show Chair, Femdale Workshop Chair, or assume other duties as agreed upon by the Executive Board. In the absence of both the President and the First Vice President, the Second Vice President shall act as President. At the expiration of the term of office, the Second Vice President shall turn over all records to the successor.

### **Paragraph 4: Secretary**

The Secretary shall record the minutes of the Arkansas Quilters Guild's monthly meetings and shall submit a copy of the minutes to the Newsletter Chair for publication in the following month's newsletter. The Secretary shall also keep an accurate record of the Executive Board's monthly meetings, and shall send copies of board meeting minutes to all Executive Board Members within one week after the board meetings. The Secretary shall also attend to all general correspondence of the Guild not handled by other officers or committees. At the expiration of the term of office, the Secretary shall turn over all records to the successor.

### **Paragraph 5: Treasurer**

The Treasurer shall keep an accurate account of all receipts and disbursements. The Treasurer shall give a financial report at every regular meeting of the Arkansas Quilters Guild, Inc., and at the Executive Board meetings. The Treasurer shall submit an itemized report monthly to the Newsletter Chair. The Treasurer shall be a signatory on all financial accounts. At the end of the year the Treasurer shall submit to the Executive Board a complete year-end financial report as well as all records for auditing. A condensed version of the report shall be submitted for publication in the Newsletter. At the expiration of the term of office, the Treasurer shall turn over all records to the successor.

## **ARTICLE V: COMMITTEES**

The President, with the approval of the Executive Board, shall appoint as many Committee Chairs as necessary for the needs of the Guild. Each Chair will report to the Executive Board and the Guild in a timely manner. At the expiration of the term, the Committee Chairs shall turn over all records to their successors.

## **ARTICLE VI: EXECUTIVE BOARD DUTIES**

It shall be the duty of the Executive Board to:

- A. Set meeting dates and places for the Arkansas Quilters Guild, Inc.
- B. Prepare a proposed budget to be published in the December newsletter and presented by the Treasurer to the Guild for approval at the December meeting. Budget planning should include the incoming Executive Board.
- C. Approve any expenditure exceeding the budget by no more than \$300.00 prior to the expenditure. Expenditures of more than \$300 must have the approval of the Executive Board, be published in the newsletter, and voted on by The Membership at the following meeting.
- D. Transact any necessary business between monthly meetings. All recommendations will be made to The Membership.
- E. Ask for the resignation of an Executive Board Member, either elected or appointed, who is absent or unable to fulfill her/his duties for three consecutive months. In this event, the position may be filled as outlined in Article IV, Section 11, Paragraph 5, or Article V.

## **ARTICLE VII: MEETINGS**

### **Section I: Regular Meetings**

#### **Paragraph I**

There shall be one meeting per month, time and place to be determined by the Executive Board. At this meeting, business shall be conducted.

### **Paragraph 2**

Voting on routine business matters shall carry by a simple majority of Members present at the monthly meetings.

### **Paragraph 3**

Voting on changes in standing rules shall carry by a two-thirds majority vote of members present. Changes in standing rules shall be presented in the Newsletter prior to the scheduled vote.

### **Paragraph 4**

Robert's Rules of Order Revised shall be the authority on all questions not covered by the Arkansas Quilters Guild, Inc. Constitution and By Laws.

## **Section II: Executive Board Meetings**

The Executive Board shall meet monthly in person or via video conference. All Executive Board Members should attend or be represented by a Committee Member or other Guild Member. Guild Members may attend the Executive Board meetings.

## **ARTICLE VIII: ORDER OF BUSINESS**

The following agenda items are to be included at all regular meetings:

Call to Order  
Officer's Reports  
Chairman's Reports  
Unfinished Business  
New Business Program  
Show and Tell  
Adjournments

## **ARTICLE IX: AMENDMENTS**

To propose amendment(s) to the Constitution or By Laws, a member(s) must comply with the following process:

- A. Present the proposed amendment(s) in writing (electronic or paper) to the Executive Board at one of their regularly scheduled meetings.
- B. With the approval of the Executive Board, the proposed amendment(s) will be read by the Secretary to The Membership at the next monthly meeting.
- C. The proposed amendment(s) will then be published in the next monthly newsletter with the change(s) and the reason(s) for the change(s).
- D. The proposed amendment(s) will then be re-read by the Secretary and voted on by The Membership at the next monthly meeting. A two-thirds majority of the votes cast by the members present shall constitute the acceptance of the proposed amendment(s).

## **ARTICLE X: CHAPTERS**

The Arkansas Quilters Guild, Inc. has no Chapters.

## **ARTICLE XI: NON-PROFIT ORGANIZATION**

The Arkansas Quilters Guild, Inc., shall not enter into any transaction, carry on any activity, or engage in any business for pecuniary purposes, and income received by the organization shall be applied exclusively for the not-for-profit purposes of the organization. No part of Arkansas Quilters Guild, Inc.'s, income shall ever inure to the benefit of any private member or individual.

## **ARTICLE XII: SURPLUS**

Upon termination or dissolution of the Arkansas Quilters Guild, Inc., any property or assets remaining after all the debts and obligations of the organization have been paid will be distributed as follows: all library books will be given to the Arkansas State Library and any remaining assets will be given to a non-profit, tax-exempt (under Section 501 (c)[3]) quilt-related organization to be used for educational purposes.

## **STANDING RULES**

I. Arkansas Quilters Guild, Inc., shall have a monthly newsletter.

- A. The newsletter will inform all members of upcoming meetings and events.
- B. All articles for the newsletter must be submitted preferably, electronically, to the Newsletter Chair by the deadline.
- C. Newsletter publishing to all members shall be between one and two weeks prior to the regular meeting.
- D. Names of new members shall be added to the monthly newsletter.
- E. The newsletter may carry paid advertisements as approved by the Newsletter Chair. Advertising rates will be set by the Executive Board.

II. Requests for reimbursements and deposits must be submitted to the Treasurer within 60 days.

III. All members shall be encouraged to participate in "Show and Tell" at monthly meetings.

IV. Greeting cards shall be mailed by the Sunshine Committee Chair on behalf of the members of the Arkansas Quilters Guild, Inc., and shall take the place of gifts or flowers in the event of illness or death of one of the members.

V. The Arkansas Quilters Guild, Inc., is pleased to accept contributions from individuals, organizations, or corporations wishing to honor a person or an event for the benefit of quilt making.