

**Q.U.I.L.L.T.Guild of Northwest Arkansas
Constitution & By-Laws**

Article 1: Name

The organization shall be known as Quilters United in Learning Together,
or Q.U.I.L.L.T.Guild of Northwest Arkansas.

Article 2: Objectives

The objectives of Q.U.I.L.L.T.shall be: to provide a forum for quilters to meet and exchange ideas; to form a vehicle for bringing qualified experts in the field to Northwest Arkansas for seminars and workshops; to work on community projects in quilting; and any other aims and purposes as the membership, by simple majority, shall from time to time deem appropriate.

Article 3: Membership

Membership in Q.U.I.L.L.T.is open to any quilter or anyone who has an interest in quilting on payment of the prescribed annual fee. Membership rosters and the Constitution and By-Laws will be provided to each member. Visitors may attend one meeting before being required to join. Membership dues shall be due no later than December 31.

Article 4: Officers

Officers of Q.U.I.L.L.T.shall be President, Vice-President, Secretary, Treasurer and Quilt Show Chair. All officers shall be elected for a term of two years. The newly elected officers shall assume the duties of their respective offices on June 1, following the election in March, and are strongly encouraged to attend all meetings once they are elected. Officers and Committee Chairs will receive and continue to update a manual containing job description, guild policies and procedures and appropriate forms.

Duties of the Officers

The **PRESIDENT** shall preside at all meetings of Q.U.I.L.L.T.S/he shall appoint all committee chairs and be a member ex-officio of all committees except the Nominating Committee. S/he shall chair the Executive Board. The President shall vote only to arbitrate a tie. S/he shall serve in an advisory position for 3 months after the new President takes office,including assisting and guiding the first Budget preparation of the new Board.

The **VICE-PRESIDENT** shall act in the absence of the President. S/he shall assist the President and in addition shall perform such duties as assigned by the President.

The **SECRETARY** shall record and present the minutes of Q.U.I.L.L.T.meetings for publication. S/he shall keep an accurate record of all meetings of the Executive Board.

The **TREASURER** shall collect all dues and keep an accurate account of all receipts and disbursements in accordance with the accounting procedures listed in the Treasurer's manual. The Treasurer's reports will be published. At the end of the year, the Treasurer shall submit a complete year-end financial report to the Executive Board and shall submit a condensed version for publication. The Treasurer shall be bonded by Q.U.I.L.L.T.

The **QUILT SHOW CHAIR (S)** will be responsible for the quilt show. The quilt show will be held every odd year. This position may be held as a team or an individual.

Article 5: Committees

There may be the following committees: Membership, Newsletter, Publicity,Cuddly Quilts, Librarian, Hospitality,Programs, Nominating, Sunshine & Shadows, and any other committees the President deems necessary. The President, with the approval of the Executive Board, shall appoint the chairs for these and all other committees. Chairs of the committees shall serve for two years and be responsible for selecting other committee members as needed. The exception to this will be the Nominating Committee, who will be appointed by the president.

Duties of the Committee Chairs

The **PROGRAMS CHAIR** shall be responsible for providing the programs for the monthlyguildmeetings. This committee will consist of a Program Chair and one or more Co-Chairs.

The **MEMBERSHIP CHAIR** shall be responsible for maintaining correct attendance records and seeing that all members' names and addresses are recorded on the membership roll. S/he shall notify the Newsletter Chair of new members and keep the membership address list complete and current to include birthdays. S/he shall provide a current directory to the members at theFebruarymeeting.

The **NEWSLETTER CHAIR** shall be responsible for obtaining information of interest to Q.U.I.L.T. members, as well as assuring publication and delivery of newsletters to members one or two weeks prior to regular meetings.

The **PUBLICITY CHAIR** shall be responsible for the organization and distribution of information and advertisements for the organization's activities to the news and social media.

The **CUDDLY QUILTS CHAIR** shall be responsible for overseeing the guild's charity quilt programs.

The **HOSPITALITY CHAIR** shall see that refreshments are brought to the meeting and oversee kitchen duties.

The **NOMINATING COMMITTEE** shall consist of one (1) member of the Executive Board and two (2) members at large. The committee will present a slate of candidates to the membership at the February meeting, to be voted on at the March meeting and installed at the May meeting. Newly elected officers will assume responsibilities of their positions after installation.

THE SUNSHINE AND SHADOWS CHAIR shall communicate information to the guild regarding events in members' lives.

Article 6: The Executive Board

The Executive Board shall consist of all officers and committee chairs with one vote for each officer and committee. The Executive Board shall set meeting dates and places for Q.U.I.L.T. The Executive Board shall prepare a proposed budget to be presented by the Treasurer to the guild for approval at each January meeting. The Executive Board may take care of unbudgeted expenses up to \$500.00 and handle any necessary business between monthly meetings. The Executive Board will meet no less than ten (10) times a year. All officers and committee chairs are expected to attend board meetings. Any Q.U.I.L.T. member may attend the meetings.

Article 7: Amendments

Proposed amendments to the Constitution and By-Laws must be submitted to the President in writing prior to the monthly scheduled Board meeting. The proposed amendment will be printed in the newsletter prior to being voted on and then voted on at the next regularly scheduled guild meeting. The proposed amendment will be voted on by the members present at that meeting to be approved, with a majority vote needed for approval.

Article 8: Finances

The Executive Board shall prepare an annual budget. Any expenditure over budget must receive prior approval by the Executive Board. If that amount exceeds \$500.00, prior approval must be given by the membership. At least two members, none of whom is an elected officer, shall audit Q.U.I.L.T. financial records annually in July. They will be nominated and/or appointed by the President.

Article 9: Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the meetings of this organization in all cases in which they are consistent with these by-laws.

Article 10: Dissolution

Upon the dissolution of Q.U.I.L.T., the Executive Board shall pay or make provision for payment of all obligations and liabilities of Q.U.I.L.T. The Executive Board shall dispose of all the assets of Q.U.I.L.T. in a timely manner appropriate with the purposes for which Q.U.I.L.T. was organized. The assets shall be distributed to any not-for-profit organization whose goals are to further and preserve the art of quilting.

Every person who is or was an Officer of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by that person in connection with or resulting from any claim action, suit, or proceeding in which s/he may become involved by reason of being or having been an Officer of the Corporation.

(Revised and voted on at October 24, 2019 Q.U.I.L.T. Guild meeting)