

BYLAWS OF THE  
CYPRESS CREEK QUILTERS' GUILD

**NAME**

CYPRESS CREEK QUILTERS' GUILD, INC., a corporation not for profit (the "Guild").

**PURPOSE**

The purpose for which the corporation is organized is to foster the art of quilting, to encourage a high standard of design and technique in all of its various forms, to educate and mentor members of the community in the art of quilting; and to stimulate interest in the art of quilting through shows and demonstrations.

**MEMBERSHIP**

Section I: **REGULAR MEMBERSHIP.** Any person with an interest in the art of quilting shall be eligible for membership upon the payment of annual dues. Said membership to be nondiscriminatory without regard to race, color, creed, sex or national origin. Potential members may visit twice before joining.

II. **JUNIOR MEMBERSHIP.** Junior membership may be available for individuals between the ages of 12 and 17 who attend meetings with a sponsoring regular member at a rate to be determined by the Board of Directors. Membership becomes valid upon payment of dues and completion of membership form, co-signed by a parent or guardian. Junior members shall have all the privileges of active membership, except holding elective office and attending guild retreats.

Section III: **DUES.** Membership dues shall be at such rate, schedule or formula as may from time to time be prescribed by the Board of Directors, and approved by the general membership at the annual meeting. The annual dues are due and payable as of the January meeting of each year.

**OFFICERS AND BOARD OF DIRECTORS**

Section I: **OFFICERS.** The officers shall consist of a President, Vice President, Secretary, Treasurer and Parliamentarian ("Elected Officers"), who shall be elected at the November meeting of the members and shall serve for a period of one year or until new officers are elected. The new slate of officers will be installed following the business portion at the December Guild meeting. No officer shall serve more than two consecutive terms in office. Un-expired terms shall be filled to their expiration date through appointment by the President and approval of the Board of Directors.

Section II: **BOARD OF DIRECTORS.** The Board of Directors ("Board") shall consist of all Elected Officers of the corporation, the chairpersons of the Membership/Hospitality Committee, Education Committee, Charity Committee, two (2) members at large ("Appointed Board

Members”), and the immediate past president. The Board of Directors shall manage the affairs of the corporation and shall present all major recommendations for the approval of the membership. The Board of Directors shall also be responsible for establishing the Rules and Regulations of the Guild.

Elected Officers and Appointed Board Members must attend 75% of the scheduled monthly Board meetings during their year of participation on the Board.

Section III. STANDING COMMITTEES. The chairpersons of standing committees shall be appointed by the President, with approval of the Board of Directors. There shall be such standing committees as shall be deemed necessary by the Board of Directors.

#### Section IV. DUTIES OF OFFICERS

A. PRESIDENT. The President shall preside at all of the general meetings and meetings of the Board of Directors, appoint all committees not herein otherwise provided, shall not have a vote except in case of a tie, be authorized to co-sign checks, and shall perform such duties as are incidental to the office.

B. VICE-PRESIDENT. The Vice-President, in the absence of the President, shall perform all the duties of the President and be authorized to co-sign checks, The Vice-President shall also be a member of the Education Committee.

C. SECRETARY. The Secretary shall keep minutes of the meetings of the Board of Directors and general meetings; conduct general correspondence as required, be custodian of the corporate records, handle all official correspondence for the Guild, be authorized to co-sign checks, and assume all duties usual to the office.

D. TREASURER. The Treasurer shall act as custodian of the funds, collect dues and keep and present an itemized account of receipts and disbursements at each business meeting. The Treasurer shall be responsible for keeping all financial records having to do with the corporation and shall be responsible for remitting dues and other financial obligations to any organization with which the corporation is affiliated. The Treasurer shall be responsible for the payment of services by an individual who has been engaged by the corporation for the purpose of lecture or workshop. Treasurer shall follow the regulations of the IRS, as well as regulations of the State of Florida and Pasco County, including an annual audit of the books, with respect to the operation of a nonprofit educational organization. Both the Treasurer and one other Elected Officer of the Guild shall sign checks. **The Treasurer may pay bills that are derived from budgeted items through the online banking service after consulting another board member.** The Treasurer shall deposit all funds to the credit of the CYPRESS CREEK QUILTERS’ GUILD, INC. in such banks and other depositories as the Board of Directors may designate. The Treasurer shall also be a member of the Budget Committee.

E. PARLIAMENTARIAN. The Parliamentarian shall act as an advisory and consultant in matters of parliamentary procedures during the monthly Board of Directors Meetings and the monthly guild meetings. The Parliamentarian shall maintain order at said meetings.

F. The above Elected Officers shall perform the duties prescribed by these Bylaws, Standing Rules and by the parliamentary authority adopted by the Guild and endeavor to adhere to the budgetary guidelines established annually.

## MEETINGS

Section I. BOARD OF DIRECTORS ANNUAL MEETING. There shall be a joint meeting of the outgoing Board Directors with the incoming Board Directors, which will be held shortly after the election for the coming year.

BOARD OF DIRECTORS MONTHLY MEETING. The Board will meet once each month at a time and place designated by the President. The Elected Officers and Appointed Board Members shall attend this meeting to discuss guild business to be presented at the business meeting, make recommendations and plan guild activities.

Section II. REGULAR MEETING. Regular meetings of the membership shall be held monthly. Children under the age of 12 may not attend meetings. Pets are not allowed at any Guild function with the exception of those which are service animals. Each guild meeting shall include time for show and tell as an opportunity for members to share their work.

Section III. QUORUM. A quorum shall consist of a simple majority of the total attending membership at a monthly general meeting.

Section IV. WORKSHOPS. As a non-profit educational organization, workshops and classes are to be held during the year and will be announced in the newsletter and at the general meetings. The Education Chair is the coordinator of all workshops. All active members in good standing are entitled to attend the workshops.

## COMMITTEES

Committees are created to assist the Board of Directors in carrying out activities and responsibilities to the Guild. Committees -may be suggested by any member and the Board of Directors may officially create or dissolve a committee.

Chairperson Responsibilities: The Committee Chairperson is responsible for the general supervision of the committee and its membership. The Committee Chairperson reports to the Board of Directors. The Committee Chairperson is responsible for providing the President monthly reports of pertinent information and for notifying the Board of Directors immediately of any concerns or issues.

Section I. NOMINATING COMMITTEE. The Nominating Committee shall consist of three members: the President who will appoint two other members from the general membership. The slate of nominees shall be presented at the October general meeting by the Nominating Committee and elections shall be held at the November general meeting. (A) Each candidate

must be an active member in good standing and agree to accept the responsibilities of the office.  
(B) Nominations may be made from the floor at the time of the election.

Section II. MEMBERSHIP/HOSPITALITY COMMITTEE. The Membership/Hospitality Committee will be responsible for soliciting new members, greeting guests, facilitating introductions at guild meeting and other functions, maintaining a membership roster, issuing membership cards to each member, collecting dues, updating and distributing membership handbooks, maintaining a membership database, including total monthly attendance, pulling reports from the database as requested, and performing all incidental duties of the office as required. This Committee shall also be responsible for distributing a door prize at each of the general monthly meetings.

Section III. EDUCATION COMMITTEE. The Education Committee will be responsible for planning the program for the monthly meetings of the general membership. This includes - any special programs as may be requested by the membership, and scheduling of speakers and workshops on quilt related topics. In addition, the Education Committee will also be responsible for arranging monthly workshops to encourage growth in all areas of the art of quilting and shall arrange for teachers from the membership to teach classes to the membership.

The committee shall publicize these events through the education calendar and/or reminders in the newsletter. They shall be responsible for all details of each program not limited to signup sheets, supply lists, directions from teachers for workshops/programs and setting fees to be charged to the participants with Board approval.

The committee will be responsible for the review of contracts for speakers and workshop leaders, and sign such contracts with a co-signee of the Elected Board. The committee will arrange for the Treasurer to have payment ready at the end of the workshop, thank the teacher and handle any follow-up correspondence. The committee shall include the current Vice-President.

Section IV. CHARITY COMMITTEE. The Charity Committee shall arrange for a minimum of one charity project each year. All members shall participate in at least one charity project each year. Charity project proposals shall be presented to the Board of Directors for approval.

Section V. QUILT SHOW COMMITTEE. The Quilt Show Committee shall oversee the Quilt Show, making all necessary arrangements on all quilt show committee plans and activities. The Quilt Show Committee shall submit a budget for the Quilt Show at least twelve (12) months prior to the date of the show, and work with the Board of Directors to determine what items should be included in the budget and the amounts necessary. The Quilt Show Committee will provide the membership with a detailed post-show accounting

Section VI. OPPORTUNITY QUILT COMMITTEE. The Opportunity Quilt Committee shall include at least two (2) co-chairs for purposes of the design of the quilt and ticket sales. The Opportunity Quilt Committee shall organize the formation, creation, and construction of the Opportunity Quilt. The Opportunity Quilt Committee shall also be responsible for ordering the tickets which, for a donation, would be available to the public for the opportunity to own the quilt. The Opportunity Quilt Committee shall be responsible for storage, maintenance of the quilt

and the display stand. The purpose of the Opportunity Quilt is to raise funds to support the education programs offered to members of the guild.

Section VII. ADVERTISING COMMITTEE. The Advertising Committee shall arrange for advertising space in the newsletter and on the website. The Advertising Committee shall determine what types of advertising are acceptable and collect the fees for the ads. The Advertising Committee -will be responsible for obtaining door prizes from local quilt shops, members, and other sources specializing in quilt- related items.

Section VIII. NEWSLETTER. The Newsletter Committee shall be responsible for publishing the monthly newsletter which shall be available on the guild's website and be provided by electronic mail to the membership.

Section IX. RETREAT. The Retreat Committee will be responsible for arranging -the time and place of the retreats for members, promoting participation, obtaining door prizes and any other materials needed for the retreat, collecting fees and arranging with the Treasurer for payment of costs and refunds associated with the retreat if any.

Section X. BUDGET. The Budget Committee shall be responsible for working with the Board of Directors to determine - items that should be included in the budget and the amounts necessary. The Budget Chair shall be the current Treasurer with the outgoing treasurer serving on the committee. The Budget Committee shall solicit input from the chairpersons of the various committees and be responsible for preparing an annual operating budget to present at the February general meeting. This budget will become effective upon approval by the general membership.

#### PARLIAMENTARY AUTHORITY

The current edition of Roberts Rules of Order shall be the final source of authority in all questions of parliamentary procedures when rules are not consistent with the bylaws of the organization. These bylaws may be altered, amended, or repealed and new bylaws adopted at any business meeting by two-thirds vote of the members present, and the proposed changes or amendments are furnished to the general membership in the newsletter and in writing at least one month prior to said general meeting in which voting will occur. Bylaws shall be reviewed every 3 years; suggested changes should be submitted to the Board of Directors for approval. Changes or amendments must be approved by vote of the general membership.

#### LIMITATIONS OF ACTIVITIES

Activities of the organization shall not involve preparation or dissemination of propaganda, attempts to influence legislation, or support of any political campaign for public office. No part of monies of the organization shall accrue to the benefit of any member or officer.

#### DISTRIBUTION OF ASSETS UPON DISSOLUTION

Should the organization be dissolved, any monies or property then owned shall be given to a charitable organization, as the Board of Directors shall decree.

These bylaws supersede any and all previously adopted bylaws of the Cypress Creek Quilters' Guild, Inc.

Revised and Approved January 2015