

SAN JOAQUIN VALLEY QUILTERS' GUILD, INC. BY-LAWS

As restated by the Board and Members of the San Joaquin Valley Quilters' Guild, Inc., at the Board of Director's meeting on _____, 2022, and the San Joaquin Valley Quilters' Guild general meeting on _____, 2022.

ARTICLE I – NAME AND LOCATION

This organization, WHICH shall be known as the San Joaquin Valley Quilters Guild, Inc., (SJVQG), WAS ESTABLISHED IN 1989 AS A CHARITABLE non-profit ~~organization~~ CORPORATION, and ~~shall be~~ IS located in Fresno, California and SERVES the surrounding ~~areas~~ COMMUNITIES. ~~This organization~~ SJVQG is organized exclusively for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue code.

ARTICLE II – ~~OBJECTIVES~~ PURPOSE

1. To promote the preservation of traditional quilting and the development of contemporary quilting AND OTHER FABRIC ART FORMS.
2. To encourage personal growth and excellence in craftsmanship.
3. To educate the public and increase their awareness and appreciation of quilting as an art form.
4. To preserve the history and safeguard the legacy of quilts handed down from our ancestors and add to this legacy the contemporary quilts that will become tomorrow's treasures.
5. To promote through personal contacts, communications, meetings, exhibitions and DONATIONS TO COMMUNITY ORGANIZATIONS, the many facets of quilting.
6. TO PROMOTE INCLUSIVENESS WITHIN ITS MEMBERSHIP AND BOARD TO REFLECT THE DIVERSITY OF THE COMMUNITY.
7. ~~This organization is organized exclusively for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue code.~~

~~Section 6. Notwithstanding any other provisions under these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law) or (b) by corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law.)~~

ARTICLE III – MEMBERSHIP

Section 1. Membership ~~shall be open to all persons~~ shall CONSIST OF ANY PAID MEMBER WHO IS 16 years and older.

- A. MEMBERSHIPS FOR INDIVIDUALS UNDER THE AGE OF 16 WILL BE CONSIDERED BY THE SJVQG BOARD ON A CASE-BY-CASE BASIS.
- B. PERSONS UNDER THE AGE OF 16 WILL NEED TO BE ACCOMPANIED BY AN ADULT AT ANY SJVQG EVENT OR MEETING.

SECTION 2. MEMBER IN GOOD STANDING

- A. MEMBERS WHO HAVE PAID THE REQUIRED DUES OR FEES, AND WHO ARE NOT SUSPENDED OR TERMINATED SHALL BE CONSIDERED “MEMBERS IN GOOD STANDING”.

Section 3. The Board of Directors shall have the power to suspend or TERMINATE ~~expel~~ any member for:

- A. FAILURE TO PAY ~~nonpayment of~~ DUES OR FEES ~~a two-month grace period, or for~~
- B. A violation of any Bylaw, POLICY/PROCEDURE, or conduct which, in the opinion of the Board, is detrimental to the welfare, INTEREST OR CHARACTER of the Guild.

Section 4. Any member so suspended or TERMINATED ~~expelled~~ shall have the right to appeal to the Board in writing WITHIN THIRTY (30) DAYS FROM THE DATE OF THE ACTION.

- A. A decision will be rendered at the Board meeting following RECEIPT OF the appeal.
- B. The decision made by two-thirds of those present at a duly constituted Board of Director’s meeting WILL be final.

SECTION 5. IF A MEMBER HAS A COMPLAINT REGARDING AN EXPERIENCE OR OFFENSIVE ACTION OF ANOTHER, THE COMPLAINT NEEDS TO BE PRESENTED IN WRITING AND DELIVERED TO THE PRESIDENT WITHIN THIRTY (30) DAYS OF THE OCCURRENCE OF THE OFFENSIVE BEHAVIOR. BOTH PARTIES WILL BE NOTIFIED AS APPROPRIATE.

ARTICLE IV – OFFICERS AND THEIR DUTIES

Section 1. The elected officers OR EXECUTIVE COMMITTEE of this Guild shall be President, 1st Vice President, 2nd VICE PRESIDENT/PROGRAMS, Secretary, and Treasurer. ~~These officers shall constitute the Executive Committee.~~

Section 2. The Executive Committee and COMMITTEE CHAIRPERSONS DESIGNATED IN THE POLICIES AND PROCEDURES SHALL CONSTITUTE THE BOARD OF DIRECTORS.

SECTION 3. EXECUTIVE COMMITTEE QUALIFICATIONS

- A. MEMBERS OF THE EXECUTIVE COMMITTEE MUST BE MEMBERS IN GOOD STANDING AND HAVE BEEN A MEMBER OF THE GUILD FOR AT LEAST ONE YEAR.
- B. IN ADDITION TO THE ABOVE, THE PRESIDENT MUST HAVE SERVED ON THE BOARD OF DIRECTORS, SERVED AS A COMMITTEE CHAIRPERSON, OR HAVE RELEVANT RELATED EXPERIENCE FOR AT LEAST A YEAR.

SECTION 4. POWERS OF THE BOARD

- A. IN ADDITION TO THE GENERAL POWERS TO CONDUCT THE BUSINESS OF THE SJVQG, THE BOARD SHALL HAVE THESE SPECIFIC POWERS:
 - a. TO APPOINT, REMOVE, AND ENDOW STANDING COMMITTEES
 - b. TO RECOMMEND CHANGES/REVISIONS TO THE BYLAWS
 - c. TO CREATE OR REVISE POLICIES AND PROCEDURES FOR CONDUCTING THE BUSINESS AFFAIRS AND ACTIVITIES OF THE SJVQG
 - d. TO OVERSEE THE FINANCIAL AFFAIRS OF THE SJVQG

- e. TO OVERSEE ALL GOVERNMENTAL REQUIREMENTS AND REGULATIONS
- f. TO ASSESS DUES AND FEES
- g. TO SUSPEND OR TERMINATE MEMBERS

Section 5. DUTIES OF THE ELECTED OFFICERS/EXECUTIVE COMMITTEE (NOTE: A DETAILED JOB DESCRIPTION FOR EACH POSITION CAN BE FOUND IN THE POLICIES AND PROCEDURES.)

PRESIDENT:

1. THE PRESIDENT, ALSO KNOWN AS THE CHIEF EXECUTIVE OFFICER OF THE SJVQG, SHALL preside at ~~membership, executive and Board of Directors~~ ALL GUILD meetings.
2. THE PRESIDENT SHALL HAVE GENERAL SUPERVISION, DIRECTION, AND CONTROL OVER ALL THE BUSINESS AFFAIRS AND PROPERTY OF THE SJVQG.

[NOTE: ITEMS BELOW MOVED TO P&P]

- ~~1. Shall preside at membership, executive and Board of Directors meetings.~~
- ~~2. Shall ensure that the By-laws of the San Joaquin Valley Quilters' Guild, Inc. are observed and acted upon appropriately.~~
- ~~3. Shall appoint chairpersons of all Standing Committees and shall be ex-officio member of same except the nominating committee.~~
- ~~4. Shall approve and countersign all checks, except that in her absence the Vice President and/or Secretary shall countersign.~~
- ~~5. Shall be a non-voting member except to cast the deciding vote in case of a tie at all meetings.~~

1st VICE PRESIDENT:

1. THE 1st VICE-PRESIDENT SHALL STAND IN FOR THE PRESIDENT AT ALL GUILD MEETINGS IN WHICH THE PRESIDENT IS ABSENT.

[NOTE: ITEMS BELOW MOVED TO P&P]

- ~~1. Shall assist the President. In the President's absence shall preside at membership, executive, and Board of Directors meetings.~~
- ~~2. Shall serve as Public Relations officer with the program chairperson at public events.???~~

2nd VICE PRESIDENT/PROGRAMS:

1. THE 2ND VICE PRESIDENT, ALSO KNOWN AS THE PROGRAMS CHAIRPERSON, IS RESPONSIBLE FOR COORDINATING EDUCATIONAL PRESENTATIONS AND WORKSHOPS FOR THE GUILD.

SECRETARY:

1. THE SECRETARY, ALSO KNOWN AS THE CHIEF RECORDING OFFICER OF THE SJVQG, SHALL BE RESPONSIBLE FOR MAINTAINING ALL OFFICIAL RECORDS OF THE SJVQG TO INCLUDE, GENERAL AND BOARD MEETING MINUTES; CURRENT BYLAWS/POLICIES & PROCEDURES; LIST OF GENERAL MEMBERS, BOARD OF DIRECTORS, COMMITTEE CHAIRS, ETC.

[NOTE: ITEMS BELOW MOVED TO P&P]

1. ~~Shall keep true and correct records of all proceedings of the Board of Directors and membership meetings to include quorums and votes and shall forward to the President within ten days of such meetings a copy of all minutes.~~
2. ~~Shall maintain the official correspondence of the Guild.~~
3. ~~Shall keep a copy of By laws, Policies and Procedures and the annual reports of the Executive and Standing Committees in a permanent file, and a copy of all these available at every meeting. Shall comply with all document policies.~~
4. ~~Shall keep a current list of members of the Guild, the Board of Directors, and of the Standing Committees and chairpersons.~~

TREASURER:

1. THE TREASURER, ALSO KNOWN AS THE CHIEF FINANCIAL OFFICER OF THE SJVQG, SHALL KEEP AND MAINTAIN ADEQUATE AND CORRECT ACCOUNTS OF THE ASSETS, LIABILITIES, RECEIPTS, AND DISBURSEMENTS OF THE SJVQG.

[NOTE: ITEMS BELOW MOVED TO P&P]

1. ~~Shall receive and safely keep all Guild dues and deposit same in the name of the Guild in a bank account.~~
2. ~~Shall countersign all checks and/or other instruments requiring her signature after proper support for such expense is presented and reviewed.~~ 3. ~~Shall keep full and accurate accounts of the receipts and disbursements of the Guild and shall present to the Board of Directors, on a monthly basis, the income and expenses for the preceding period and fiscal year to date.~~
4. ~~Shall renew licenses, permits, insurance, etc., for the Guild.~~
5. ~~Shall be ex-officio member of every committee charged with the receiving or paying of monies in connection with the affairs of the Guild and shall receive and preserve quarterly financial reports and other financial reports from specific committees as determined by the Board of Directors. Report format is to be provided by the Treasurer.~~
6. ~~Shall be responsible as outgoing Treasurer to collect dues at the installation meeting in cooperation with the newly elected Treasurer and Membership CHAIRPERSONman.~~
7. ~~Shall submit by September 1, a complete statement of accounts for the past year as of August 31 to the incoming Board of Directors~~

ARTICLE V – FISCAL YEAR, DUES, FINANCES

Section 1. The SJVQG fiscal year shall be from September 1 to August 31.

Section 2. MEMBERSHIP DUES

- A. DUES SHALL BE PAYABLE ANNUALLY FOR EACH FISCAL YEAR.
~~The fiscal year shall run from September 1 to August 31.~~
- B. The Board of Directors shall ~~establish the policy~~ RECOMMEND THE AMOUNT OF THE ANNUAL MEMBERSHIP DUES.
- C. The general membership shall approve any changes to the amount of the ANNUAL dues by a majority vote of the members present at a duly constituted GENERAL ~~membership~~ meeting.
- D. DUES AMOUNTS SHALL BE SPECIFIED IN THE SJVQG POLICIES AND PROCEDURES.

Section 3. BUDGET

1. ANNUALLY, THE BUDGET COMMITTEE WILL PREPARE AND SUBMIT A PROPOSED BUDGET FOR THE NEXT FISCAL YEAR TO THE BOARD.
2. The Budget Committee shall be composed of the Executive Committee, two members at large and two additional members of the Board of Directors.
 - a. OTHER MEMBERS CAN PARTICIPATE UPON REQUEST AND APPROVAL BY THE PRESIDENT.
 - b. THE TREASURER WILL SERVE AS CHAIRPERSON OF THE BUDGET COMMITTEE.
3. The Budget Committee shall submit THE PROPOSED annual budget at the ~~August~~ JULY Board meeting for approval.
 - a. THE BOARD APPROVED BUDGET shall be published in the AUGUST ~~September~~ newsletter and voted upon by the membership at the AUGUST ~~September~~ meeting.

Section 4. USE OF FUNDS

1. Two signatures shall be required on all checks.
 - a. THOSE AUTHORIZED TO SIGN CHECKS ARE THE PRESIDENT, TREASURER, 1st VICE PRESIDENT, 2nd VICE PRESIDENT AND SECRETARY.
 - b. The President and the Treasurer shall sign all checks on the Guild account, except in the absence of either, in which case the 1st Vice President, 2nd VICE PRESIDENT and/or Secretary shall sign.
2. All requests for financial reimbursements shall be made in writing to the Treasurer, TO INCLUDE THE ORIGINAL OR A COPY OF THE ORIGINAL RECEIPT FROM THE VENDOR.
3. Budgeted amounts shall be paid by the Treasurer.
4. ANY unbudgeted amount ~~over \$25.00~~ shall first be submitted to the Board of Directors for approval.
5. Unbudgeted amounts over ~~\$200.00~~ \$500.00 shall first be submitted to the Board of Directors for approval, ~~and~~ THEN shall be voted upon by the general membership.

Section 5. AUDITING

1. The Board of Directors shall provide for ~~such~~ AN audit and control of its funds as ~~are~~ necessary for the safekeeping and complete accounting OF THE GUILD'S MONETARY RESOURCES.

ARTICLE VI- NOMINATIONS AND ELECTIONS

Section 1. ~~The Vice President shall assume the office of President following their term as Vice President.~~ THE PRESIDENT SHALL APPOINT A NOMINATING COMMITTEE CONSISTING OF A MINIMUM OF THREE (3) MEMBERS TO INCLUDE AT LEAST ONE (1) MEMBER AT LARGE.

- A. THIS COMMITTEE IS APPROVED BY A MAJORITY VOTE OF THE BOARD OF DIRECTORS.
- B. THE NOMINATING COMMITTEE WILL CHOOSE A CHAIRPERSON.

Section 2. At the June ~~membership~~ BOARD meeting, THE NOMINATING COMMITTEE SHALL PRESENT the PROPOSED ~~nominated~~ slate of officers ~~shall be presented~~ FOR APPROVAL ~~membership.~~

- A. At THE FOLLOWING GENERAL MEETING THE SLATE WILL BE PRESENTED TO THE MEMBERS WHERE ~~this time~~ ADDITIONAL nominations may be made from the floor. VERBAL OR WRITTEN consent IS REQUIRED ~~of each candidate must be obtained~~ before the name is placed in nomination.

- B. The final SLATE OF OFFICERS ~~nominees~~ will be published in ~~all~~ the AUGUST newsletter ~~until final approval by the members.~~
- C. At the August GENERAL meeting, approval of the final SLATE OF OFFICERS ~~nominees~~ shall be by a majority vote of the members present at a duly constituted meeting.

Section 3. The officers-elect shall be installed at the August meeting and ASSUME THEIR duties ~~assumed~~ as of September 1.

Section 4. TERMS OF OFFICE

- A. THE ELECTED OFFICERS term of office shall be for one year, from September 1 to August 31.
- B. Officers may be re-elected for one additional consecutive term.
- C. No member may hold more than one elected office at a time.
- D. No member may serve more than two consecutive terms in the same elected office.

Section 4. A vacancy in any office, with the exception of President, shall be filled by a majority vote of members present at a duly constituted Board of Directors meeting.

- A. In case of a vacancy of the Presidency, the Board of Directors shall appoint the 1st Vice President, ~~in succession~~, to fill the unexpired term.
- B. All of the officers so chosen shall serve the unexpired term of office only, but may be elected for another term.

ARTICLE VII – STANDING COMMITTEES

SECTION 1. ~~There shall be such~~ Standing Committees ~~as are necessary for the~~ ARE FORMED FOR THE PURPOSE OF conducting ~~of~~ the business AFFAIRS AND ACTIVITIES ~~progress~~ of the Guild.

SECTION 2. STANDING COMMITTEE CHAIRPERSONS ARE APPOINTED BY AND SERVE AT THE PLEASURE OF THE PRESIDENT.

SECTION 3. THE STANDING COMMITTEE CHAIRPERSONS CONSIDERED MEMBERS OF THE BOARD OF DIRECTORS ARE DESIGNATED IN THE POLICIES AND PROCEDURES. ~~and each chairperson shall serve for not more than two consecutive years of the same committee. All chairpersons of a Standing Committee shall be voting members of the Board of Directors and serve at the pleasure of the President.~~

ARTICLE VIII – MEETINGS AND QUORUMS

Section 1. Unless otherwise ordered by the membership or by the Board of Directors, the regular meetings of this organization shall be held monthly. ~~from September through August. and shall be called herein membership meetings.~~

SECTION 2. THE MONTHLY NEWSLETTER SHALL PROVIDE MEMBERS WITH THE DATE, TIME, LOCATION AND ANY PLANNED ACTIONS OF BUSINESS REQUIRING MEMBERSHIP APPROVAL AT THE UPCOMING GENERAL MEETING.

SECTION 3. ANY CHANGE OF THE GENERAL MEETING’S DATE, TIME, LOCATION OR PLANNED BUSINESS ACTIONS WILL BE PROVIDED TO MEMBERS AS SOON AS POSSIBLE PRIOR TO THE MEETING.

Section 4. The meetings of the Board of Directors shall be held monthly OR AS DIRECTED BY THE PRESIDENT. ~~at the call of the President.~~

- A. ANY MEMBER OF THE SJVQG MAY ATTEND A BOARD OF DIRECTORS MEETING.
- B. ALL ACTIONS OF BUSINESS WILL BE DOCUMENTED AND REPORTED THROUGH THE NEWSLETTER AS NEEDED.

Section 5. Special BOARD OR GENERAL meetings can be called by the President as deemed necessary.

Section 6. QUORUMS

- A. To transact business, the quorum for a Board of Directors meeting shall consist of at least one-half of the members of the Board of Directors.
- B. To transact business, the quorum for a SJVQG GENERAL ~~membership~~ meeting shall consist of at least one-third of the regular members in good standing ATTENDING THE MEETING.
- C. ONCE A QUORUM IS ESTABLISHED, (ALSO KNOWN AS A “DULY CONSTITUTED” MEETING), A MAJORITY VOTE IS REQUIRED TO TAKE ACTION ON ISSUES BEFORE THE BOARD OR SJVQG.

SECTION 7. NO VOTING PROXIES WILL BE ALLOWED.

ARTICLE IX – AMENDMENTS/RESTATEMENTS

SECTION 1. THE BYLAWS ARE TO BE REVIEWED EVERY OTHER YEAR AND AMENDED/RESTATED AS NECESSARY.

- A. ANY BYLAWS REVISIONS WILL BE APPROVED BY A MAJORITY VOTE OF THE MEMBERS PRESENT AT A DULY CONSTITUTED BOARD OF DIRECTORS MEETING.
- B. ONCE APPROVED BY THE BOARD, THE REVISIONS WILL BE PUBLISHED IN THE NEWSLETTER BEFORE THE GENERAL MEETING AT WHICH THE VOTE WILL OCCUR.
- C. A MAJORITY VOTE OF MEMBERS AT A DULY CONSTITUTED GENERAL MEETING IS REQUIRED TO APPROVE ANY BYLAW CHANGES.

~~Procedure for amendment of these By laws depends on whether the change will affect the guild at large. In all cases, these By laws shall be amended upon passage by a majority vote of the members present at a duly constituted Board of Directors meeting, then published in the newsletter before the membership meeting at which the change will occur. If the change will affect the guild at large, then a vote shall require two-thirds vote of the members present at a duly constituted membership meeting.—~~

ARTICLE X– INDEMNIFICATIONS

SECTION 1. To the extent permitted by law, every person who is or was an officer OR committee member ~~or employee~~ of the Guild shall have the right to be indemnified by the Guild, IF THEY WERE DETERMINED TO BE OPERATING WITHIN THE PARAMETERS OF THEIR ASSIGNED DUTIES AT THE TIME. THIS PROTECTS against all reasonable action, suit or proceeding in which he/she may become involved ~~as a party or otherwise~~ by reason of his/her being or having been an officer OR committee member ~~or employee~~ of the Guild.

ARTICLE XI– OTHER PROVISIONS AND DEFINITIONS

SECTION 1. INSPECTION OF ARTICLES AND BYLAWS

- A. THE SJVQG SECRETARY SHALL KEEP THE ORIGINAL OR A COPY, IF THE ORIGINAL DOES NOT EXIST, OF THE ARTICLES OF INCORPORATION AND BYLAWS, AS AMENDED TO DATE.
- B. THE ARTICLES AND BYLAWS SHALL BE OPEN TO INSPECTION BY THE BOARD, ALL MEMBERS AND OTHER SUCH PERSONS AS REQUIRED BY LAW, AT REASONABLE TIMES.

SECTION 2. CONFLICT OF INTEREST

- A. MEMBERS OF THE BOARD OF DIRECTORS OR COMMITTEE CHAIRPERSONS CANNOT PRIVATELY BENEFIT FROM DOING BUSINESS WITH THE GUILD.
- B. REFER TO THE CONFLICT OF INTEREST POLICY AND FORM.

SECTION 3. RETENTION OF SJVQG RECORDS

- A. THE SJVQG SHALL KEEP ADEQUATE AND CORRECT BOOKS AND ACCOUNTS, WRITTEN MINUTES OF THE PROCEEDINGS OF THE SJVQG AND BOARD MEETINGS AND A WRITTEN RECORD OF EACH MEMBER’S NAME, ADDRESS, EMAIL AND TYPE OF MEMBERSHIP.
- B. AN ARCHIVE OF RECORDS SHALL BE KEPT IN ACCORDANCE WITH THE “DOCUMENT RETENTION” POLICY

SECTION 4. WHISTLEBLOWER POLICY

- A. IF ANY MEMBER reasonably believes that some policy, practice, or activity of the SJVQG is in violation of THE law, a written complaint may be filed by that person with the President.
- B. THE SJVQG will not retaliate against THE MEMBER who, in good faith, has raised a complaint against THE ORGANIZATION.
- C. REFER TO THE WHISTLEBLOWER POLICY AND FORM.

ARTICLE XII– CYBER SECURITY

SECTION 1. EMAIL ACCOUNTS

- A. ELECTED OFFICERS WILL BE GIVEN ACCESS TO AN EMAIL ACCOUNT AT THE BEGINNING OF THEIR TERM.
- B. OFFICERS ARE TO CHANGE THE ACCOUNT PASSWORD AS SOON AS POSSIBLE AFTER TAKING OFFICE.
- C. ANY SUSPICIOUS ACTIVITY ON THE ACCOUNT SHOULD IMMEDIATELY BE REPORTED TO THE PRESIDENT AND WEBMASTER.
- D. THE OFFICER’S EMAIL ACCOUNT IS TO BE USED FOR AUTHORIZED GUILD BUSINESS ONLY.

SECTION 2. THE PASSWORD FOR ZOOM MEETINGS SHALL BE PROVIDED TO MEMBERS VIA THE NEWSLETTER AND EMAIL.

SECTION 3. THE PASSWORD FOR THE MEMBER'S ONLY PORTION OF THE WEBSITE WILL BE CHANGED ANNUALLY AND PROVIDED TO MEMBERS VIA THE NEWSLETTER AND EMAIL.

ARTICLE XIII– DISSOLUTION

Upon dissolution ~~or winding up~~ of THE SJVQG ~~the organization~~, ~~it's the~~ assets remaining after payment, or provision for payment, of all debts and liabilities ~~of this organization~~ shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501 (c)(3) of the Internal Revenue Service Code.

CERTIFICATION OF THE SECRETARY

I certify that I am a duly elected and acting Secretary of the SJVQG, a California nonprofit mutual benefit corporation, that the above Bylaws, consisting of nine pages, are the Bylaws of this corporation as restated by the SJVQG on _____2022, and that have not been amended or modified since that date. _____.

SAN JOAQUIN VALLEY QUILTERS' GUILD, INC.

POLICIES AND PROCEDURES

As approved by the San Joaquin Valley Quilt Guild (SJVQG) Board of Directors
on _____, 2022.

POLICIES AND PROCEDURES CONTAIN THE SPECIFIC DETAILS OF HOW SJVQG FUNCTIONS. They should be reviewed EVERY OTHER YEAR ~~annually~~ by the Bylaws Committee AND changes ~~should be~~ presented to the Board of Directors at ~~the September Board meeting~~. FOR APPROVAL. Since they are not a part of the Bylaws or Articles of Incorporation, but merely guidelines for the current Board of Directors, revisions do not require a membership vote, UNLESS OTHERWISE SPECIFIED IN THE BYLAWS.

ARTICLE I. Meetings:

- a. GENERAL ~~Membership~~ meetings shall be held the second Thursday of the month and shall start ~~promptly~~ at 7:00 PM, UNLESS ANOTHER DATE/TIME/LOCATION IS DESIGNATED IN THE NOTICE OF THE MEETING.
- b. Children: As a courtesy to new mothers, infants ~~up to the age of 6 months~~ will be welcome at Guild meetings. No children under the age of 16 should be brought to meetings, UNLESS OTHER ARRANGEMENTS HAVE BEEN MADE PRIOR TO THE MEETING.

ARTICLE 2. Dues:

- A. Dues of the Guild shall be \$35.00 per year. ~~New members may join at any time of the year at the current rate as set by the Board of Directors.~~
 - a. DUES FOR JUNIOR MEMBERS, UNDER 18 (NON-VOTING) ARE \$15 PER YEAR
- B. Membership dues shall be payable for the fiscal year beginning September 1 to August 31 and shall not be refundable.
- C. Names of members whose dues have not been paid by November 1 shall be REMOVED ~~dropped~~ from the roster and electronic membership list.
- D. New members only (not having been a member for the last two (2) years,) joining in the months of February, March, April or May, may join for one-half the annual dues.
- E. Members joining in June, July or August will pay the full AMOUNT OF THE ANNUAL dues which will include membership for the upcoming year.
- F. The current President is exempt from paying dues during their term of office.

ARTICLE 3. Guests and Guest Fees:

- A. Guests shall be requested to sign in at the door MEMBERSHIP TABLE
- ~~B. AFTER THE FIRST TWO VISITS, GUESTS WILL PAY A \$5.00 FEE PER VISIT. We welcome newcomers with waived guest fees for the first two visits. On the third and subsequent guest visits, there shall be a \$5.00 fee collected by the Membership chairman, in coordination with the Greeters. It is suggested that a list be posted at the Greeters' table with a welcoming heading and the name of each past visitor with the dates of their previous visits to facilitate guests and officers understanding this policy.~~

ARTICLE 4. Newsletter Advertising-Charges FEES

- A. NEWSLETTER ADVERTISEMENTS FOR CURRENT SJVQG MEMBERS WILL BE COMPLIMENTARY (NO FEES).
 - a. THE SIZE OF THE AD WILL BE DETERMINED IN COORDINATION WITH THE NEWSLETTER EDITOR BASED ON AVAILABLE SPACE IN THE NEWSLETTER.
- B. NEWSLETTER ADVERTISEMENTS FOR NON-MEMBERS WILL BE CHARGED A FEE ACCORDING TO THE TABLE BELOW.
- C. THE TOPIC OR BUSINESS BEING ADVERTISED MUST BE DEEMED APPROPRIATE FOR PUBLICATION BASED ON COMPATIBIITY WITH THE GUILD'S PURPOSE.

NON-MEMBER NEWSLETTER ADVERTISING RATES

	Per Issue	Three Months	Six Months	Annually
Business Card	\$8.00	\$20.00	\$30.00	\$50.00
Quarter Page	\$10.00	\$25.00	\$40.00	\$75.00
Half Page	\$12.50	\$30.00	\$50.00	\$90.00
Full Page	\$15.00	\$40.00	\$70.00	\$120.00

ARTICLE 5. Workshops

- A. IN THIS DOCUMENT, THE TERM "WORKSHOP" SHALL ENCOMPASS WORKSHOPS, RETREATS AND EDUCATIONAL SEMINARS.
- B. ALL WORKSHOPS WILL BE APPROVED BY THE BOARD IN COORDINATION WITH THE PROGRAM CHAIRPERSON AND THE TREASURER. ANY FINANCIAL ITEMS WILL BE SUPERVISED BY THE SAME.
- C. A fee shall be charged for workshops. Non-members shall be charged \$15.00 more than paid members.
- D. Spaces may be reserved by paying the fee in full.
- E. SJVQG members have priority over non-members.
- F. ~~Members will be notified of upcoming workshops as much as a year in advance.~~
- G. ~~If non-members reserve space in workshops 60 days prior to workshop, they may not be bumped.~~
- H. In the event of cancellations, open spots will be filled from the waiting list on a first come, first served basis.
- I. IF A SJVQG MEMBER HAS PAID THE FULL FEE AND CANCELS AT ANY TIME prior to date of workshop, THE FOLLOWING GOES INTO EFFECT:
 - 1. If a workshop is full after a member cancels, the member gets a full refund.
 - 2. If the workshop is not full, and there is no waiting list, no refund shall be given, but a member may find their own substitute. (This is the only time a member may do so, as their spot would normally go to the next person on the waiting list.)
- J. ~~Workshops with local people and Guild members who are qualified and are willing to teach, shall be considered. These persons shall be paid \$20.00 per hour. Visiting teachers shall be paid their customary fee as stated in their contract. Guild members who present programs at membership meetings shall be paid \$100.00.~~

~~The hostess for visiting teachers will be entitled to free classes from the guest teacher and dinner provided by the Guild.~~

ARTICLE 6. TEACHERS/SPEAKERS

- A. Visiting teachers shall be paid their customary fee as stated in their contract.
- B. Guild members who present programs at general meetings shall be ~~paid~~ ENTITLED TO A \$100.00 STIPEND.

ARTICLE 7. PROCEDURE MANUALS

- A. EACH OFFICER AND COMMITTEE CHAIRPERSON IS RESPONSIBLE FOR MAINTAINING A PROCEDURE MANUAL AND/OR JOB DESCRIPTION FOR THEIR POSITIONS AND ALL OTHER OFFICIAL RECORDS AS STATED IN THE BYLAWS OR POLICIES AND PROCEDURES.
- B. THIS DOCUMENTATION AND THE SUPPLIES PERTAINING TO THE OFFICE/COMMITTEE WILL BE RELINQUISHED TO THEIR SUCCESSOR ON OR BEFORE THE BEGINNING OF THE NEW TERM OF OFFICE.
- C. IF A PROCEDURE MANUAL IS NOT REQUIRED FOR THE ASSIGNMENT, THE COMMITTEE CHAIRPERSON IS RESPONSIBLE FOR UPDATING THEIR COMMITTEE JOB DESCRIPTION IN THE POLICIES AND PROCEDURES.

ARTICLE 8. Equipment and Property:

- A. Any equipment owned by the Guild shall not be loaned or rented to members, other organizations, or the general public without approval of the Board.

ARTICLE 9. Announcements:

- A. Announcements may be made during a general membership meeting provided the President has been contacted in advance and given approval for a place on the agenda.

ARTICLE 10. INSURANCE

- A. THE GUILD WILL MAINTAIN A GENERAL LIABILITY INSURANCE POLICY THAT HAS BEEN APPROVED BY THE BOARD.
- B. FOR ANY GUILD SPONSORED EVENT OR ACTIVITY TAKING PLACE OUTSIDE OF THE USUAL GENERAL MEETING LOCATION, AN INSURANCE WAIVER MUST BE OBTAINED.
- C. THE CHAIRPERSON OR COMMITTEE PLANNING THE EVENT SHALL CONTACT THE TREASURER WHO WILL SEND THE APPROPRIATE INFORMATION TO THE INSURANCE COMPANY TO OBTAIN THE WAIVER.

ARTICLE 11. DUTIES AND GENERAL DESCRIPTIONS OF EXECUTIVE/ELECTED OFFICERS

NOTE: Any elected officer OR BOARD IDENTIFIED STANDING COMMITTEE CHAIRPERSON SHALL ATTEND BOARD MEETINGS. ~~or standing committee CHAIRPERSON absent from Board meetings three times, not having been excused by the President, shall be requested to submit their resignation from office.~~

A. President:

- 1. Shall preside at membership, executive and Board of Directors ALL GUILD meetings.
- 2. Shall ensure that the Bylaws of the San Joaquin Valley Quilters' Guild, Inc. are observed and acted upon appropriately.
- 3. Shall appoint chairpersons of all Standing Committees and shall be ex-officio member of same except the nominating committee.
- 4. Shall approve and countersign all checks, except that in his/her absence the Vice President and/or Secretary shall countersign.
- 5. Shall be a non-voting member except to cast the deciding vote in case of a tie at all meetings.
- 6. SHALL SIGN ALL CONTRACTS INVOLVING THE GUILD, EXCEPT FOR SPEAKER OR WORKSHOP CONTRACTS, WHICH MAY BE SIGNED BY THE PROGRAM CHAIRPERSON
- 7. SUBMITS PRESIDENT'S MESSAGE TO THE NEWSLETTER EDITOR MONTHLY.
- 8. REVIEWS AND APPROVES THE MONTHLY NEWSLETTER.

B. 1st Vice President:

1. Shall assist the President.
2. Shall preside at ~~membership, executive, and Board of Directors~~ ALL GUILD meetings, in the absence of the President.
3. Shall review the copy of the bank statement monthly and forward the reviewed copy to the Secretary for document retention.
4. SHALL ACT AS PARLIAMENTARIAN AT BOARD AND GENERAL MEETINGS BY ADVISING THE PRESIDENT ON MATTERS OF PARLIAMENTARY PROCEDURES, IN THE MANNER OF ROBERT'S RULES OF ORDER AND THE GUILD'S BYLAWS.

C.2nd Vice President/Programs

1. Responsible for researching, planning and contracting educational presentations and workshops at general meetings and scheduled Guild events.
2. Presents a tentative schedule for the year to the Board for discussion.
3. Finds a meeting place, if required, for lectures (other than the general meetings) and workshops.
4. Negotiates and signs contracts with speakers and workshop teachers within the Program's budget.
5. Ensures speakers complete Form W-9, AS NEEDED, and return to the treasurer.
6. Makes arrangements for any necessary audio visual or other equipment as requested by the speaker
7. Secures travel, lodging and/or meals for guest speakers as needed.
8. Coordinates payment for the speakers WITH THE TREASURER.
9. SUBMITS PROGRAM INFORMATION TO THE NEWSLETTER EDITOR.

D. Secretary:

1. Shall keep true and accurate records of all proceedings of the Board of Directors and membership meetings to include quorums and votes and shall forward to the President within ten days of such meetings a copy of all minutes.
2. Shall maintain the official correspondence of the Guild.
3. Shall keep a copy of THE CURRENT Bylaws and Policies and Procedures in a permanent file. ~~and the annual reports of the Executive and Standing Committee and a copy of all these available at every meeting.~~
4. Shall comply with ~~all document~~ THE DOCUMENT RETENTION policy.
5. Shall keep a current list of members of the Guild, the Board of Directors, and of the Standing Committees and chairpersons.
6. MAINTAIN SIGNED COPIES OF CONFLICT OF INTEREST FORMS.

E. Treasurer:

1. Shall receive and safely keep all Guild dues and deposits in the Guild bank account.

2. Shall countersign all checks and/or other instruments requiring his/her signature, after proper support for such expense is presented and reviewed.
3. Shall keep full and accurate accounts of the receipts and disbursements of the Guild.
4. On a monthly basis, present to the Board of Directors the income and expenses for the preceding period and fiscal year to date.
5. Shall renew licenses, permits, insurance, etc., for the Guild.
6. Shall be ex-officio member of every committee charged with the receiving or paying of monies in connection with the business affairs of the Guild.
7. Shall receive and preserve quarterly financial reports and other financial reports from specific committees as determined by the Board of Directors. Report format is to be provided by the Treasurer.
8. Shall be responsible as outgoing Treasurer to collect dues at the installation meeting in cooperation with the newly elected Treasurer and Membership Chairperson.
9. SHALL ACT AS CHAIRPERSON OF THE BUDGET COMMITTEE.
10. Shall submit by ~~September 1~~, OCTOBER 1, a complete statement of accounts for the past year as of August 31 to the incoming Board of Directors.
11. Shall provide vouchers to members ~~who are~~ requesting reimbursement from the Guild.
 - a. No one will be paid without a completed voucher and a receipt from the original vendor attached. ~~If you are due money from the guild, present your voucher with receipt to the Treasurer before the membership meeting, at the Board meeting or by pre-arrangement.~~
12. ON A MONTHLY BASIS, provide a copy of the bank statement to the 1ST Vice President FOR REVIEW.
13. Shall PREPARE THE GOVERNMENT FORMS (FEDERAL 990, STATE 199, AND RRF-1) OR provide information to the Guild accountant IN A TIMELY MANNER to ensure the filing of IRS forms ~~990-N~~ on or before the deadline, WHICH IS currently January 15 following THE end of the fiscal year, ie., FROM SEPTEMBER 1-AUGUST 31 OF THE PREVIOUS YEAR.
14. Responsible for ensuring speaker's 1099 forms are filed according to IRS regulations.
15. Obtain insurance waivers as requested.
16. SUBMITS APPROVED TREASURER REPORTS TO THE NEWSLETTER EDITOR.

ARTICLE 12 - DUTIES AND GENERAL DESCRIPTIONS OF THE STANDING COMMITTEES/CHAIRPERSON ROLES

A. General information regarding standing committees

1. Board meeting attendance is voluntary for all Committee Chairpersons unless designated by ** below.

2. Chairpersons shall maintain procedure manuals of their duties and activities and present the manual to the next chairperson.
3. Chairpersons shall select their own co-chairperson AND/or committee members from the general membership as appropriate.
4. Shall participate in the annual budget preparation for their specific area.

B. Block of the Month(BOM):

1. Responsible for planning monthly quilt blocks for members to complete.
2. Prepare instructions for block construction and submit for emailing to members.
3. Present examples of completed block at the monthly general meeting.
4. Receive completed blocks from members at the following meeting and incorporate them into a Comfort Quilt.
5. Determine prizes for members who submit completed blocks AND SUBMIT THEIR NAMES FOR THE RANDOM DRAWING..
6. Submit an article to the Newsletter Editor with pictures showing the prior month's completed quilt(s), pictures of the upcoming months' blocks and a picture of the drawing winner.

C.Book and Fabric:

- 1.Responsible for obtaining fabric and/or quilt book donations from the members and/or local fabric stores to be used as raffle prizes at Guild meetings..
2. Sells tickets at the meeting with winners being drawn DURING ~~at the end~~ of the meeting.
3. The chairperson of the Committee is responsible for all paperwork and record tracking for accounting purposes and supplying the winners of the raffles' names to the Newsletter chairperson to BE included in the monthly newsletter.

D.Budget Committee:

1. Responsible for ANNUALLY drafting a budget for the upcoming fiscal year.
2. OBTAINS INPUT FROM THE BOARD AND COMMITTEE CHAIRPERSONS REGARDING ANTICIPATED FUNDING IS REQUIRED for THE UPCOMING YEAR.
3. TABULATES THE MONEY SPENT DURING THE PAST FISCAL YEAR ALONG WITH CHANGES IN INCOME, INCREASES/DECREASES IN EXPENDITURES, COMMUNITY SERVICE ACTIVITIES, AND/OR SPECIAL PROJECTS ARE ALL CONSIDERED WHEN DRAFTING THE NEW BUDGET.

E. Bylaws Committee:

1. Responsible for reviewing the Bylaws and Policies & Procedures and making recommendations for needed revisions.
2. Present any changes/revisions to the Board of Directors for approval.
3. Prepare documents explaining the changes for presentation to the Board and members, as appropriate.

F. Comfort Quilts Committee:

1. Responsible for collecting completed quilt tops and quilts for distribution to local organizations approved by the Board.
2. The chairperson arranges for batting and other supplies as needed for completing quilts.
3. SUBMITS A MONTHLY ARTICLE ON COMFORT QUILT ACTIVITY TO THE NEWSLETTER EDITOR.

G. Greeters:

1. Responsible for greeting members and visitors at the monthly Guild meetings
2. Have members and visitors sign-in sheets.
3. Coordinate fun membership activities three to four times a year usually

ASSOCIATED ~~correlating~~ with a holiday.

H. Guild Challenge Committee:

1. Responsible for developing plans that serve as creative challenges for the Guild members.
2. Present proposed plan and prizes to the Board for approval.
3. Draft project instructions, rules, time period for the event and prizes for distribution to the Guild members.

I. Hospitality:

1. Responsible for setting out food items members bring to the monthly meetings and preparing a drink station with coffee, tea and water.
2. Maintain an adequate inventory of supplies necessary to serve the food and provide the drink items, requesting pre-budgeted money from the Treasurer as needed.
3. MAINTAIN THE HOSPITALITY STORAGE CABINET IN A CLEAN AND ORDERLY MANNER, TO INCLUDE DISCARDING OUTDATED FOOD ITEMS.
4. Clean up the food and drink station after each meeting.

Librarian:-

- ~~1. Responsible for displaying and selling books and magazines members bring to meetings.~~
- ~~2. Magazines are sold for .25 each or 5 for \$1.00. Books are sold for \$1.00 each.~~
- ~~3. At the end of the meeting submits all money collected to the Treasurer.~~
- ~~4. Any books/magazines left at the end of the meeting will be discarded.~~

J. ** Membership Chairperson:

1. Responsible for maintaining the membership database which includes adding new members, updating addresses, phone numbers and e-mail addresses.
2. Prepares and distributes the Membership Directory, Addendum and Membership Cards.
3. Sets up the membership tables with brochures, business cards, newsletters and quilt show advertisements.
4. Collects membership dues and guest fees.

5. Sets out the visitor sign-in book.
6. Maintains a current and accurate membership roster, sending updates to the Webmaster and Secretary.
7. Keeps records of the receipts given to members.
8. Prepares the deposit voucher and submits received revenue from dues and fees to the Treasurer.
9. Monthly, submits to the newsletter editor an article which includes member birthdays and new member's names.
10. Prepares sign-in sheets for the greeters to utilize at meetings.
11. Maintains copies of the Guild By-laws and Policies at meetings to be available upon request.
12. Shall maintain a list of guests at general meetings with the dates of their visitation and prepare a sign-in sheet with this list to facilitate determination of 2 COMPLIMENTARY ~~free~~ visits and the ~~charging of~~ guest fee ASSESSMENT on subsequent visits.

K. ** Newsletter Editor:

1. Responsible for preparing a monthly newsletter from articles submitted by Board, Committees and other guild members.
2. Maintains a file of PRIOR newsletters on Google Docs..
3. Submits via email the completed newsletter to the President for review and approval.
4. Once approved the newsletter is submitted to the webmaster for posting on the Guild website and distribution to the members with email addresses.
5. Receives advertisements for the newsletter from members, non-members, local businesses, etc.
6. Submits any payments received to the Treasurer.
7. NOTE: There shall be no personal letters or comments printed in the newsletter without prior approval from the Board of Directors.

L. Nominating Committee:

1. Responsible for finding nominees to run for Guild elected officers.
2. Communicates with Guild members to identify nominees.
3. Presents the slate of nominees to the Board and Guild membership for approval.

M. ** Opportunity Quilt Chairperson:

1. Responsible for the sales and fund raising for the Guild's main fundraising effort, the Opportunity Quilt.
2. Coordinates the Opportunity Quilt ticket sales at the general meetings, Fresno Fair, other local Guild meetings and other sales venues.
3. STORES ~~Keeps~~ the opportunity quilt, quilt stand, tickets, etc. SO THEY ARE ~~to be~~ available for events throughout the year.
4. Coordinates and schedules volunteers to attend events to promote sales of the opportunity quilt TICKETS.
5. Maintains an accounting of funds received and number of tickets sold.

6. Submits revenue from tickets sold to the Treasurer.

N. President's Quilt Committee:

1. Responsible FOR CHOOSING ~~to choose~~ a quilt or other quilt-related project for the outgoing Guild President.
2. Meets with the President to determine what type of quilt project is of interest.
3. Recruits interested Guild members to assist with the project.
4. Presents the completed quilt to the President at the end of his/her term during a Guild meeting.

O. Publicity:

1. Responsible for promoting the Guild and Guild events, such as through media outlets, quilt shops or any other appropriate source.
2. Creates flyers for posting on Facebook, in local quilt shops, the Guild Website, the Northern & Southern California Quilt Guild websites as well as distribution to Guild members.
3. Contacts businesses interested in advertising in the monthly Newsletter.

P. ** Quilt Show

1. Responsible for planning a quilt show for the public to view quilts from our members and quilters from the surrounding area.
2. Prepares the budget, finds a location, and selects a date for the show.
3. Presents the plan to the Board for approval.
4. Selects sub-committee chairpersons, such as finance, ticket sales, volunteers, advertising, vendors, raffles, food, etc.
5. ORGANIZE AND REQUEST QUILTS FOR DISPLAY.

Q. Quilt Retreat Committee:

1. Responsible for planning quilting and/or sewing retreats.
2. Prepares a budget for Board approval.
3. Finds locations that can handle all the sewing requirements like tables, chairs, electrical, lighting, fun prizes, activities and sewing supplies as approved by the Board.
4. Communicates retreat information to Guild members.
5. Maintains records of income/expenses for the retreat.

R. Quilts of Valor Committee:

1. Responsible for planning, creating and presenting quilts to our local veterans.
2. Requests Guild members to nominate Quilt of Valor recipients.
3. Organizes the Veterans Ceremony, prepares the program, contacts volunteers to make quilts, organizes the ceremony presentations, arranges for refreshments, prepares the set up for the location, sends invitations to the recipients as well as their guests to attend the ceremony.

S. Scholarship/Grants:

1. Responsible for selecting local recipients for Guild scholarships and/or grants.
2. Develops scholarship/grant criteria and application forms.
3. Submits the criteria and forms to the Board for approval.
4. Reviews the submitted application forms, selects final recipient(s) and submits to the Board for final approval.

T. Stash Coordinator:

1. Responsible for assisting the Comfort Quilts Coordinator in cleaning and organizing fabric, notions and other quilt items that are donated to the guild.
2. Assists in the preparation of ready to go kits and materials for comfort quilts, pillowcases, special holiday quilts and other identified committee needs.

U. Studio Tour:

1. Responsible for coordinating tours of guild members quilting sewing rooms.
2. Contacts interested members, schedules tour dates, creates tickets/passes, solicits local business support, etc.

V. Sunshine coordinator:

1. Responsible for sending cards to members who are going through a tough time due to illness, family death or other serious challenges.
2. Notified by the Board, committee chairperson or Guild member of who to send a card to and the reason for the correspondence.
3. Submit a voucher and receipts to the treasurer for reimbursement of expenses.
4. NOTE: Individuals or groups of members may, at their own expense, send food, flowers, or any other remembrances, but not in the name of the Guild. Other than cards, the Guild will not be responsible for, or reimburse any unauthorized purchase of flowers, cards, etc.

W. Trip Coordinator:

1. Responsible for planning and arranging trips for the Guild to out of town quilt shows, shop hops, etc.
2. Requests information from Guild members regarding what trips are of interest.
3. Arranges for transportation to/from, stops along the way, overnight accommodations, if needed.
4. Calculates the cost per person and present to the Board for approval.
5. Prepares flyers with trip information in coordination with the Publicity Chairperson.
6. Plans games, snacks and other activities during travel time.
7. Collects fees for the trip and works with the treasurer for payment of the related trip expenses.
8. Maintains accurate accounting of expenses to include original receipts and delivers the final report to the Treasurer within 30 days after each trip.

X. ** Webmaster:

1. MAINTAINS GUILD WEBSITE, EMAIL PLATFORM, SOCIAL MEDIA POSTS AND WEB HOSTING ACCOUNTS.
2. FACIILITATES COMMUNICATION FOR THE GUILD VIA EMAIL, SOCIAL MEDIA POSTS AND WEBSITE CALENDAR UPDATES.
3. SUPPORTS THE COLLECTION OF CONTENT FOR SOCIAL MEDIA POSTS.
4. COORDINATES THE ELECTRONIC DISSEMINATION OF THE MONTHLY NEWSLETTER AND OTHER GUILD COMMUNICATIONS AS NEEDED.
- ~~5. Responsible for all website maintenance, updates and communications for the guild.~~
- ~~6. Responsible for the guilds' social media accounts, taking and posting pictures during each month's program and keeping members informed of upcoming events.~~
- ~~7. Distributes the monthly newsletter to members with email addresses.~~

Article 13. Reference Policies: provided upon request.

- A. Conflict of Interest Policy
- B. Document Retention Policy
- C. Whistleblower Policy