

## **COTTON PATCH QUILT GUILD**

The guild was formed in February 1991 to preserve the heritage of quilting, promote the knowledge and understanding of all aspects of quilting, provide opportunities for continuing education among those interested in quilting and to provide service to the community. The guild meets on the fourth Thursday of each month (third Thursday in November and December) at Kavanaugh United Methodist Church, 2516 Park St., Greenville, Texas at 6:30 p.m. Visitors are welcome.

Our monthly meetings offer guest speakers, trunk shows, new techniques with demonstrations, and great fellowship. A newsletter is published each month; workshops are offered throughout the year; donation quilts are made for charitable organizations.

## **FRIENDSHIP GROUPS**

Both day and night time quilt circles meet, allowing members to quilt with a group and at a time that fits into personal schedules. Circle meetings are in addition to the monthly guild meeting.

Cotton Belles quilt circle meets the first Monday of each month in members' homes from 10:00 a.m. to 2:00 p.m. Contact Sue Miller at 903-776-2910.

Cotton Strippers quilt circle meets the second Thursday of each month at Kavanaugh United Methodist Church at 6:30 p.m. Contact Jane Martyn at 903-454-7357.

Cotton Blossoms quilt circle meets the first and third Monday of each month at First Presbyterian Church, 1216 Monroe St., Commerce, Texas at 3:00pm. Contact Margie Hendrix at 903-886-7322.

# **BYLAWS OF THE COTTON PATCH QUILT GUILD, INC.**

## **ARTICLE I - NAME**

1.01 The name of this corporation shall be the Cotton Patch Quilt Guild, Inc., dba Cotton Patch Quilt Guild (the "Guild").

## **ARTICLE II - PURPOSE**

2.01 The Guild is organized and will be operated exclusively for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision or provisions of any subsequent United States revenue law.

2.02 The purpose of this Guild shall be: (a) to preserve the heritage of quilting, (b) to promote the knowledge and understanding of all aspects of quilting, (c) to provide opportunities for continuing education among those interested in the art of quilting, and (d) community service.

## **ARTICLE III - ORGANIZATION LIMIT**

3.01 No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions to further the purposes set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any of the provisions of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this corporation.

## **ARTICLE IV - MEMBERS**

4.01 Any person shall be declared a member of the Guild upon payment of the annual dues.

4.02 A junior membership is available to anyone 15 years of age or under if their parent or guardian is also a member of the Guild. Membership fee is 50% of the regular fee. A junior member must be accompanied to the meeting by the senior member. Only one newsletter will be sent per family and the junior member will have no voting rights. Any junior member will always have the option of conversion to full membership (with all rights) if desired.

4.03 Each member present at a meeting is entitled to one vote on each matter submitted to a vote.

4.04 Any person may attend two meetings per year as a guest; further attendance requires payment of dues.

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- 4.05 The amount of annual dues shall be determined by a recommendation of the executive board, subject to a vote of the members at a regular meeting.
- 4.06 Fiscal year begins January 1. Dues of returning Guild members must be paid by the February Guild meeting.
- 4.07 Members whose dues are not paid by the February Guild meeting shall be automatically dropped from membership.
- 4.08 Membership in the Guild is not transferable or assignable. Dues are not refundable.

### **ARTICLE V - MEETINGS**

- 5.01 Regular meetings of the members of the Guild shall be held each month unless otherwise ordered by the Guild or by the executive board, for the purpose of transacting any business which may properly come before the meeting. Such meetings shall be at the place and time designated by the Guild president, executive board or by majority vote of the Guild members present at the preceding regular meeting.
- 5.02 The Guild meeting in January shall be known as the annual meeting and shall be for the purpose of installing officers, distributing annual reports of officers and committees, and for any other business that may arise.
- 5.03 Special meetings may be called by the president, the executive board, or by written request of at least twenty-five percent of the voting members of the Guild. The purpose of the meeting shall be stated in the request. Except in cases of emergency, at least three days notice shall be given.
- 5.04 The president, the executive board or Guild members calling any special meeting may designate any location as the place for a special meeting.
- 5.05 A quorum shall be 10 percent of the voting members as determined by the Corresponding/Membership Secretary. If a quorum is not present at any meeting of members, no business shall be conducted except that a majority of the members present may adjourn the meeting. A majority vote of the members in attendance at the meeting shall rule unless otherwise noted in the bylaws.
- 5.06 The President votes only to break a tie.

### **ARTICLE VI - OFFICERS**

- 6.01 The elected officers of the Guild shall be President, Vice-President, Recording Secretary, Corresponding/Membership Secretary, Treasurer, Newsletter Editor and Librarian. The Parliamentarian is an appointed officer. These officers comprise the executive board. Officers shall perform the duties prescribed by these bylaws

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and by the parliamentary authority adopted by the Guild. All officers shall be members of the Guild.

- 6.02 Officers shall receive no compensation for their services.
- 6.03 The nominating committee shall consist of three members and two alternates selected at the September regular meeting. Every effort shall be made that the members of the committee represent each circle and non-circle Guild members. Alternates will attend the committee meeting(s) but do not vote unless a committee member resigns. Members of the nominating committee may accept a nomination but must resign from the committee and be replaced by one of the alternates. The nominating committee shall prepare and present a slate of officers consisting of one or more candidates for each elected office at the October regular meeting with election of officers held at the December meeting. The nominating committee shall submit the slate of officers to the newsletter editor for publication in the December newsletter.
- 6.04 The officers shall be elected by majority vote of members present to serve for one year. Their term of office shall begin January 1. Any officer may be removed by the unanimous vote of the remaining members of the executive board and by a two-thirds vote of the members present at the next regular meeting whenever, in their judgments, the best interests of the Guild would be served.
- 6.05 No member shall be eligible to serve more than two consecutive terms in the same office unless there is a special majority vote taken by the membership. Each case will be handled individually.
- 6.06 Each officer shall submit an annual report to the president at the December meeting, with an additional copy for the recording secretary.
- 6.07 A vacancy in the office of president shall be filled by the vice-president. Vacancies in any office other than the President shall be filled by a majority vote of the Board. An officer elected to fill a vacancy shall be elected for the unexpired term of her/his predecessor.
- 6.08 President - The president shall be the principal executive officer of the Guild and shall in general supervise all of the business and affairs of the Guild. She (she is generic and shall refer to he/she for the sake of brevity) shall preside at all meetings of the members and the executive board. Except for the nominating committee, the president shall serve as an ex-officio member of all committees. She may also sign, in the absence of the treasurer, any checks on the Guild's behalf and, with the recording secretary or any other proper officer of the Guild authorized by the executive board, may sign any bonds, contracts, or other instruments which the membership has authorized to be executed. In addition, the president shall generally perform all duties incidental to the office of the president

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and such other duties as may be prescribed by the executive board from time to time. In particular the president:

1. Establishes the schedule for executive board meetings.
2. Composes board and general meeting agendas.
3. Calls additional meetings (as necessary).
4. May create any temporary committee for a specific purpose, which committee will cease to exist after its specific function is completed.
5. Audits the treasurer's books in December with two volunteer members of the Guild and makes a report to the membership at the next regular meeting.
6. Prepares an annual report.
7. Receives annual reports of all officers and committee chairpersons at the December Guild meeting, with the exception of the treasurer's report, and transfers them to the appropriate incoming officers, with a duplicate copy going to the recording secretary.
8. Submits a monthly letter to the newsletter editor prior to the newsletter deadline.

6.09 Vice-President - In the absence of the president or in the event of her inability or refusal to act, the vice-president shall perform the duties of the president, and when so acting shall have all the powers of and be subject to all corresponding restrictions. The vice-president shall perform such other duties as from time to time may be assigned to her by the president or executive board. The vice-president shall also be responsible for coordinating, arranging and following up on programs and workshops scheduled throughout the fiscal year. In particular, the vice-president:

1. Coordinates advance notice of such programs and workshops with the newsletter editor.
2. May plan programs into the next year.
3. Prepares an annual report to be given to the president at the December meeting.

6.10 Treasurer - The treasurer shall have charge and custody of and be responsible for all funds and securities of the Guild; receive and give receipts for monies to the Guild from any source whatsoever, and deposit all such monies in the name of the Guild in such banks or other depositories as shall be selected in accordance with procedures established by the executive board; in general perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned to her by the president or executive board. In particular, the treasurer:

1. Maintains all financial records ready for audit on request.
2. Provides a financial report and bank statements to be given at each board and general meeting and published in each month's newsletter.
3. Presents Guild books for audit annually in December by the president and two volunteer members of the Guild.
4. Completes in a timely manner all required state and federal forms regarding finances of the Guild, including but not limited to annual Sales and Use Tax form and IRS Form 990-N.

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5. Prepares a full financial report to be presented to the combined executive boards prior to the January Guild meeting and presented to Guild members in written condensed form at the January meeting of the Guild.
6. Furnishes financial information, no later than January 7, for projected budget for next fiscal year.
7. Completes financial records through December 31.
8. Submits proposed budget to the newsletter editor for publication in the January newsletter.

6.11 Recording Secretary - The Recording Secretary shall keep the minutes of the general meetings and meetings of the executive board; give all notices in accordance with the provisions of these bylaws or as required by law; and in general perform all duties incident to the office of the recording secretary and such other duties as from time to time may be assigned to her by the president or by the executive board. In particular, the recording secretary:

1. Serves as custodian of all organizational documents and contracts.
2. Sends the minutes of the general and executive board meetings to the newsletter editor prior to newsletter deadlines.
3. Posts notices of all meetings via the newsletter.
4. Maintains record book(s) in which the bylaws, policies, official annual reports, committee reports and minutes are entered, with any amendments to these documents properly recorded, and to have this information available to the membership.
5. Prepares an annual report to be presented to the president at the December meeting.

6.12 Corresponding/Membership Secretary

1. Conducts all general correspondence of the Guild.
2. Keeps an up-to-date record of Guild members (including names, addresses, phone numbers and areas of interest).
3. Issues membership cards when dues are paid.
4. Maintains a supply of membership forms, cards, Guild pins and information packets including by-laws for new members.
5. Provides the newsletter editor with a complete roster of Guild members by February 28 of each year.
6. Records all Guild members and guests at Guild meetings.
7. Prepares and distributes a directory to each member at the April meeting.
8. Provides the newsletter editor with a monthly list of guests and new Guild members (including name, address, phone number and other pertinent information) as well as updates and/or corrections for existing lists.
9. Keeps the keys to, and maintains the post office box.
10. Collects dues from Guild members and delivers such funds to the treasurer at each general meeting.
11. Prepares an annual report to be presented to the president at the December meeting.

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12. Supervises ad sales for the annual directory.
13. Advises president whether a quorum is present at each meeting.

### **6.13 Newsletter Editor**

1. Publishes the monthly letter from the president.
2. Publishes the minutes of regular Guild and executive board meetings, as provided by the recording secretary.
3. Publishes monthly financial report, as provided by the treasurer.
4. Publishes membership roster revisions and additions in the monthly newsletter, as provided by the corresponding/membership secretary.
5. Publishes a list of new items in the Guild library, as provided by the librarian.
6. Publishes in the December newsletter the slate of officers presented by the nominating committee.
7. Publishes the annual treasurer's report in the January newsletter.
8. Publishes in the January newsletter the proposed Guild budget, as provided by the treasurer.
9. Provides the historian with a copy of each monthly newsletter.
10. Publishes and mails the newsletter to all Guild members seven days prior to the regular monthly meeting.
11. Publishes committee reports, as submitted by committee chairmen.
12. Provides an annual report to the president at the December meeting.

### **6.14 Parliamentarian**

1. Ensures that meetings are conducted according to parliamentary procedure.
2. Certifies voting results.

### **6.15 Librarian**

1. Maintains the Guild library (books, videos, magazines, etc.).
2. Keeps records of Guild library items checked out and/or past due.
3. Collects donations for new library items at designated monthly meetings and records these monies through the treasurer; collects fines for overdue books.
4. Prepares a list of new library items for the monthly newsletter.
5. Provides a list of library items owned by the Guild to be published in the directory.
6. Prepares an annual report to be given to the president at the December meeting.

## **ARTICLE VII - THE EXECUTIVE BOARD**

7.01 The officers of the Guild shall constitute the executive board.

7.02 The executive board shall have general supervision of the place of meetings, make recommendations to the Guild, and perform such other duties as are specified in these bylaws. The board shall be subject to the orders of the Guild, and none of its acts shall conflict with action taken by the Guild.

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- 7.03 A majority of the total members of the executive board shall constitute a quorum for the transaction of business at any meeting of the board. Each officer has one vote with the exception of the president who votes only to break a tie.
- 7.04 All Guild related expenses exceeding budget must have the prior approval of the executive board and/or Guild membership. All expenses must be verified by appropriate receipts. Requests for reimbursement must be accompanied by appropriate forms and receipts.
- 7.05 Unless otherwise ordered by the board, regular meetings of the executive board shall be held on a quarterly basis at a day and time agreed upon by said board. Special meetings of the board may be called by the president or upon the written request of three members of the board.
- 7.06 Attendance by the officers of the Guild shall be mandatory at all executive board meetings. Any officer missing more than two consecutive executive board meetings shall be replaced unless such absences have been excused by the executive board.
- 7.07 The executive board may accept, on behalf of the Guild, any contribution, gift or bequest.
- 7.08 A combined meeting of the previous and newly installed executive boards shall be held in early January. The purpose of the meeting is to formulate a proposed budget to be published in the January newsletter and voted on at the January Guild meeting.

### **ARTICLE VIII - COMMITTEES**

- 8.01 Any committees, standing or special, shall be appointed by the president as the Guild or the executive board shall from time to time deem necessary to carry on the work of the Guild. The president shall be an ex-officio member of all committees except the nominating committee.
- 8.02 Design Committee Chairperson
1. Presents design options for fund-raiser quilts for approval by the Guild.
  2. Prepares a report of proposed expenditures for the quilts for presentation to the executive board.
  3. Organizes construction of the quilts.
  4. Provides progress reports to the Guild.
  5. Prepares an annual report to be given to the president at the December meeting.
  6. The chairman selects her own committee. Every effort will be made to ensure that the committee be composed of one member from each circle and one member at large, in addition to the chair.



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### **8.03 Raffle Committee**

1. Develops a raffle ticket in accordance with state law.
2. Provide each member with a packet containing printed tickets to sell and a photograph of the quilt.
3. Schedule publicity and showing of the quilt for the purpose of selling tickets.
4. If possible, enter the raffle quilt in local quilt shows.
5. Keep current records of ticket sales.
6. Oversee drawing of the winner and delivery of the raffle quilt.

### **8.04 Historian/Publicity Chairman/ Reporter / Photographer**

1. Keeps a scrapbook of newspaper articles, photos, programs, newsletters and assorted memorabilia of the Guild's activities.
2. Posts the notice of the monthly meetings in local newspapers and other media.
3. Prepares signs, handouts and/ or brochures promoting the Guild to be placed in area shops and other outlets.
4. Writes articles or notifies the media of current Guild activities.
5. Keeps a file of possible publicity sources with the names of contacts and deadline dates.
6. Photographs Guild activities for inclusion in the scrapbook.
7. Provides an annual report for the December meeting.

### **8.05 Door Prize Committee**

1. Gathers donated door prizes for distribution at Guild meetings.
2. Supervises the drawing of door prizes at Guild meetings.
3. Maintains a list of names and addresses of door prize donors and provides the list to the newsletter editor for monthly publication.
4. Provides thank-you notes for recipients to mail to donors.
5. Provides an annual report for the December meeting.

### **8.06 Community Service Committee**

1. Plans and implements community service projects for the Guild.
2. Proposes, coordinates and carries out fundraisers to support the projects.
3. Presents choices of recipients of community service projects for Guild approval.
4. Collects fabric donations for community service projects.
5. Provides an annual report at the December meeting.

### **8.07 Sunshine Committee**

1. Acknowledges, by sending cards or baskets of donated fat quarters, illnesses, deaths, etc. of Guild members and their immediate families.
2. Acknowledges members' congratulatory events and achievements.
3. Provides information to the newsletter editor.
4. Provides an annual report at the December Guild meeting.

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### **8.08 Texas Association of Quilt Guilds (TAQG) Committee**

1. The committee chair shall serve as TAQG representative, attend TAQG meetings, and fulfill the requirements of a TAQG representative as defined by the TAQG bylaws.
2. Submits TAQG information to the newsletter editor.
3. Coordinates collection and delivery of items to include in the Rally Day goody bags.
4. Maintains the TAQG notebook which includes contact information for each member Guild, TAQG bylaws, and minutes of past meetings.

### **8.09 Nominating Committee (See VI - 6.03) Ad Hoc**

### **8.10 By-Laws Committee - Ad Hoc**

1. Receives written suggestions for by-laws revision.

### **8.11 Audit Committee - Ad Hoc**

1. Shall be composed of the president and two volunteer members of the Guild.
2. Audits and certifies the books of the Guild in December.

8.12 Ad Hoc committee chairs shall submit a written report to the recording secretary upon the completion of their duties. This same report shall be submitted to the newsletter editor for publication in the next monthly newsletter.

## **ARTICLE IX - AMENDMENTS OF BYLAWS**

9.01. Amendments may be proposed by any member in written form and submitted to the president.

9.02. Amendments will be presented at one meeting and voted on at the following regular meeting.

9.03. Proposed amendments will be published in the newsletter in the month in which the vote is taken.

9.04. Amendments will be approved by a two-thirds majority of the attending membership by written ballot.

## **ARTICLE X - PARLIAMENTARY AUTHORITY**

10.01 The rules contained in the most current edition of Robert's Rules of Order shall govern the Guild in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Guild may adopt.

## **ARTICLE XI - DISTRIBUTION**

11.01 Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for

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a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Adopted by the members on March 25, 2010.

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Secretary (signature)

## STANDING RULES

1. Guild members will receive no compensation for presenting a program at Guild meetings, but may be compensated for workshops.
2. Guest presenters will sign a contract for programs and workshops. This contract will include subject, amount of time, fee, transportation costs if any, and cancellation clause, if applicable.
3. Guild members are responsible for carrying out programs they have agreed to present or must secure a replacement program for their assigned time.
4. The total fee for workshops is due upon registration. No refunds are made unless the space can be filled from a waiting list. Registration is non-transferable unless there is no waiting list. Registration is open to non-members 15 days prior to the scheduled workshop. If the required number needed to cover costs of the workshop is not met 12 days prior to the workshop, that workshop will be canceled.
5. The check out period for library items is one month. Items not returned after two months will be assessed a \$1.00 fee per item per month. After three months, the title and borrower's name will be published in the newsletter and the \$1.00 fee will continue to be charged. After four months, the member will be charged the replacement value of the item. All fees collected will go toward the expansion of the library.
6. New members joining from January to June will pay full annual membership. After July 1, dues will be one half of the annual amount.
7. After one check has been returned for non-sufficient funds, any further transactions with the member will be in cash. The treasurer will be responsible for notifying those board members or committee chairmen who accept monies from the general membership of those members no longer allowed to pay by check. After a one year time period has elapsed, the board will review the member's right to write a check.
8. No Guild member shall solicit for personal or individual profit at Guild functions.