

**ANKENY AREA QUILTERS' GUILD
BY-LAWS**

ARTICLE I

PURPOSE

The Guild shall be nonprofit with the purpose of stimulating an interest in quilts and quilt making, educating its members, providing for the interchange of information, and to exercise all power granted by Chapter 504A, Code of Iowa, 1990.

ARTICLE II

BOARD OF DIRECTORS

Section 1

The Guild shall be managed by a Board of Directors. The Board of Directors shall consist of the President, Vice President, Secretary, Treasurer, Program Chairperson, Program Chairperson-Elect, Director at Large, Director at Large-Elect, Communications Chairperson, Communications Chairperson-Elect, Quilt Show Chairperson(s), Quilt Show Chairperson(s)-Elect, Retreat Chairperson, and Retreat Chairperson-Elect. All Directors shall have the power to vote.

Section 2

The term of office for Secretary, and Treasurer shall be two years. A Director elected to the office of Vice President shall serve, as Vice President for one year then the Vice President will assume the office of President during the second year of the term. A Director elected to the office of Quilt Show Chairperson(s)-Elect shall serve as Quilt Show Chairperson(s) during the second year of the term. A Director elected to the office of Retreat Chairperson –Elect shall serve as Retreat Chairperson during the second year of the term. A Director elected to the office of Director at Large – Elect shall serve as Director at Large during the second year of the term. A Director elected to the office of Communications Chairperson-Elect shall serve as the Communications Chairperson during the second year of the term. No individual may hold the same elected position for more than two consecutive terms.

Section 3

A majority of the Board of Directors shall constitute a quorum for the transaction of business and a simple majority of the quorum may decide any question.

Section 4

A special meeting of the Board of Directors may be called by any two members of the Board of Directors.

Section 5

Notice of any regular Board of Directors meeting, except any special meeting, shall be given to the members of the Board either orally or in writing at least three days prior to the meeting.

Section 6

Directors shall receive no compensation, unless specifically granted by the members of the Guild.

Section 7

Vacancies in the Board of Directors shall be filled for the unexpired term by appointment by the remaining members of the Board.

ARTICLE III

BOARD OF DIRECTORS DUTIES

Section 1

The President shall preside over all meetings; provide monthly communication, and to appoint, with Board approval, committees necessary to the welfare of the Guild.

Section 2

The Vice President shall, in the absence of the President or at the President's request, perform presidential duties. In addition, the Vice President shall oversee community service project(s), be part of the nominating committee for the new board and provide monthly communication.

Section 3

The Secretary shall record, be custodian of the Minutes of the Board meetings, the Guild meetings, keep membership records, prepare new member packets and have them available at each Guild meeting, and provide monthly communication.

Section 4

The Treasurer shall collect and take charge of all dues and funds made available to the Guild. The Board of Directors must authorize expenditures exceeding \$100. The Treasurer shall keep a written account of all transactions involving the Guild in a book belonging to the Guild and provide monthly financial communication. The treasurer, or another guild member designated by the treasurer, will be at the quilt show to collect money for deposit.

Section 5

The Director-at-Large shall assist the Board as necessary for the welfare of the Guild. They shall serve as Hospitality Chairpersons, develop and organize an annual event, and provide monthly communication.

Section 6

The duties of the Director-at-Large-Elect shall be to assist the Director-at-Large, and in the absence of, or at the request of, to perform the duties of the Director-at-Large.

Section 7

The Program Chairperson shall recommend and arrange programs for monthly Guild meetings subject to approval by the Board of Directors, advertise Guild programs and workshops in the local media and provide monthly communication.

Section 8

The duties of the Program Chairperson-Elect shall be to assist the Program Chairperson, and in the absence of, or at the request of, to perform the duties of the Program Chairperson.

Section 9

The Communications Chairs(s) shall disseminate relevant and current information regarding guild activities to the membership through whatever methods are deemed necessary and reasonable, as determined by the Board, either electronic or hard copy. The Communication Chair(s) is responsible for the maintenance of the guild website.

Section 10

The duties of the Communication Chairperson-Elect shall be to assist the Communication Chairperson, and in the absence of, or at the request of, to perform the duties of the Communication Chairperson.

Section 11

The Quilt Show Chairperson(s) shall plan and coordinate all activities pertaining to the membership's Quilt Show, subject to approval by the Board of Directors, and provide timely communication on the website and orally at Guild meetings.

Section 12

The duties of the Quilt Show Chairperson(s)-Elect shall be to assist the Quilt Show Chairperson(s), and in the absence of, or at the request of, to perform the duties of the Quilt Show Chairperson(s).

Section 13

The duties of Retreat Chairperson shall be to plan and coordinate all activities pertaining to the membership's Annual Retreat, subject to approval by the Board of Directors, and provide timely communication on the website and orally at Guild meetings.

Section 14

The duties of the Retreat Chairperson-Elect shall be to assist the Retreat Chairperson, and in the absence of, or at the request of, to perform the duties of the Retreat Chairperson.

ARTICLE IV

MEETINGS AND ELECTIONS

Section 1

Meetings of the membership shall be held as provided by resolution of the Board of Directors.

Section 2

The Board of Directors shall appoint a Nominating Committee of three members; at least one shall be a member of the Board. It shall be the duty of the Nominating Committee to present a slate of nominees to the membership at the August meeting. The nominations by this committee shall not prohibit members from making other nominations.

Section 3

Directors shall be elected at the August meeting of the members for a term of two years. Every year, a Vice President, Director-at-Large - Elect, a Program Chairperson-Elect, a Quilt Show Chairperson(s)-Elect, Retreat Chairperson-Elect, shall be elected. The election of a Secretary and Communications Editor(s) will occur in "even" numbered years. The election of Treasurer will occur in "odd" numbered years.

Section 4

Any Director can be removed by an affirmative vote of the majority of the entire Board of Directors. After four absences from a Board and/or Guild meeting, the President shall contact the Director to ascertain if they wish to continue their position.

Section 5

The members shall be notified at least seven (7) days prior to the August meeting of the date, time and place of the meeting as well as the names of the nominees as presented by the nominating committee.

Section 6

At any meeting of the members, the presence in person of thirty percent of the membership shall constitute a quorum and a majority of the quorum may decide any matter before the meeting.

Section 7

Special meetings of the members may be called by the Board of Directors upon written request of any ten members. Notice of a special meeting shall state the meeting's purpose and be given fourteen (14) days prior to the meeting by ordinary mail or e-mail.

Section 8

The members may meet at any other times, upon such notice as the President may prescribe, for the purposes of furthering the activities of the Guild. No minutes need to be kept at these meetings unless some action is taken which is binding on the Guild.

ARTICLE V

MEMBERSHIP

Section 1

Membership shall be open to any person twelve years of age or older. Those under the age of 18 must be accompanied by an adult.

Section 2

The annual membership dues shall be payable commencing September 1st of each year in the amount to be determined by the Board of Directors. Any member who has failed to pay dues by October 15th will be dropped from the membership list.

Section 3

The membership directory is solely for the use of the membership and shall not be distributed or sold to non-members.

ARTICLE VI

GENERAL

Section 1

Each member shall have one vote. There shall be no proxy voting.

Section 2

The Guild shall have such fiscal year as may be adopted by the Board of Directors. The President shall appoint an Auditing Committee that shall, within one quarter of the close of the fiscal year, audit the Guild's books, as kept by the Treasurer. The Auditing Committee shall report its findings to the Board of Directors.

Section 3

A copy of By-laws and the Information and Standing Rules of the Ankeny Area Quilters' Guild shall be available to the membership. The By-laws and the Information and Standing Rules may be reviewed and revised by the Board of Directors. These By-laws may be amended as follows:

- May be proposed in writing by the Board of Directors.
- May be recommended by a committee on By-law amendment(s).

Section 4

After approval of a majority of the Board, the proposed amendment(s) shall be made available at least one month prior to the vote. The By-laws may be amended at any meeting by sixty percent of the members present.

Section 5

The Guild adopts Robert's Rules of Order as its authority on Parliamentary Law.

Section 6

The Board shall prepare an annual budget for the purposes of planning expenditures for programs, the annual quilt show, other guild activities and events, rent, overhead expenses, fees and any other fiscal obligations of the Guild. The budget will be prepared at the first regular meeting of the newly elected board with a summary of the last years' expenses as a guideline. All Directors of the Board are required to attend the first regular meeting of the board in order to participate in the preparation of the budget. In the rare instance that a Director's attendance is not possible, prior to the meeting, the absent Director must inform another Director of all relevant facts and assumptions necessary to prepare the budget. In keeping with the purpose of the Ankeny Area Quilters' Guild, no expenditures or donations in excess of \$100 will be made unless approved by the Board of Directors.

Section 7

The Treasurer will present the Guild's financial report annually. The final report of actual revenues and expenses is due to the board no later than the September meeting following the close of the fiscal year.

ARTICLE VII

DISPOSITION OF PROPERTY

Section 1

The Board of Directors shall pay or make provision of, payment of all liabilities of Ankeny Area Quilters' Guild in the event of dissolution of the corporation by the Board of Directors and by vote of the membership.

Section 2

In the event of dissolution, the Board of Directors shall dispose of any fixed assets of the organization, after payment of all liabilities, exclusively to charitable, educational, religious, or scientific organizations provided they qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE VIII

VOTING

Section 1

For all Guild activities in which voting takes place, ballots counted, and prizes awarded, a Voting Board will be formed to count all ballots and report the findings. The Voting Board will consist of one Board member and two members at large. Activities governed include, but are not limited to, the Quilt Show and the yearly guild challenge.

By-laws as amended February 2010, and supersedes any previously adopted by-laws.

INFORMATION AND STANDING RULES OF THE ANKENY AREA QUILTERS' GUILD

The information and standing rules are to advise members of the details and rules governing various activities and functions of the Guild. They will be reviewed and revised by the Board of Directors at least annually and any changes brought before the membership for approval.

Meeting Place

Holy Trinity Lutheran Church, 517 SW Des Moines St, Ankeny, IA 50023

Meeting Content

- The President or Vice President calls the meeting to order and shares any pertinent business with the membership. Reports from the committee chairs will be given. Guests and new members will be acknowledged.
- The Program Chairperson introduces the planned program and guest(s).
- Show and Tell will follow the program unless the guest prefers to see "Show and Tell", in which case the order may be reversed.
- Refreshments and social time conclude the meeting.

Membership Dues

Annual dues are \$30.00 (September 2010 through August 2011)

Guest Fees

The Guild will collect a non-member's fee to be set by the Board of Directors. This Fee will be applied toward annual dues if the non-member decides to join the guild during the same meeting as the non-member's fee was paid.

By-laws

A copy of the Guild By-laws is given to each new member. They provide a comprehensive view of how the Guild is organized and operated.

Board Meetings

Meetings are held monthly and all members are welcome to attend for a period of public comment. Any concerns must be in writing and presented to one of the Board of Directors prior to a board meeting to be placed on the meeting agenda. The Board has the authority to close a portion of the meeting for voting purposes.

Communication

Relevant and current information will be made available to the members on a regular basis to keep members informed of upcoming meetings and relay any interesting information relating to the Guild. Any member can have pertinent information communicated to the membership by contacting the Communication Chairperson or Communication Chairperson-Elect at least three weeks prior to a Guild meeting. Advertisements will be entered for a fee. The Communications Chair(s) name is published in the Membership Directory.

Nametag

Members are encouraged to design and/or quilt a nametag for themselves shortly after joining the Guild. There is no specific pattern and members are encouraged to be creative. Only members wearing a nametag are eligible to win door prizes.

Mary Conkel Award

Annual award given to guild member(s) who embody the following characteristics: Volunteers for jobs "behind the scenes" for the Guild, including making donation quilts, volunteering for shifts at the quilt show, and in other ways throughout the year. May be modest about their own talents, although they may be considerable, and shares knowledge and enthusiasm of quilting with others. May be involved in other community service activities. May have offered a number of years of service to the Guild. Selection is made from nomination. This honor shall be awarded at the June Guild meeting after a vote by the membership.

Show and Tell

After the program concludes, the Guild members host a "Show and Tell" session of completed projects.

Door Prizes and Birthday Prize

One or two member's names are drawn at each meeting for a door prize. The member must be present and wearing a nametag to win. Once the member has won they will not be eligible to win again until the following year. Birthdays will be recognized each month with a drawing or a small gift for each person whose birthday is that month.

Refreshments

At the beginning of the fiscal year, a sign-up sheet is circulated for volunteers to provide treats and refreshments at Guild meetings. If you have missed the sign-up period, but would like to provide at some point, contact one of the Directors-at-Large. Each month one member of the group serving refreshments will be designated to bring cups/plates/napkins, etc.

Events

The Guild sponsors an annual Quilt Show. Guild members are encouraged to enter their quilt projects. The Quilt Show Chairperson(s) along with the Board of Directors outlines the details and brings information to the membership throughout the year. If you have any questions, contact a Quilt Show committee member. A successful quilt show requires many volunteers to organize and serve on the various committees, hang quilts, sell and take tickets, and work as white glove attendants. In conjunction with the quilt show, we hold our major fundraisers of the year; the Raffle Quilt and Country Store.

Challenge Project

Each challenge has its own rules. There may be a theme, a block that has to be worked into the quilt, or other restrictions that create the challenge. Additional fabrics may be added. The pattern and design are up to the individual. One month is chosen as "Challenge Completion Month" and members show the finished project. Completed challenge projects are displayed together at the annual quilt show.

Memorials and Well Wishes

The Guild values each member and will remember those who are grieving or who are ill with greeting cards and letters. The newsletter and/or announcement at the meeting will let members know who could use kind thoughts. Because of the expense and the growing membership, remembrances from the Guild are restricted to members only.

Rules for Workshops

1. Workshops fees will be determined based on each individual contract with the instructor.
2. Pre-filled registration for workshops is required as well as pre-payment. Workshops will be filled first come, first paid.
3. Supply lists will only be given when payment has been received for the class.
4. If the workshop is not full one month before the class, the workshop will be advertised and will be open to non-members.
5. If a workshop is canceled for any reason, all fees will be refunded.
6. If individuals wish to cancel, they must notify the Program Chairperson. If the class has a waiting list, the Program Chair will fill the spot in waiting list order. Individuals may not “sell” their place. If they are aware of another’s interest in the class, they should refer this person to the Program Chair.
7. There will be no refunds on cancellations TEN days prior to the workshop or after.
8. Paid workshop instructors are permitted to sell any products, tools books, etc. that pertain to their workshop.

Iowa State Fair

The Ankeny Area Quilters' Guild sponsors monetary awards at the Iowa State Fair in the quilting categories at the board’s discretion.