

# AFRICAN AMERICAN QUILT GUILD OF OAKLAND BY-LAWS

## ARTICLE 1: NAME

This Guild shall be known as African American Quilt Guild of Oakland (AAQGO).

## ARTICLE 2: MISSION STATEMENT

- a. To preserve and continue the tradition of quilting
- b. To promote fellowship among interested persons in all aspects of quilting
- c. To contribute to the knowledge and appreciation of fine quilting and quilts
- d. To sponsor and support quilting activities through regular meetings and special events with the community.

## ARTICLE 3: MEMBERSHIP

- a. Membership shall be open to anyone interested in the purpose and objectives of this Guild, and payment of annual dues. No discrimination shall be made with regard to race, color, creed, and/or national origin.
- b. Classification of members
  - 1) Active member: An Active member shall attend regular meetings, participate in and support the projects of the Guild, have the privilege of voting and holding office, receive a regular newsletter and pay dues. Dues are payable by September 1<sup>st</sup> or upon joining.
  - 2) Active Youth member, age 17 years and under: An active youth member shall attend regular meetings, participate in and support the projects of the Guild, have the privilege of voting, receive a regular newsletter and pay one half the regular membership dues. Dues are payable by September 1st or upon joining.
  - 3) Affiliate member: A business, community organization, or individual wishing to support the Guild may be an affiliate member. Affiliate members shall pay annual dues as set by the Board. Affiliate members shall not have voting privileges, hold office or constitute any part of a quorum. They shall have the right to use an edited roster solely to publicize the affiliate's own business. General members may request their names be deleted for such purposes. This roster shall not be sold or used by other businesses.
  - 4) Charter member. Anyone who joined AAQGO on or before September 2000.

- 5) Honorary member. A person of such outstanding dedication to quilting who is deemed worthy of this honor as determined by the Board.

#### ARTICLE 4: FEES

- a. Annual membership dues shall be payable on or before September 1.
- b. An active youth member shall pay one half the regular membership dues. Dues are payable by September 1st or upon joining.
- c. Any change in membership dues shall be determined by the Board prior to March 1 of each year.
- d. Annual Affiliate membership dues shall be determined by the Board.
- e. Guests are requested to make a donation when attending Guild meetings. The donation amount shall be determined by the Board.

#### ARTICLE 5: LIABILITY

- a. The Board approves all contracts. Approved contracts shall be signed by the President and the Standing Committee Chair, if applicable.
- b. No officer or member shall be personally liable for any bills or obligations of the Guild, past or present, except for payment of her/his own dues.
- c. No officer or member of the Guild shall disburse any funds in her/his keeping and belonging to the Guild without authorization of the President.
- d. No person shall use the name or official logo of the Guild for other than Guild purposes without approval of the Board.

#### ARTICLE 6: FISCAL YEAR

The Guild's fiscal year begins September 1 and ends August 31.

#### ARTICLE 7: ELECTED OFFICERS

- a. The elected officers of the Guild shall be: President, Vice President, Secretary, Treasurer, Historian and Parliamentarian.
- b. The term of office for any elected officer shall be two years.
- c. Any officer desiring to resign from the Board shall submit a written resignation to the President.

- d. The Board shall appoint a person to fill a vacancy of an elected office until the next regular election. If the office of the President becomes vacant, the Vice President will automatically assume the office until the end of the term.

#### ARTICLE 8: BOARD

- a. The Board shall consist of all elected officers, appointed Standing Committee Chairpersons and the immediate past President, who shall serve as a non-voting member.
- b. The internal affairs of the Guild shall be handled by the Board as the governing body.
- c. Any Standing Committee Chairperson desiring to resign from the Board shall submit a written resignation to the President
- d. The Board shall appoint a person to fill a vacancy until the next election.
- e. The Board shall authorize a bi-annual audit of all financial records of every two year term prior to the installation of new officers. The Board shall review and sign-off on the audit.
- f. The Board shall meet regularly throughout the year.

#### ARTICLE 9: ELECTION OF OFFICERS

- a. The Parliamentarian selects a Nominating Committee. By the May 31, the Nominating Committee shall have identified a slate of candidates.
- b. Only active members are eligible to hold office.
- c. The nomination slate will be presented to the Board at the June meeting and be presented by the Board at the June Guild meeting.
- d. Election of new officers will be held at the Guild's July meeting of each election year. Newly elected officers will take office effective September.
- e. Voting will take place by ballot. The nominees receiving the greatest number of votes will be installed at the August meeting.
- f. The outgoing and incoming Board will have a joint meeting prior to the September Guild meeting. At that meeting all records will be turned over to newly elected officers.

## ARTICLE 10: DUTIES OF ELECTED OFFICERS

- a. The President shall: 1) preside at all meetings of the Guild and shall be chairperson of the Board; 2) make a report to the Guild annually by August; 3) be an ex-officio member of all committees except the Nominating Committee; 4) be an authorized signer of checks for the Guild; and 5) be authorized to sign contracts on behalf of the Guild.
- b. The Vice President shall: 1) in the absence of the President, serve in that office; 2) perform such duties as assigned by the President; and 3) be responsible for planning and scheduling general meeting and programs.
- c. The Secretary shall: 1) record the minutes of all Guild meetings; 2) publish all minutes in a timely manner to members; 3) manage incoming and outgoing correspondence and maintain all correspondence records; 4) maintain a membership list; 5) publish the agenda for all meetings; and 6) maintain an ongoing record of motions and tabled items.
- d. The Treasurer shall: 1) be the financial officer of the Guild; 2) have general care and custody of all assets and funds of the Guild; 3) collect and disburse the funds of the Guild; 4) present a financial report at each Board meeting; 5) be an authorized signer of checks for the Guild; 6) present a proposed budget to the Board in August for the fiscal year and present a final budget to the general membership in September; and 7) by October 31 file the required IRS annual report upon acceptance of the report by the Board.
- e. The Historian shall: 1) document and maintain all information that pertains to the history of the Guild, including photographs, other written material and electronic media.
- f. The Parliamentarian shall: 1) assure that proper parliamentary procedure is followed at all meetings; 2) form and serve as chairperson of the Nominating Committee; and 3) serve on the By-Laws Committee.

## ARTICLE 11: STANDING COMMITTEES

- a. The Standing Committees will be: Education, Library, Membership, Newsletter, Opportunity Quilt, Public Relations, Quilt Exhibits, Quilts for Worthy Causes, Quilt Show, Retreat, Sunshine and Website.
- b. Standing Committee Chairpersons shall be appointed by the President for a term of two years.
- c. Standing Committee chairpersons shall: 1) form a committee of active members; 2) submit program proposals and status reports to the Board; 3) submit articles to the newsletter; and 4) assist in special projects and events.
- d. Duties of the Standing Committees:

- 1) Education shall: 1) be responsible for Block-of-the-Month to include selection of block with new techniques for members to learn; 2) organize quilting demonstrations in the community and 3) coordinate the annual Black History Month Family Workshop in February.
- 2) Library shall: 1) manage donations of books, magazines, patterns, etc.; 2) submit donated monies to Treasurer quarterly; and 3) act as resource for announcements and other informational materials
- 3) Membership shall: 1) organize and distribute annual membership packets which shall include membership card, Guild history, by-laws, membership roster, and current newsletter.
- 4) Newsletter shall: 1) coordinate, prepare and distribute the newsletter; and 2) adhere to strict standards of security protocols.
- 5) Opportunity Quilt shall: 1) make quilt for annual guild fundraiser; 2) produce promotional materials for distribution, i.e. tickets, flyers, bookmarks; 3) coordinate with Public Relations, and 4) manage schedule for showing quilt at other venues.
- 6) Public Relations shall: 1) notify the community of future meetings and events; displays.
- 7) Quilt Exhibits shall: 1) receive requests from agencies/organizations who would like to exhibit quilts made by guild members and refer to President for assignment; 2) solicit quilts from guild members for events; and 3) arrange set-up and removal of quilts from venues.
- 8) Quilts for Worthy Causes shall: 1) recommend to the Board recipient agencies for donated items; 2) solicit items from guild members; and 3) arrange for distribution of donations throughout the year.
- 9) Quilt Show shall: 1) plan and coordinate all activities pertaining to a quilt show.
- 10) Retreat shall: 1) organize the Guild's annual Quilting Retreat; and 2) disseminate or make information available to all Guild members
- 11) Sunshine shall: 1) coordinate celebrations such as birthdays and other special occasions; and 2) send acknowledgments during illness, bereavements, etc.
- 12) Website shall: 1) manage the Guild's web site while adhering to strict standards of security protocols; and 2) coordinate with Newsletter and other committees as needed.

## ARTICLE 12: AD HOC COMMITTEES

- a. The President and Board shall establish the Ad Hoc committees.

- b. Ad Hoc committees shall coordinate and implement special short-term projects.
- c. By-Laws shall: 1) review and update By-Laws bi-annually; 2) present recommended revisions to Board for approval; and 3) present to membership for final approval.

#### ARTICLE 13: MEETINGS

- a. Regular Guild meetings shall be held on the 4<sup>th</sup> Saturday of the month.
- b. Guild business requiring a vote shall be decided by a majority of Active Members present. Active Members are established by Article 3, Section B1 and B2, and verified by the Membership Chair.

#### ARTICLE 14: GUILD SUPPLIES/EQUIPMENT

- a. All supplies and equipment purchased by the Guild with Guild funds or donated to the Guild shall remain the property of the Guild and be used expressly for the benefit of all members.
- b. The custodian of such items shall be appointed by the President and is obligated to maintain these items.

#### ARTICLE 15: AMENDMENTS

These By-Laws may be amended by a majority vote of the active members who are present at a regular business meeting. Members will receive a copy of proposed By-Laws or amendments 30 days prior to a regular business meeting.

#### ARTICLE 16: RULES OF ORDER

Robert's Rules of Order shall govern in all matters not covered by these By-Laws.

#### ARTICLE 17: DISSOLUTION OF GUILD

In the event it should become necessary to discontinue the Guild, disposition of monies, supplies and/or equipment belonging to the Guild shall be as follows:

- a. Money. All monies belonging to the Guild shall be donated to a charity as determined by membership.
- b. Supplies and equipment belonging to the Guild shall be donated to a charity as determined by membership.