

**FRIENDSHIP KNOT QUILTERS' GUILD, INC.  
SARASOTA, FLORIDA  
BYLAWS**

**ARTICLE I. NAME**

**SECTION 1.**

The name of this organization will be the FRIENDSHIP KNOT QUILTERS' GUILD, INC. #261, hereinafter referred to as the Guild, a chartered chapter of the National Quilting Association, Inc., hereinafter referred to as NQA.

**SECTION 2.**

The chapter will continue to be a member in good standing of the NQA.

**ARTICLE II. OBJECTIVES**

**SECTION 1.**

To promote education in all areas of quilting.

**SECTION 2.**

To sponsor and support quilting activities.

**SECTION 3.**

To encourage quilt making and collection.

**SECTION 4.**

To enhance the knowledge of quilting techniques, textiles, history of patterns, and quilt makers.

**SECTION 5.**

To promote fellowship, mutual aid and common interests.

**ARTICLE III. POLICIES**

**SECTION 1.**

The policies of the Guild shall be in harmony with the policies of the NQA. The program of the chapter shall be developed through conferences, committees, and projects. A separate Guild Policies statement shall define operational policies as referenced throughout this document. These policies shall be approved by the Executive Board.

**SECTION 2.**

This organization shall operate as a not-for-profit organization under the law of the State of Florida and no part of the income of this organization shall benefit any individual member.

**SECTION 3.**

The organization may cooperate with other organizations of like interests.

**SECTION 4.**

In the event of dissolution of the organization, the assets will be disposed of by suggestion of the Executive Board with the approval of a simple majority (50% +1) of the total eligible membership, due notice given.

**SECTION 5.**

A quorum shall be the sum of members in good standing in attendance.

**ARTICLE IV. MEMBERSHIP AND DUES****SECTION 1.**

Membership will be composed of persons interested in the goals of the organization. Members in good standing have paid current annual dues. Visitors are welcome according to Guild Policy.

**SECTION 2.**

The voting body of this organization will consist of members in good standing in attendance.

**SECTION 3.**

Members in good standing in attendance will be eligible to vote on:

- A. Amendments to the Bylaws.
- B. Election of officers.
- C. Chapter projects and other business necessary to the operation of the Guild.

**SECTION 4.**

If a member is delinquent in chapter dues, after one (1) month the member shall be filed as inactive and said member shall have no voting rights.

**SECTION 5.**

A member may be reinstated upon application and payment of current chapter dues.

**SECTION 6.**

The annual dues for membership shall be collected on application for membership. Membership in the NQA is to be on an individual basis. The Guild will have NQA applications on hand for those who wish to join the NQA. The NQA membership of the Guild's Executive Board will be paid by the Guild.

**SECTION 7.**

Dues will be yearly for all membership rights and privileges. The amount of dues will be determined by the Executive Board and will be approved by a majority of members in good standing in attendance.

**SECTION 8.**

Dues will be due and payable annually. Dues will be collected by the Membership Chair.

**SECTION 9.**

The Guild's founders, Peggy Koons and Lois Mahaffey, shall be Honorary

Lifetime Members.

## **ARTICLE V. OFFICERS AND ELECTIONS**

### **SECTION 1.**

The elected officers of this organization will be PRESIDENT, FIRST VICE-PRESIDENT, SECOND VICE PRESIDENT, RECORDING SECRETARY, AND TREASURER. The officers are elected for a term of one (1) year. This shall be known as the EXECUTIVE BOARD.

### **SECTION 2.**

The term of office will be for one (1) year from December to December. Election of officers will be at the November meeting, by a majority of members in good standing in attendance. Installation will be at the December meeting. Officers shall assume their duties following installation.

### **SECTION 3.**

A *pro tem* committee called the Nominating Committee will be appointed by the President, who will also appoint its chairman. The Nominating Committee should have representation from cottage groups and general membership. The committee will propose a slate of officers which will be published in the October newsletter for membership consideration. The slate will be voted on at the November meeting. Candidates may be nominated from the floor with the consent of the nominee required.

### **SECTION 4.**

In the event of more than one nominee for any office, paper ballots will be made available. The Recording Secretary will count votes with assistance, if desired, from any member. In case of no nominations from the floor, the Nominating Committee Chairperson will move to accept the slate of officers by acclamation.

### **SECTION 5.**

A vacancy in any office will be filled through appointment by the Executive Board. A vacancy in any committee will be filled through appointment by the President.

## **ARTICLE VI. DUTIES OF THE OFFICERS**

### **SECTION 1. PRESIDENT**

- A. The President shall preside at all meetings of the membership and of the Executive Board but may designate any other officer or member of the Executive Board to do so.
- B. The President shall be the official spokesman of the organization on all matters of policy pertaining to the organization.
- C. Subject to the control of the Executive Board, the President shall in general supervise and control the property and affairs of the organization.
- D. The President shall take whatever steps necessary to implement the decisions of the Board and the membership and perform such duties usually incident to such office.
- E. The President shall appoint all committees and their chairmen.
- F. The President shall appoint an audit committee annually.
- G. The President shall serve as ex-officio member of all committees,

except the Nominating Committee.

### **SECTION 2. FIRST VICE-PRESIDENT**

The First Vice-President shall perform all duties of the President in the absence or disability of the President and Chair the Education Committee.

### **SECTION 3.**

**SECOND VICE-PRESIDENT.** The Second Vice-President will Chair the Program Committee and shall also serve as Coordinator of the general meetings.

### **SECTION 4.**

#### **RECORDING SECRETARY**

- A. The Secretary shall keep records of the regular meetings, Executive Board meetings and any other required by the organization.
- B. The Secretary shall perform such other duties usually incident to such office.

### **SECTION 5.**

#### **TREASURER**

- A. The Treasurer or those appointed by her/him shall collect all monies owing to this organization and supervise the disbursement of funds of the organization.
- B. The Treasurer shall keep a record of and account for all monies collected and disbursed, and prepare or cause to be prepared for presentation report of the financial condition of the organization at each meeting of the membership.
- C. The Treasurer shall perform such other duties usually incident to such office or as may be assigned by the President or Executive Board.
- D. The Treasurer shall be head of any Finance committee.

## **ARTICLE VII. EXECUTIVE BOARD OF DIRECTORS**

### **SECTION 1.**

The elected officers constitute the Executive Board. Included in the voting board will be the immediate Past-President. The President will appoint a Parliamentarian.

### **SECTION 2.**

The Board will conduct a monthly meeting prior to the general membership meeting to be held at the discretion of the President. A minimum of six Executive-Board meetings per year are required.

### **SECTION 3.**

The Board meeting will operate under a one third (1/3) quorum.

### **SECTION 4.**

Should an Executive Board member be absent without due cause for three consecutive meetings, that member will automatically be removed and replaced by vote of the remaining members present at the Executive Board meeting.

### **SECTION 5.**

The Executive Board will propose an annual budget for approval by the membership. Disbursements will be made in accordance with the approved

budget. Disbursements over \$750 not foreseen in the annual budget will be recommended to the membership for approval.

#### **SECTION 6.**

The Executive Board shall approve a total budget for Quilt Show expenditures which shall then be presented to the general membership for approval. Disbursements for quilt show expenses under the budget shall be made by the Treasurer as requested by the Quilt Show Committee.

#### **SECTION 7.**

The Executive Board will make recommendations to the general membership for discussion and adoption.

### **ARTICLE VIII. MEETINGS**

#### **SECTION 1.**

Meetings will be held monthly at a time and place set by the organization.

#### **SECTION 2.**

Executive Board meetings and/or special meetings will be called as needed by the President or Executive Board.

#### **SECTION 3.**

Special meetings shall be called with a minimum of 3 days notice to all members.

### **ARTICLE IX. COMMITTEES**

#### **SECTION 1.**

1. Committees may consist of Finance, Hospitality/Hostess, Quilt Show, Library, Historian, Community Services, Education, Membership, Cottage Group, By-Laws, Audit, and Nominating. Committees are not limited to the above nor are all the above committees required. Committees may be discharged when activities of such committees shall cease or be deemed to be unnecessary.
2. Chairmen of committees shall be members in good standing. Chairmen shall present a plan of work to the Executive Board for approval before work is undertaken and submit interim reports. Members of committees shall be recruited from eligible membership.

#### **SECTION 3.**

Committees shall record their activities and submit a written report at the close of the term.

#### **SECTION 4.**

The duties of each committee shall be defined by the Executive Board in writing.

## **ARTICLE X. AMENDMENTS**

### **SECTION 1.**

Bylaws shall be reviewed at least every other year so that they may meet the needs of the membership.

### **SECTION 2.**

Proposed amendments will be published and read a minimum of 30 days prior to membership vote.

### **SECTION 3.**

Amendments to the bylaws will be approved by a majority vote of the members present.

## **ARTICLE XI. PARLIAMENTARY AUTHORITY**

Roberts Rules of Order Newly Revised shall govern this organization in all cases in which they are not inconsistent with these bylaws and the bylaws of the NQA.

Revised: 2009