



GREAT LAKES HERITAGE QUILTERS

By Laws

ARTICLE I Name

The official name of this organization shall be Great Lakes Heritage Quilters, herein referred to as GLHQ. The organization shall be a non-profit corporation.

ARTICLE II Purpose

The purposes of GLHQ are:

- to promote cooperation and an interchange of ideas
- to stimulate an interest in quilting
- to present quilt-related educational programs
- to engage in charitable projects

ARTICLE III Membership

- Section 1. The membership of this organization will be limited to one hundred fifty members (150).
- Section 2. Membership is open to any person who has an interest in quilting.
- Section 3. Annual dues are payable on or before July 1st of each year.
- Section 4. A change in the dues structure shall, upon recommendation of the Board of Directors, be submitted to the membership at the annual meeting. Approval shall be by two-thirds (2/3) vote. Notice of such recommendation shall be sent to the members with the call to the annual meeting.
- Section 5. Membership of an individual shall be automatically terminated if the annual dues are not received by July 1st
- Section 6. A former member who forfeited membership by non-payment of dues may be reinstated by applying as a new member and paying the current dues, if the membership does not exceed the maximum allowed.

ARTICLE IV Officers

- Section 1. The officers of GLHQ shall be a President, a First Vice-President, a Second Vice-President, a Recording Secretary, a Corresponding Secretary, a Membership Secretary, a Treasurer, and two (2) directors who shall be chairs of the Newsletter committee and the Fundraising committee.
- Section 2. All officers shall be elected for one (1) year terms with the exception of Second Vice-President. The Second Vice-President will automatically move into the First Vice-President position in the year following her term.
- Section 3. No member shall hold more than one board position at a time; no member can hold the same position for more than two (2) consecutive years; no member can hold a Board of Directors position for more than four (4) consecutive years.
- Section 4. A vacancy in the office of President shall be filled by the First Vice-President. The vacancy thus created in the office of First Vice-President shall be filled by the Second Vice-President. The vacancy thus created in the office of Second Vice-President and any other vacancy on the Board of Directors shall be filled by ballot vote of the Board of



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Directors from members nominated by the Board of Directors. In the event there is but one nominee, the election may be by voice vote.

Section 5.

Duties of the Officers

- A. The President shall be the chief executive officer and the official representative of GLHQ. She will preside at all meetings of GLHQ and the Board of Directors, as well as act as ex-officio member of all committees except the nominating committee. She shall perform duties as set down in the procedures manual.
- B. The First Vice-President shall, in the absence of the President, preside at membership and Board of Directors meetings. She shall be responsible for the current year speaker programs and workshops and shall perform duties as set down in the procedures manual.
- C. The Second Vice-President shall, in the absence of the President and the First Vice-President, assume the duties of the President. She shall be responsible for the speaker programs and workshops for the following year and shall perform duties as set down in the procedures manual. Following her term of office, she shall assume the position of First Vice-President for the succeeding year.
- D. The Recording Secretary shall record the proceedings of all Board of Directors meetings and shall perform the duties assigned by the procedure manual and the Board of Directors. She shall also record the results of any votes put to the membership.
- E. The Corresponding Secretary shall be responsible for the general correspondence of GLHQ and shall assume the duties assigned by the procedure manual and the Board of Directors.
- F. The Membership Secretary shall be chairperson of the Membership Committee, shall maintain a roster of membership and shall assume the duties assigned by the procedure manual and the Board of Directors.
- G. The Treasurer shall assume the responsibility for the financial affairs of GLHQ, shall chair the Finance committee and shall assume the duties assigned by the procedure manual and the Board of Directors.
- H. The Fundraising Director shall assume the duties assigned by the procedure manual and the Board of Directors.
- I. The Newsletter Director shall act as editor of the newsletter and shall assume the duties assigned by the procedure manual and the Board of Directors.
- J. All officers shall submit a written report at all Board of Directors meetings and a written year-end summary report at the Board of Directors' June meeting. Within one (1) month after the termination of the office, each officer shall deliver to her successor all books and property belonging to GLHQ.

ARTICLE V Meetings

- Section 1. The regular meeting of GLHQ will be held the second Thursday of each month from September to June. The date, time and place shall be approved by the Board of Directors.
- Section 2. The regular meeting on the second Thursday of June shall be the annual meeting and shall be for the purpose of electing officers, receiving reports of officers and committees and for any other business that may arise.
- Section 3. Notices of meetings shall be communicated to all members.



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Section 4. Two (2) officers, one of whom shall be the President or a Vice-President, and at least two percent (10%) of the membership shall constitute a quorum at all meetings of the membership.

ARTICLE VI Board of Directors

- Section 1. The Board of Directors shall consist of the elected officers of GLHQ.
- Section 2. The Board of Directors shall have these duties:
- A. To establish goals and direct the business and financial affairs of GLHQ.
 - B. To provide bond for any person handling GLHQ funds.
 - C. To adopt an annual budget.
 - D. To recommend to GLHQ members any proposed change in the dues.
 - E. To authorize the payment of non-contracted bills in excess of \$500.
 - F. To fill any vacancy on the Board as noted in this document.
 - G. To approve Presidential appointments.
 - H. To approve the date, time and place of all GLHQ membership and Board of Directors meetings.
 - I. To adopt policies and procedures to implement these by laws.
- Section 3. Regular meetings of the Board of Directors shall be held three weeks preceding all membership meetings or at the call of the President. Special meetings of the Board of Directors may be called by the President and shall be called by the President upon request of two-thirds (2/3) of the members of the Board of Directors. A majority of the members of the Board of Directors including the President or a Vice-President shall constitute a quorum at any meeting for the transaction of business.

ARTICLE VII Standing Committees

- Section 1. A standing committee shall have an appointed chairperson and may have additional members.
- Section 2. The Membership committee, chaired by the Membership Secretary, shall keep the membership attendance records, register guest, collect fees and issue membership cards to all members.
- Section 3. The Newsletter committee, chaired by the Newsletter Director, shall be responsible for writing and mailing the monthly newsletter.
- Section 4. The Charity committee shall be responsible for researching and planning charity projects for the guild, and for collecting and delivering any items to the chosen charities.
- Section 5. The Finance committee, chaired by the Treasurer, shall set the annual budget with the Treasurer-elect and President-elect and arrange a yearly audit of the treasury with 1-2 general members.
- Section 6. The Fundraising committee, chaired by the Fundraising Director, shall be responsible for fundraising events for GLHQ.
- Section 7. Special committees shall be appointed by the Board of Directors.



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ARTICLE VIII Elections

- Section 1. The Board of Directors will select a Nominating committee consisting of one officer and two (2) members.
- Section 2. The Nominating committee shall select one (1) or more nominees for each office. The consent of all persons whose names appear on the ballot shall be secured prior to the election.
- Section 3. Nominations will be accepted from the floor at the annual meeting with the consent of the nominee.
- Section 4. If there is more than one nominee for an office, election shall be by ballot, supervised by the nominating committee. Uncontested elections may be by voice vote.
- Section 5. No absentee or proxy votes will be accepted.

ARTICLE IX Fiscal Year

The fiscal year of GLHQ shall run from July 1st through June 30th.

ARTICLE X Dissolution

In the event of the dissolution of GLHQ, the assets after all debts have been settled shall be liquidated and distributed to a non-profit organization, qualifying under the Internal Revenue Code, Section 501(c)4. None of the assets shall inure to the benefit of the individual members.

ARTICLE XI Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of GLHQ in all cases not provided for in these bylaws.

ARTICLE XII Amendment of Bylaws

- Section 1. These Bylaws may be amended only by a majority vote of the membership present at any meeting if notice of the suggested content change(s) to the Bylaws has been communicated to all members prior to that meeting.
- Section 2. The Bylaws can be amended at any membership meeting without notice by a 99% approval of the membership present at the meeting.

REVISION HISTORY

- 12/10/1998 Date of last revision
- 6/14/2001 Ways and Means Director changed to Fundraising Chairperson, succession to Treasurer position removed.
- 4/8/2004 Article I—added "The organization shall be a non-profit corporation."
- 6/10/2004 grammatical corrections made



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- 6/10/3004 Article IV, Section 3—added “Board” so that it reads “No member shall hold more than one Board position...”
- 6/10/2004 Article IV, Sections 5B and 5C—added “speaker” and “and workshops” so that it reads
- 6/10/2004 Article IV, Section 5J—changed to read “...meetings and a written year-end summary report at the Board of Directors’ June meeting.”
- 6/10/2004 Article VI, Section 2—deleted
- 6/10/2004 Article CI, Section 3E—added “con-contracted” so that it reads “payment of non-contracted bills...”
- 6/10/2004 Article VII—New Section 1 added to define a standing committee, remaining sections rewritten to delete references to other members being on the committees
- 6/10/2004 Article VII, Section 4—Moreclearly defined how the Treasurer sets the annual budget and arranged the yearly audit.
- 6/10/2004 Article VIII, Section 1—deleted “Each September.”
- 6/10/2004 Article VIII, Sections 4 and 5—Sections rewritten as new Section 4
- 5/18/2014 Grammatical corrections made