

**BY-LAWS**  
**VALLEY FORGE HOMESTEAD QUILTERS**  
*(most recent approved revision—July 2007)*

**ARTICLE I — NAME**

The name of this non-profit organization shall be Valley Forge Homestead Quilters. The Logo of this organization shall not be used for any commercial purposes unless there is written approval by the Executive Board.

**ARTICLE II — PURPOSE**

The purpose of this guild shall be:

1. to establish and promote educational and charitable endeavors regarding quilts and quiltmaking,
2. to reach out to persons interested in quilts and quiltmaking,
3. to encourage the art of quiltmaking—both contemporary and historic—in society,
4. to charitably provide the comfort of quilts to those in need of comfort outside the organization,
5. to facilitate greater knowledge and skill of members through lectures and workshops presented by recognized experts, and through the sharing of each other's knowledge, skill, and experience,
6. to achieve the above purposes while facilitating a warm fellowship among members.

**ARTICLE III — MEMBERSHIP**

SEC 1—Members in good standing, (hereafter referred to as “active members”) of the Valley Forge Homestead Quilters are those who pay annual guild dues as determined by the Executive Board, who attend meetings on a regular basis, and who perform member responsibilities as specified by the Executive Board (see section 4). Individual membership in the National Quilters Association and the American Quilters Society is encouraged but not required. Membership will be renewed each September.

SEC 2 — Membership in this organization shall be limited to one-hundred-twenty-five (125) active members. Thereafter, a waiting list may be formed for individuals wishing to join the guild.

SEC 3 — Active members shall be eligible to vote at the general meetings regarding election of officers, amending by-laws, and other issues presented to the membership. Active members shall also have access to a broad array of other membership privileges outlined by the executive board. Those members deemed not to be “active members” shall be classified as “associate members” and shall have privileges determined by the board (which may include attendance at meetings without a guest fee charge and the receipt of guild communications).

SEC 4 — Active members shall be responsible for a few duties to be specified by the Executive Board. Said responsibilities could include paying dues in a timely manner, contributing refreshments on an regular basis, selling a specific number of tickets for guild raffle quilts, helping to staff guild quilt shows, attending meetings as often as able, assist with guild community outreach projects (pay for/donate fabric, and/or help make comfort quilts, and/or assemble kits, etc.).

SEC 5 — New Members shall receive a membership packet which shall include: membership card, membership list, and any other guild-related information deemed appropriate by the board.

SEC 6 — If a paid member should be unable to attend meetings regularly, or unable to perform member responsibilities, her/his name may be transferred from the active membership list to the associate membership list in order to open up a membership to someone on the waiting list.

Those on the associate membership list may be reinstated on the active list if they wish, providing the active membership limit has not been reached

SEC 7 — Guests may attend general meetings at any time for a guest fee (amount to be determined by the board), fees will be applied to annual dues for any guest wishing to become a member at that meeting.

SEC 8 — The executive board has the authority to bring disciplinary action against a member if deemed necessary.

#### ARTICLE IV — ELECTED OFFICERS

##### SEC 1 — TERMS OF OFFICE

- A. The elected officers of the guild are president, vice-president, treasurer, secretary, membership secretary, and any additional officers as such need arises.
- B. Terms of officers shall be two years from September 1 to August 31. All officers will be elected in odd numbered years.
- C. Officers may not succeed themselves or serve longer than 24 months in a given office.
- D. Officers shall serve without compensation. Expenses may be reimbursed with the approval of the Executive Board.

##### SEC 1 — EXECUTIVE BOARD MEETINGS

- A. Executive Board meetings shall be held on a regular monthly basis as agreed upon by the members of the board.
- B. Executive Board meetings shall be attended by elected officers, the program chair, the newsletter chair, and the immediate past president. Other committee heads may be invited to attend board meetings as determined by the board.

## ARTICLE V — ELECTION OF OFFICERS

SEC 1 — The bi-annual election of officers shall take place at the regular meeting in June of the election year. Election will be by a simple majority vote of members present. Voting shall be by secret ballot if an office is contested.

SEC 2 — A nominating committee shall be appointed by the Executive Board at least 6-months before a given election.

SEC 3 — All nominations made by the membership shall be submitted in written form, signed, and given to the Nominating Committee before the May meeting.

SEC 4 — All nominees must be cognizant of and agreeable to their name being placed in nomination. A nominee must be a guild member in good standing who has been a member in the organization for at least one year.

SEC 5 — All incumbent officers shall continue in office through August 31, at which time the newly elected officers shall assume their duties.

SEC 6 — If an officer feels the need to resign before the end of the term of office, notice should be submitted in writing to the board and the president should then appoint a replacement or ask for a volunteer to complete the term.

## ARTICLE VI — DUTIES OF OFFICERS

### SEC 1 — PRESIDENT

- A. shall preside at Board and general meetings of the guild.
- B. shall call special meetings as deemed necessary.
- C. shall appoint all ad hoc and standing committee chairs or accept a volunteer.
- D. shall be an ex-officio member of each committee, and should be invited to attend each meeting.
- E. shall be responsible for long range planning through her/his term.
- F. shall ensure guild compliance with bylaws and initiate any needed changes.

### SEC 2 — VICE-PRESIDENT

- A. shall assist the President as called upon and shall exercise all functions of the President in the latter's absence.
- B. shall fulfill the duties of the presidency in the event the President cannot complete the full term of office.

### SEC 3 — TREASURER

- A. shall deposit all funds received belonging to the guild in a bank as approved by the board.
- B. shall disburse monies upon authorization by the President or by the Executive Board, or by vote of the general membership.
- C. The board shall determine—at the beginning of their term—a reasonable spending limit for board spending approval. Any money's exceeding that limit shall require membership approval.
- D. shall receive, maintain, and complete reports and records as necessary to the office and as required by law.
- E. shall have available all books and records to be submitted for audit at the close of the fiscal year, or as authorized by the board.
- F. shall prepare a monthly report—including the status of each cost center—to present at each Board meeting and display at each general meeting.
- G. shall prepare a complete, written financial annual report at the end of the fiscal year (August 31) and make the report available to the general membership.

#### SEC 4 — SECRETARY

- A. shall record and maintain minutes of all general meetings and provide to general membership via the newsletter.
- B. shall record and maintain all minutes of all Board meetings and make notes available to board members as soon as possible after each meeting.
- C. answer inquiries concerning the guild and related matters with assistance from the board as needed.
- D. Shall maintain a file system for all correspondence, inquiries, contracts, and reports of guild business for future reference.

#### SEC 5 — MEMBERSHIP SECRETARY

- A. shall maintain list of current members and publish that list following the September general meeting each year. This list is for the use of the Valley Forge Homestead Quilters and its general membership. It is not to be used or sold as a commercial mailing list.
- B. shall take charge of membership renewal, new-member coordination (including dispensing new member packets), and communication of membership responsibilities when dues are paid.
- C. shall assume responsibility for the management of the active membership list and the associate membership list, the determination of member status, and the tactful movement of members from one list to the other as needed—with the assistance of the board as needed.
- D. shall be responsible for correspondence with guild members.

#### SEC 6 — ALL OFFICERS

- A. shall meet required duties to the best of their abilities and in a timely manner.
- B. shall contribute to the maintenance of guild job descriptions that detail officer duties as well as committee responsibilities.
- C. can assume different and/or additional duties as required with approval from the board.

## ARTICLE VII — MEETINGS

SEC 1 — Monthly general meetings will be held the third Tuesday of the month unless otherwise approved by the active members of the guild.

SEC 2 — The guild year runs from September through August.

SEC 3 — In the event that it becomes necessary to change the date of a meeting, the membership must be notified at least one week in advance of the date the meeting is to be held unless due to emergency conditions.

SEC 4 — A quorum for the transaction of business at meetings shall consist of the active members in attendance at an official guild meeting. Guests and associate members shall not have voting privileges.

SEC 5 — Special meetings and workshops are encouraged and should be held as often as programs can be developed. All members must be notified of such meetings and/or workshops at least one week in advance of the date they are to be held.

SEC 6 — When planning workshops and other activities, every effort should be made to respect the diverse holidays represented within the membership and avoid scheduling during such days (e.g., Christmas, Easter, Good Friday, Passover, Yom Kippur, Rosh Hashanah).

## ARTICLE VIII — COMMITTEES

SEC 1 — Standing committee chairpersons shall be appointed by the President or may volunteer with the approval of the majority of the Executive Board. The tenure of all committee chairpersons shall terminate with the installation of a new Executive Board, unless requested to continue by the new Executive Board. Each chairperson shall be responsible for securing her/his committee.

SEC 2 — The Standing Committees shall include a program committee, the head of which shall serve on the Executive Board and shall report—and gain agreement on—plans for future meetings in advance of coordinating the related arrangements and contracts. Other standing

committees could involve such things as: newsletter, historian, hostess, library, quilt bees, publicity, quilt show, refreshments, retreats, excursions, etc.

SEC 3 — Committees shall perform those duties documented in guild job descriptions, and as outlined by the Executive Board, in addition to any listed in the by-laws.

SEC 4 — Committee heads who wish to request more or less budgetary funds shall notify the treasurer no later than the last day of August. The budget will be set by the Board at the beginning of each new fiscal year. The final budget shall be provided to the membership as soon as it's finalized. Any expenditures above the approved budget must be approved by the Board. Any money raised by committees reverts back to the general fund.

SEC 5 — Ad hoc committees may be established at the discretion of the President and the board. Chair-persons of ad hoc committees shall be appointed by the President or may be a volunteer with the approval of the majority of the Executive Board, and shall function for the time required to accomplish the purpose of the committee, but shall not extend beyond the current board's term of office without consent of the new Executive Board.

## ARTICLE 1X — DUES

### SEC 1 — PURPOSE

Annual dues shall not be assessed for the purpose of building up a treasury but shall be used for such operating expenses as speakers, postage, office supplies, publishing a newsletter, etc. All dues collected are the responsibility of the Treasurer.

### SEC 2 — ANNUAL DUES

The Executive Board shall adjust annual dues and guest fees to meet the operating expenses of this organization, subject to the approval of a simple majority vote of members in good standing.

### SEC 3 — GUEST FEES

Guest fees shall be paid prior to the start of each monthly meeting. Guest fees may be applied to the annual membership dues if the guest joins the guild at the same meeting he/she attends as a guest.

### SEC 4 — FISCAL YEAR

The fiscal year is September 1 through August 31 of each year. The appropriate dues for guild membership shall accompany all membership renewals and/or new member applications. Guild members whose renewal dues are not received by December 1 will be dropped from the guild. After the March meeting, dues will decrease to one-half the amount set for the year.

## ARTICLE X — PARLIAMENTARY AUTHORITY

Parliamentary authority shall be the current edition of Robert's Rules of Order. The observance

of such rules of order at both general meetings and Executive Board meetings is the responsibility of the president. The guild by-laws shall be kept with the President's records and also be present at the general meetings and the Executive Board meetings.

#### ARTICLE XI — AMENDMENTS TO THE BY-LAWS

SEC 1 — A change in the by-laws may be proposed in writing to the Executive Board by a member(s), by an ad hoc or by-law committee, or by members of the Executive Board.

SEC 2 — After approval by a majority of the Executive Board, proposed revisions shall be made available to the membership and announced at a general meeting, with voting to take place at the following general meeting.

SEC 3 — Amendments shall be approved by a simple majority of members in attendance at the general meeting.

#### ARTICLE XII — DISSOLUTION

The Valley Forge Homestead Quilters may be dissolved by a two-thirds vote of the entire membership; its assets to be disbursed as provided in ARTICLE XIII (Disposition of Properties).

#### ARTICLE XIII — DISPOSITION OF PROPERTIES

SEC 1 — Upon dissolution, the Executive Board shall pay or make provision for payments of all liabilities of the guild.

SEC 2 — In the event of dissolution, the Executive Board shall dispose of all assets of the organization exclusively for the purposes of charitable and/or educational organizations, provided they qualify as a non-profit organization.

SEC 3 — Any such assets not so disposed of shall be turned over to the Circuit Court of the County in which the principal meeting place of the guild has been established for disposition.