



# ORILLIA QUILTERS' GUILD

Incorporated 2005

## CONSTITUTION AND BY LAWS

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### ARTICLE 1: NAME

The organization shall be called "Orillia Quilters' Guild"

### ARTICLE 2: MISSION STATEMENT

The Orillia Quilters' Guild is a non profit organization dedicated to promoting interest and excellence in quilting.

### ARTICLE 3: MEMBERSHIP

1. Members shall be required to pay annual dues by a date determined by the current Executive.
2. The membership list is under no circumstances to be used for commercial purposes or sold. Such a misuse of this list shall result in a permanent loss of membership for the offending party.

### ARTICLE 4: GUILD YEAR AND MEETINGS

1. The Guild year shall be from January 1 to December 31.
2. Meetings shall be held on the third Wednesday of each month except *July and December*, which will be determined by the current Executive.
3. The Annual General Meeting shall be held in January of each year.
4. Visitors may attend selected meetings upon payment of a designated fee.
5. Unless previously authorized by the Executive, there shall be no commercial or political activity at any meeting or workshop of the Guild.

## **ARTICLE 5: DIRECTORS AND EXECUTIVE**

1. Directors of the Guild shall be:

- a. President
- b. Vice-President
- c. Secretary
- d. Treasurer
- e. Past President

2. The Executive of the Guild shall be the Directors plus the Chairs of standing committees. Standing committees shall be determined by the Executive. The Chairs will be responsible for the following:

- a. Hospitality
- b. Library
- c. Membership
- d. Newsletter
- e. Website
- f. Outreach
- g. Program
- h. Schoolhouse
- i. Workshops

3. The Chairs shall be elected at the Annual General Meeting and commence their duties at that time. The term of office shall be one (1) year.

4. Chairs may select assistants from the general membership as required.

5. No Executive member shall hold the same office for more than two (2) consecutive years unless no other member is willing to accept the nomination to a position and the incumbent is willing to serve another term.

6. Resignations from the Executive should be submitted in writing to the President. The Executive may appoint a replacement to serve the unexpired term.

7. A quorum of the Executive shall be 50% plus one of its members.

## **ARTICLE 6: NOMINATIONS AND ELECTIONS**

1. The Past President with two (2) members drawn from the general membership shall form a Nominations and Elections Committee.
2. The Committee will prepare a slate of nominees to be presented to the Executive in the month prior to the Annual General Meeting.
3. Additional nominations for any office will be accepted by the Committee until ten (10) days prior to the Annual General Meeting. These must be in writing, have the consent of the nominee, and a seconder.
4. The Executive shall be approved at the Annual General Meeting on a show of hands unless a ballot is necessary.

## **ARTICLE 7: FINANCE**

1. The fiscal year shall be January 1 to December 31.
2. All events and activities approved by the Executive shall be granted an operating budget, if required. Expenditures within the limits of the budget shall be the responsibility of the Committee Chair or event organizer. Expenditures not covered in an operating budget must have prior approval of the Executive.
3. Non budgeted expenditures of more than \$50.00 must be approved by the Executive.
4. Signing officers of the Guild shall be the Treasurer and one (1) of two (2) other Directors.
5. The financial records shall be internally reviewed annually.
6. Any money to the Guild shall be used in promoting the objectives of the Guild.

## **ARTICLE 8: DUTIES**

1. PRESIDENT
  - a. Exercise general and active supervision over all affairs of the Guild.
  - b. Prepare the agenda for and preside at the Executive meetings and General meetings.
  - c. Receive reports and correspondence from Committee chairs.
  - d. Keep safe and distribute at the Annual General Meeting sterling silver Executive pins to Executive members who have served two (2) years.
  - e. Assign one (1) of two (2) of the Guild's Post Office mailbox keys to a chairperson.
2. VICE PRESIDENT
  - a. Assist and replace President when necessary.
  - b. Hold one (1) of two (2) of the Guild's Post Office mailbox keys and collect mail prior to monthly meeting.
  - c. Provide information to the community about Guild events when necessary.

### 3. PAST PRESIDENT

- a. Chair Executive and General meetings in the absence of the President and Vice president.
- b. Keep safe the Past President's gold pin and at the end of the term pass to the *successor*.
- c. Form a Nominations and Elections committee prior to the next Annual General Meeting.

### 4. SECRETARY

- a. Record the minutes at Executive and Annual General Meetings and circulate copies to the Executive.
- b. Maintain a permanent file of all minutes, reports and agendas and the documents specified by the OCA (Ontario Corporation Act) and CCA (Canadian Corporation Act).
- c. Assist with correspondence.
- d. Responsible for cards or appropriate gifts when directed by the Executive.
- e. Responsible for the use and safe keeping of the Corporate Seal.

### 5. TREASURER

- a. Have charge of all funds of the Guild, receive dues, deposit receipts, and disburse money as authorized by the Executive.
- b. Report to the Executive on a monthly basis.
- c. Maintain all necessary records for the annual examination and prepare such reports as are required; have books internally reviewed annually.
- d. Receive record of financial transactions from each Committee Chair

### 6. COMMITTEE CHAIR

- a. Establish a committee and chair meetings as necessary.
- b. Provide pertinent information for publication in the newsletter.
- c. Report orally at meetings, as requested by the President.
- d. Report to the Executive regularly and prepare a written annual report to be filed with the Secretary and presented at the Annual General Meeting.
- e. Submit to the Treasurer receipts for documented expenditures at the beginning or end of the Executive meeting.
- f. Submit an appropriate budget to the Treasurer by the November meeting.

## **ARTICLE 9: PARLIAMENTARY AUTHORITY**

In all matters not provided for in the Constitution and By Laws, Roberts Rules of Order (Revised) shall be the authority.

## **ARTICLE 10: DISSOLUTION OF ORILLIA QUILTERS' GUILD**

Any net assets remaining after disbursements paid out of the Orillia Quilters' Guild will be donated to a local charity decided upon by the remaining members of the Guild at dissolution with a 50% plus one majority.

## **ARTICLE 11: AMENDMENTS TO THE CONSTITUTION AND BY LAWS**

1. The Constitution and By Laws may be amended or repealed by a two thirds vote of the members present at the Annual General Meeting. A quorum shall be twenty five percent (25%) of the membership.
2. Notice of such proposed amendment must be circulated to the members thirty days prior to the Annual General Meeting.