

MERRIMACK VALLEY QUILTERS GUILD

ARTICLE I: NAME AND LOGO

A. Name

The name of the organization shall be the Merrimack Valley Quilters, hereafter referred to as "MVQ."

B. Logo

The logo of the MVQ will be the "Indian Hatchet" block.

ARTICLE II: PURPOSE

The purpose of this organization shall be to encourage quilt making, to further the skills and art of quilting through educational meetings, workshops, and fellowship and to expand community awareness and appreciation of quilts.

ARTICLE III: MEMBERSHIP

A. Membership Eligibility

Membership is open to residents of the Merrimack Valley and friends who are interested in quilts.

B. Membership Requirements

1. Dues shall be paid upon joining and thereafter by the June meeting or sent by mail to MVQ, P.O. Box 566, Haverhill, MA 01831, or current membership chair, postmarked no later than June 30th of the current year.
2. Members are required to give two (2) hours of their time in some capacity to the quilt show yearly.
3. Both requirements must be met to be a member in good standing

C. Lifetime Membership

Lifetime membership, including all privileges of membership, is granted to the founding members of MVQ.

ARTICLE IV: MEMBERSHIP MEETINGS

A. Regular Meetings

Meetings of MVQ shall be held from September through June on the third Thursday of each month, except for a combined November/December meeting held on the first Thursday in December, unless otherwise notified in advance.

As deemed appropriate by the President, Regular Meeting(s) may be held over an online meeting application as approved by the Board.

B. Annual Meetings

An annual meeting shall be held on the third Thursday in June, at which officers are installed.

C. Special Meetings

The President shall call special meetings, if needed, provided members are notified at least (2) weeks in advance of a special meeting.

D. Quorum

A quorum shall be all members present, with decisions made by a majority vote.

ARTICLE V: EXECUTIVE COMMITTEE

A. Officers

Officers shall be a President, Vice President, Secretary, Accounts Receivable Treasurer and Accounts Payable Treasurer. These five (5) officers shall constitute the Executive Committee.

B. Term of Office

An Officer for the guild may serve continuously for up to five (5) years in an Executive Committee position, which includes President, Vice President, Secretary, AR Treasurer and AP Treasurer in order to offer more continuity in these jobs.

C. Elections

1. Election of the President, Vice President, Secretary, AR Treasurer and AP Treasurer shall take place at the general meeting in May.
2. In preparation for the annual nomination process, the President will:
 - a. Appoint a Nominating Committee in March to present a slate of nominees for office at the May meeting each year. The committee shall be comprised

- of two (2) Executive Board members (herein referred to as the "Board") plus three (3) non-Board members.
- b. Provide information on the nominating process to be included in the March newsletter.
 - c. Discuss the nominating process, Executive Committee positions and introduce the Nominating Committee at the March meeting
3. All nominations will be sent to a member of the Nominating Committee in written form (paper or e-mail). No verbal nominations will be accepted.
 4. Nominations must be submitted to the Committee prior to the May Board meeting. The Nominating Committee presents candidates to the Board at the May Board meeting.
 5. Members shall be notified in writing of the slate of nominees prior to the May guild meeting, usually through the newsletter.
 6. Voting will take place via paper ballot at the May guild meeting. Ballots will be distributed to guild members by the Membership Committee and collected and tallied by the Nominating Committee. Or voting will take place during May via an appropriate online balloting service approved by the Board. An online balloting service will be managed by the Nominating Committee appointed by the President. Guild members will receive an announcement via email indicating that the election is open and will be given 10 days to vote.
 7. Winning nominees will be determined by plurality vote – nominees who receive the most votes in each position are considered elected.
 8. New officers will be announced by the Nominating Committee during the May guild meeting.
 9. Installation of officers shall take place at the annual meeting in June of each year.

D. Responsibilities

- The President shall preside at all Executive Committee meetings, Board meetings and monthly membership meetings of MVQ. The President shall also:
 - set immediate goals for the current year and address issues with long-term implications,

- define standing committees for the current year with approval of the Executive Committee, per Article VII A,
 - ensure that one (1) representative for each standing committee is appointed to the Board and understands the responsibilities of their committee,
 - make appointments to fill Board vacancies,
 - be an ex-officio member of all committees,
 - ensure that the Bylaws are enforced and amended as needed.
- The Vice-President shall preside at all Executive Committee meetings, Board meetings and monthly membership meetings of MVQ in the absence of the President. The Vice-President shall also:
 - be responsible for community service and charity projects,
 - purchase door prizes for general membership meetings,
 - verify account balances of the monthly Treasurer's report, and
 - assist the President, as requested.
- The Secretary shall take minutes at all Executive Committee meetings, Board meetings and monthly membership meetings of the MVQ. The Secretary shall also:
 - have general membership meeting minutes included in the next month's newsletter,
 - shall file the "Annual Report" and "Certificate of Change of Directors" forms with the Secretary of the Commonwealth as required by law.
 - pick up MVQ correspondence from the post office box and distribute it,
 - write correspondence for MVQ,
 - maintain a file of all Board business and essential records and
 - send special mailings to the membership, if required
- The Treasurers shall be MVQ's general collecting, disbursing and accounting officers and shall be responsible for maintaining MVQ's books and accounts. Specifically, the Treasurers shall:
 - arrange for signature cards with the bank,

- sign all checks,
 - reconcile the Guild's accounts monthly,
 - deposit checks and pay invoices promptly,
 - ensure that liability insurance is renewed each year,
 - prepare the Treasurer(s)'s Report for every Board meeting,
 - prepare a year-end Financial Report and provide a summary of this report to the members-at-large at the first meeting of the year, with monthly updates throughout the year.
 - prepare the appropriate information and provide it to a consultant who will ensure all required tax/financial forms are filed in a timely fashion and
 - at the conclusion of the Treasurer' term of office, a "Compilation" will be performed on the financials.
- No officers or Board Members of the MVQ shall receive remuneration for serving on said Board as complies with Section 501c (3) of the internal Revenue Code.
 - In the event that an elected official cannot perform their duties, for any reason, the Board can appoint an interim officer until such time as the elected officer can resume their full responsibilities.

ARTICLE VI: EXECUTIVE BOARD

A. Executive Board Members

The Executive Board shall consist of the Executive Committee, a past president (usually the immediate past president) appointed by the President, and one (1) representative appointed from each standing committee as defined in Article VII A.

B. Board Meetings

Board meetings shall be held two (2) weeks in advance of the general meeting, unless otherwise notified in advance. In addition, an Annual Board Meeting attended by past and present Board members shall be held in June or July of each year to facilitate a smooth

transition. Board meetings are open to the general membership. However, voting privileges are accorded only to the present Board members. As deemed appropriate by the President, Board Meeting(s) may be held over an online meeting application as approved by the Board.

C. Special Meetings

The President shall call special meetings, if needed

D. Quorum

Six (6) present Board members are needed for a quorum, with decisions made by majority vote. The President will vote only in the case of a tie.

ARTICLE VII: COMMITTEES

A. Standing Committees

Standing Committees shall be defined by the President, with approval of the Executive Committee, usually before the first Board Meeting in June/July. Until this is carried out, standing committees are considered to be the same as those in the previous year.

Each Standing Committee has one (1) Board representative appointed by the President. This person is responsible for reporting to the Board, maintaining a notebook and passing on historical notes to the next year's committee. The names of standing committees and Board appointees shall be recorded in minutes of the Executive Board to ensure accurate interpretation of voting privileges.

B. Special Committees

Special committees shall be created by the President, as needed, with approval of the Board. No voting privileges at Board meetings are accorded to members of Special Committees.

ARTICLE VIII: FINANCIAL POLICIES

A. Fiscal Year

The fiscal year shall be from July 1 through June 30.

B. Dissolution of the Merrimack Valley Quilters

Upon dissolution of the Merrimack Valley Quilters, the Executive Committee shall dispose of all assets of the group in such a manner: to such organizations operated exclusively for charitable or educational purposes as shall qualify at the time as exempt organizations under Section 501c (3) of the Internal Revenue Code.

C. Assets

The assets and income of the organization shall not be distributable to, or benefit the trustees, directors or officers or other individuals in the organization without prior approval by the Board.

D. Budget

1. All committees shall function within the guidelines and budgets established by the Board which will be reviewed and approved yearly at the joint outgoing/incoming slate of officers' meeting in June. This budget can be reviewed as necessary throughout the year.
2. Guild members shall be encouraged to generate activities that will interest the guild and expand current activities. While every effort shall be made to have the activities be self-sustaining, if the proposed activity needs additional funding in order to be implemented, it may be presented to the Executive Board with a proposed budget outlining the specific need for supplemental financial support. The Executive Board shall discuss activity and budget and will vote on approval of funding.
3. All expenses must be approved by the committee chair. If the committee consists of a single member, the president's approval must be obtained before payment by the treasurer.
4. Motions requesting membership approval of non-budgeted disbursements greater than or equal to \$499.00 shall be included in a newsletter prior to the general meeting at which the vote takes place.

5. One (1) year's operating expense will be held in reserve at the end of each fiscal year.
6. Donations to community organizations and projects will be limited to year-end profit margin. Upon review of financial statements and the overall budget, the Board may vote to issue donations at other times of the year as deemed appropriate.
7. Proceeds of designated charitable fundraising events may be disbursed when collected. Designated charitable fundraising events need prior approval of the Board.
8. All year-end reports from all committee chairs and officers must be presented at the June Board meeting.
9. All proposed budgets for the following year must be presented to the president in May to be discussed at the June Board meeting.

ARTICLE IX: AMENDMENTS

Any and all modifications to the Bylaws must be voted upon by the membership. The Bylaws may be amended by a majority vote of members present and voting at a meeting provided that the proposed amendment has been read at the general meeting at one (1) month in advance, and the information has been distributed in writing to the membership at least one (1) month in advance.

ARTICLE X: PARLIMENTARY PROCEDURE

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall be the parliamentary authority for all matters of procedure not covered by existing MVQ articles.