

BY-LAWS
COBBLESTONE QUILTERS GUILD, INCORPORATED

ARTICLE I NAME

AND PURPOSE

Section I: This organization shall be known as the COBBLESTONE QUILTERS GUILD INCORPORATED hereinafter called "The Guild."

Section II: The purpose of The Guild shall be to foster the art of quilting, to encourage a high standard of design and technique in all of its various forms, and to stimulate an interest in these goals within the community.

Section III: The Guild shall be nonprofit, nonpartisan, and nonsectarian.

Section IV: (a) Notwithstanding any other provisions of its Charter or these By-Laws, The Guild shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code.

(b) In the event of dissolution, the residual assets of The Guild will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusively public purposes.

(c) No part of any net earnings or resources of The Guild shall inure to the benefit of any individual, or to any Director or Officer of The Guild, except that reasonable compensation may be paid for services rendered to or for The Guild affecting one of its purposes. No Director or Officer of The Guild or any private individual shall be entitled to share in the distribution of any of The Guild's assets on dissolution of The Guild.

(d) The purposes for which the organization is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code.

Section V: The Office of the Guild shall be located at 743 E. Main St., Harleyville, South Carolina 29448 and its registered agent shall be Karen Kendo.

ARTICLE II

MEMBERSHIP

Section I: REGULAR MEMBERSHIP. Any person with a serious interest in the art of quilting shall be eligible for membership upon payment of the annual dues.

AUXILIARY MEMBERSHIP. Auxiliary membership will be available for individuals 10-18 years of age who attend meetings with a sponsoring regular member at discounted dues of 50%.

Section II: DUES. Membership dues shall be at such rate, schedule or formula as may from time to time be prescribed by the Board of Directors, and approved by the general

membership at the annual meeting of The Guild. The first annual dues are payable a January of each succeeding year. After July 1st dues for new members shall be one ha the yearly fee. A new member is defined as one who has not held membership for the three years.

Section III. GUEST. A guest fee of \$3.00 will be charged for each meeting in one year. guest may come to two meetings a year prior to joining.

ARTICLE III

OFFICERS AND BOARD OF DIRECTORS

Section I: OFFICERS. Officers shall consist of a President, Vice-President, Secretary , Treasurer.

Section II: ELECTION OF OFFICERS. The Officers shall be elected at the annual meeting of members and shall serve for a term of one year. No officer shall serve more than consecutive terms in office. Unexpired terms shall be filled to their expiration date thrc appointment by the President and approval of the Board of Directors.

Section III: BOARD OF DIRECTORS. The Board of Directors shall consist of all elected offi of The Guild, the chairperson of standing committees, and the immediate past president. Board of Directors shall manage the affairs of The Guild and shall present all m recommendations for the approval of the membership.

Section IV: STANDING COMMITTEES. The chairpersons of standing committees shall appointed by the President, with approval of the Board of Directors. There shall be s standing committees as shall be deemed necessary by the Board of Directors.

Section V: DUTIES OF OFFICERS:

A. PRESIDENT. The President shall preside at all of the meetings of The C and the Board of Directors; shall be an *ex officio* member of all committees; shall appoir committees not herein otherwise provided for; shall be co-signer of the check book; shall have a vote except in case of a tie; and shall perform such duties as are incidental to office.

B. VICE-PRESIDENT. The Vice-President shall, in the absence of the Presid perform all the duties of the President. The Vice-President shall also be chairperson of Program Committee. The Vice-President shall assume the duties of the President the follow year.

C. SECRETARY. The Secretary shall keep minutes of all meetings of the B of Directors and general meetings; shall conduct general correspondence as required; shall assume all duties usual to the office.

D. TREASURER. The Treasurer shall act as custodian of the funds, collect c and fees and present an itemized account of receipts and disbursement at each busi meeting. The Treasurer shall be responsible for keeping all financial records having to with The Guild and shall be responsible for remitting dues and other financial obligation any organization with which The Guild is affiliated. The Treasurer shall be responsible for payment of services rendered by any individual who has been engaged by The Guild for purpose of lecture or working. The Treasurer shall follow the regulations of the IRS, as as local regulations, including an annual audit of the books, with respect to the operatio a non-profit, educational organization. Checks may be signed by either the Treasurer or

President. The Treasurer shall deposit all funds to the credit of The Guild in such banks or other depositories as the Board of Directors may select.

ARTICLE IV

MEETINGS

Section I: BOARD OF DIRECTORS ANNUAL MEETING. There shall be a joint meeting of the outgoing Board of Directors with the incoming Board of Directors which will be held shortly after the November elections and prior to the January meeting.

Section II: REGULAR MEETING. Regular meetings of the membership shall be held on a monthly schedule as determined by the Board and approved by the membership.

Section III: QUORUM.

A. SIMPLE QUORUM. A simple quorum is defined as one-fourth of the total membership.

B. SUPER QUORUM. A super quorum is defined as one-third of the total membership.

ARTICLE V

COMMITTEES

Section I: NOMINATING COMMITTEE. The nominating committee shall consist of three members, composed as follows: The President shall appoint one board member and two members from the general membership at the September meeting. The nominating committee shall make a report to the Board of the nominations for each office. Upon receipt of the slate, the Secretary shall notify the general membership at the October meeting. Elections shall be held at the November meeting.

Installation of Officers shall be held at the December meeting. New Officers and the chairperson of each Committee shall begin their tenure at the January meeting.

A. Each candidate must be an active member in good standing and must have agreed to accept the responsibilities of the position.

B. Further nominations may be made from the floor at the time of the election.

Section II: MEMBERSHIP COMMITTEE. The Membership Committee will be responsible for soliciting new members, maintaining a directory, and collecting dues.

Section III: PROGRAM COMMITTEE. The Program Committee will be responsible for planning the program for the monthly meetings of the general membership. They will also plan any special programs or workshops.

Section IV: PUBLICITY COMMITTEE. The Publicity Committee will be responsible for keeping the public informed about the activities and accomplishments of The Guild.

Section V: NEWSLETTER COMMITTEE. The Newsletter Committee will be responsible for keeping the general membership informed of Guild activities and other quilting related data.

Section VI: WAYS AND MEANS. The Ways and Means Committee will be responsible for fund raising to supplement the dues to provide funds for quilt programming.

ARTICLE VI PARLIAMENTARY

AUTHORITY

Section I: The current edition of the Roberts Rules of Order shall be the final source authority in all questions of parliamentary procedures when rules are not consistent with By-Laws of The Guild.

Section II: Regular business of The Guild may be conducted at any business meeting majority vote of the members present, provided a simple quorum is present.

Section III: These By-Laws may be altered, amended or repealed and new By-Laws adopted at any business meeting of The Guild by a two-thirds vote of the members present, provided a super quorum is present. Notification by mail one month in advance of making any change is required.

By-Laws last amended at the December 9, 2010 meeting.

PAST PRESIDENTS

1983-84 - Nancy Rignel	1998 - Shelley Clark-Glidewell
1984-85 - Susan Runge	1999 - Sue Spillane
1985-86 - Darra Duffy Williamson	2000 - JoAnn Spearman
1986-87 - Kimberly Gibson	2001 - Marina Sharts
1987-88 - Jenny Chase Dunn-Roark	2002 - Kim McPeake
1988-89 - JoAnn Dawson	2003 - June Bohac
1989-90 - Frances Hay	2004 - Linda Knutson
1990-91 - Nan Tournier	2005 - Nora R. Williams
1991-92 - Betty Brandhorst	2006 - Janice Augustine
1992-93 - Shirley Passino	2007 - Karen Kendo
1993-94 - Eldeen Carter	2008 - Rita O'Loughlin
1994-95 - Betty O'Leary	2009 - Virginia Schrenker
1996 - Sue Runnerstrom	2010 - Ginny Anderson
1997 - Sally Gartzke	2011 - Pat Schneider
2012 - Denyse Eisenhardt	

PAST QUILT SHOW COMMITTEE CHAIRS

1985 - Nancy Rignel	2000 - Shirley Passino
1987 - Frances Hay	2002 - Sue Spillane
1990 - JoAnn Dawson	2004 - Marina Sharts
1992 - Laura Chapman	2006 - Rita O'Loughlin
1994 - Laura Chapman & Claudette Linder	2008 - June Bohac
1996 - Claudette Linder & Betty O'Leary	2010 - Karen Kendo
1998 - Betty O'Leary	2012-Virginia Schrenker