

# Boulder Modern Quilt Guild Bylaws

[www.bouldermodernquiltguild.com](http://www.bouldermodernquiltguild.com)

## **Article I: Name & Location**

The name of this organization shall be The Boulder Modern Quilt Guild, also referred to as the Guild, Boulder MQG, or BMQG. The Guild is based in Boulder, Colorado and serves members from Boulder and the surrounding area. The Boulder Modern Quilt Guild is the local branch of The Modern Quilt Guild.

## **Article II: Purpose**

The purpose of the Guild shall be to provide an atmosphere of fellowship and learning for persons interested in the art and craft of modern quilt making and related arts by sharing of skills, knowledge and inspiration in the field of quilt making. The Guild is a volunteer run, not-for-profit association intending to comply under IRS Code Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Guild shall:

- Encourage modern quilt making\* and collecting.
- Provide educational activities such as speakers and demonstrations, special interest workshops and lectures.
- Provide meetings, social gatherings and field-trips to encourage modern quilt making.
- Support and sponsor quilting activities, such as community events, that provide the opportunity to share the art and enjoyment of modern quilting and promote the appreciation of this craft.
- Participate in community service activities through the making and donating of modern quilts.
- Help to enlighten the public on the substantial history of quilt making as an art form as well as a continuing craft, with emphasis on the modern quilting movement.

\*Please refer to the current definition of modern quilting, as provided by The Modern Quilt Guild.

## **Article III: Membership**

Personal membership in the Guild is open to any person, regardless of race, color, creed, sex or national origin, who is interested in modern quilts and quilt making.

### **Section 1: Active Members**

- a. New members may join at any time
- b. Membership shall be recognized upon payment of annual dues and completion of membership form.
- c. Members in good standing receive free entry to all general and board meetings, except for special programs where extra costs must be defrayed.

- d. Active members may participate in and support the projects and activities of the Guild, including the privilege of voting, holding office, and serving on committees. They shall be entitled to preferential placing in any Guild sponsored function, receive a membership roster, have access to minutes of the business and general meetings, have access to treasurer's reports, may place items on the agenda, and be informed of all decisions of the Executive Board.
- e. Members are allowed full access to the website and the opportunity to participate in all meeting activities including, but not limited to, swaps, bees and raffles.
- f. Active membership is defined as having paid dues in full.

## **Section 2: Visitors**

- a. Visitors may attend one meeting, free of charge. At the second meeting a nominal fee will be charged. Upon the third meeting a visitor must become a member by paying the appropriate annual dues. A Board member may authorize a waiver of the visitor fee for a limited number of times.
- b. On occasion, a visitor's first meeting may coincide with a special event meeting with an associated fee. At such meetings, visitors will be required to pay the fee to assist in covering the cost of the event.
- c. Visitors may not vote in elections or participate in meeting activities such as swaps, bees, raffles, etc.

## **Article IV: Dues and Fees**

### **Section 1: Dues**

- a. Annual membership dues shall be determined by resolution of the Executive Board. Changes in dues shall be proposed no later than the September Evening meeting, and members will be notified of the proposed change thirty (30) days prior to the scheduled membership vote. Voting will take place at a General meeting or electronically and the proposed change must get a majority of the vote to pass. Any changes in the dues structure will take effect for the following membership year.
- b. Fees will be collected by the Treasurer, identified and held in the Guild checking account.
- c. Dues will be collected on an annual basis, prior to January.
- d. Dues are not refundable.
- e. In the event of dissolution, all funds and goods owned by the Guild shall be donated to a non-profit organization(s) to be voted for and agreed upon by the membership.

### **Section 2: Fees**

- a. Fees may be charged for special classes, presentations and/or events as established by the Executive Board.
- b. Fees will be collected by the Treasurer, identified and held in the Guild checking account.

- c. Fees may be refundable as determined in advance of the event, class or presentation in the event of cancellation or reasonable change of circumstances.
- d. Fees will be published on the website and announced at the General Membership meeting.

## **Article V: Meetings**

### **Section 1: General Membership Meetings**

- a. General Membership meetings shall be held on a date and at a place as designated by the Executive Board.
- b. Meetings shall be announced on the Guild website.
- c. The January meeting shall be considered the Annual Meeting.
- d. The Executive Board shall poll all members annually in the Fall for input. The results of the annual poll shall direct priorities of the Executive Board for the coming year.

### **Section 2: Special Meetings**

- a. Special meetings may be called by the Executive Board or by the General Membership for the purpose of a single item matter.
- b. Members will be notified of a special meeting at least 72 hours in advance as to date, time and location of the meeting.

### **Section 3: Executive Board Meetings**

- a. Executive Board meetings shall be held at least quarterly.
- b. Executive Board meetings are open to the General Membership.
- c. The date, time, location and proposed agenda of quarterly Executive Board meetings shall be announced to the General Membership and posted on the Guild's website no less than 1 week in advance of the meeting.

### **Section 4: Minutes**

- a. Minutes of all meetings shall be available to all members through the Guild website.

### **Section 5: Voting**

- a. Every action or decision brought to the General Meeting or via electronic voting shall be decided by a majority of the members present at the meeting.
- b. Each member is entitled to one vote on each matter. Voting shall be by voice, show of hands, ballot or electronic voting.

### **Section 6: Special Events/Workshops**

- a. When the Guild offers limited capacity special workshops or presentations, first priority is extended to members, and then to non-members/visitors as space permits.
- b. Additional fees to attend special events may be asked of members and visitors as agreed upon by the Executive Board. The additional fees will be published on the Guild website.

## **Article VI: Officers and Their Responsibilities**

### **Section 1: Officers**

- a. The Officers of the Guild's Executive Board shall be President, Vice-President(s), Secretary, Treasurer, and Social Media Director

### **Section 2: Responsibilities**

#### **a. President**

The President shall:

- I. Preside at all general, special and Board meetings
- II. Serve as the primary public contact for the chapter
- III. Coordinate with Board members in planning, inviting, organizing special guest speakers, monthly meeting programs, workshops, classes, field trips and other events.
- IV. Coordinate with Board members in maintaining a cohesive identity for the Guild.
- V. Serve as co-signer with the Treasurer on checks of the Guild.

#### **b. Vice-President(s)**

The Vice-President shall:

- I. In the absence of the President, conduct General Membership meetings and/or Executive Board meetings.
- II. Assume the responsibilities of the President in the event the President cannot complete the term of elected office.
- III. Oversee the review of the Guild Bylaws as necessary.
- IV. Serve as co-signer with the Treasurer on checks of the Guild as needed
- V. In conjunction with Board members, plan and organize General Membership meetings and other events, including special events, guest speakers, workshops and field trips.
- VI. Support the President in any way necessary.

#### **c. Secretary**

The Secretary shall:

- I. Record minutes during Executive Board meetings and General Membership meetings. All recorded minutes must be approved by members of the Board before they are published on the BMQG website.
- II. Publish the minutes within 30 days of the meeting date
- III. Lead and facilitate meetings when the President and Vice President are unable to attend general meetings.
- IV. Distribute Executive Board and General Membership meeting agendas after they are determined by the Executive Board.
- V. Maintain a database of proposed Guild activities, including but not limited to: meeting topics, workshops, challenges, guest speakers and social events.
- VI. Serve as co-signer with the Treasurer on check of the Guild as needed.

#### **d. Treasurer**

The Treasurer shall:

- I. Receive and bank all Guild monies.
- II. Maintain bookkeeping records of all funds
- III. Disburse funds as authorized.
- IV. Serve as co-signer with other authorized Officers on checks of the Guild.
- V. Make a financial statement available for the members
- VI. Provide a financial statement to the Executive Board.
- VII. Handle legal and tax filings

e. Social Media Director

The Social Media Director shall:

- I. Maintain the Guild website and Guild email accounts
- II. Add website functions as necessary
- III. Accept applications to the Guild website
- IV. Maintain online photo groups
- V. Maintain online social media accounts
- VI. Serve as co-signer with Treasurer on checks of the Guild as needed

### **Article VII: Committees**

Committees are created for the purpose of creating and building fellowship through quilting bees, swaps, quilt shows, charity events, assistance with the Executive Board, etc.

Committees may include, but are not limited to: Archivist, Hospitality, Publicity, Special Projects, Membership, Education, Budget, Programs, MQG Liaison, Elections, Philanthropy, etc.

Committees may be suggested by any member, but only the Guild President can officially create or dissolve a committee.

All Guild members in good standing can belong to one or multiple committees, so long as they keep their membership in the Guild and can fulfill all the tasks needed.

### **Article VIII: Voting & Elections**

#### **Section 1: Candidates for Executive Board Officer Positions**

- a. Elections are announced at the September meeting and held during November.
  - a. All members in good standing who have been active participants with the Guild for at least one full year are eligible to hold office on the Executive Board.
  - b. All members who wish to be considered should express their wishes to an executive board member in September or October.

- I. Members may self-nominate or nominate other members with their permission.
- II. Officers shall serve a one-year term.
- III. In the event of a vacancy on the Executive Board, the Board shall appoint a person to fill the remainder of the term vacated.

### **Section 2: Executive Board Elections**

- a. Elections are held during the November
  - I. Each member will be given a ballot. Only one vote per office will be considered.
  - II. The newly elected officers will take office on January 1.
  - III. Upon leaving their post, all outgoing Executive Board members must turn over all pertinent information, books and data to the newly appointed officers so they can fulfill their duties.

### **Section 3: General Voting**

- a. All members in good standing and in attendance during voting procedures are allowed one vote per motion, amendment, poll or election.

### **Section 4: Leadership Removal**

- a. Should it be necessary to remove an elected officer(s), a two-thirds vote of members present at any general meeting can accomplish this.

## **Article IX: Requirements to be exempt as an Organization described in section 501(c)(3) of the Internal Revenue Code**

**Section 1.** The organization is organized exclusively for charitable, religious, educational, or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Section 2.** No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Section 1 hereof and in Article II of this constitution.

**Section 3.** No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

**Section 4.** Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Section 5.** Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### **Article X: Amendment of Bylaws**

These Bylaws may be amended at any General Meeting of the Guild by a majority vote of the General Membership present. Any proposed amendment must be submitted in writing and must have been presented at a General Meeting prior to voting.

Submitted on **June 2<sup>nd</sup>, 2014** by the Executive Board:

Carrie Dalton, President and Treasurer  
Katie Arrington, Vice President  
Denise Von Minden, Social Media Director  
Lynne Troup, Secretary

Bylaws approved by BMQG Member vote on 6/8/2014

Revised on December 30, 2017 by the Executive Board

Bylaws revision approved by BMQG Member vote on 1/4/2018

Revised on August 2, 2018 by the BMQG Executive Board

Bylaws revision approved by BMQG Member vote on 9/6/2018