

CONSTITUTION AND BY-LAWS

SECTION I

NAME

The name of this organization shall be Carquinez Strait Stitchers.

PURPOSE

The purpose of Carquinez Strait Stitchers shall be to perpetuate the art of quilting, to encourage members to share their skills and expertise with others, to provide an educational program consisting of workshops related to the art of quilting, to share the beauty and history of quilt making with the community, provide charitable donations, and to strive for a spirit of cooperation, support, and encouragement within the membership.

MEMBERSHIP

There will be two categories of membership: Active and Affiliate.

ACTIVE MEMBERSHIP

Any person interested in quilting and related arts may be an Active Member.

Active members:

- shall pay annual dues
- shall support and participate in the projects and activities of the organization
- shall have the privilege of voting and holding office

AFFILIATE MEMBERSHIP

Any business or community organization wishing to support the organization may be an Affiliate Member.

Affiliate Members:

- shall pay an annual fee to be set by the Executive Board
- shall be mentioned in the monthly newsletter
- shall not vote, hold office, or be part of a quorum

DUES

Annual dues shall be recommended by the Finance Committee at the April business meeting and passed by a majority of members if a quorum is present. Dues are payable by members upon joining and thereafter annually on July 1. Any member whose dues are not received by the August business meeting shall be dropped from the Carquinez Strait Stitchers membership. New members joining after December 31 shall pay one-half the dues for that membership year.

Hardship may be claimed by submitting a confidential request for a dues waiver to the Chairman of the Finance Committee. The number of dues waivers awarded per year shall not exceed 5% of the total paid membership on December 31 of the previous year.

FISCAL YEAR

The fiscal year shall commence on the first day of July and end on June 30.

SECTION II

MEETINGS

The Carquinez Strait Stitchers shall meet once each month to conduct business on a regular date established by the vote of the membership. A quorum shall consist of twenty-five percent of the current membership. A quorum must be present when a vote is called. The majority of those present voting "yes" passes the vote. Additional meetings for purposes of education and socializing shall be held. When necessary, guild business may be conducted at any meeting. Any change of meeting date or time shall require notification of all members.

SECTION III

EXECUTIVE BOARD

The Executive Board shall consist of seven elected officers who shall be President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Treasurer, and Northern California Quilt Council (NCQC) Representative. Offices may be shared by two members who will have only one vote between them.

NOMINATIONS AND ELECTIONS

- a) The Nominating Committee shall consist of not less than three and not more than five members. The President shall appoint one retiring member from the Executive Board. The President may appoint one past Executive Board member in the event there are no available currently retiring Executive Board members. Additional members shall be appointed by the general membership at the April business meeting.
- b) The Nominating Committee shall present a slate of one or more nominees for each office at the May business meeting. Nominations may be made from the floor at that time.
- c) The election of officers shall be at the June business meeting.
- d) Terms of office shall be for one year. No officer may serve more than three consecutive terms in the same office.
- e) Officers shall be installed at the first business meeting of the fiscal year.

VACANCIES IN OFFICE AND REMOVAL OF OFFICERS

A vacancy in the office of the President shall be filled by the First Vice President. Vacancies in other offices shall be filled for the unexpired term by appointment by the Executive Board.

In the event that an officer fails to fulfill the duties of her office, the board may propose her removal from office to the membership in writing. An ad-hoc committee consisting of at least three members, none from the Executive Board, shall be elected at a membership meeting. The committee shall conduct a mail vote of the membership. Both the Executive Board and the officer in question may include a one-page written statement with the ballot. Removal may be affected by a three-quarters majority of votes cast.

SECTION IV

DUTIES OF OFFICERS

THE PRESIDENT:

- a) Shall preside at all membership meetings and Executive Board meetings.
- b) Shall appoint all chairpersons, subject to the approval of the Executive Board.
- c) Shall serve as an ex-officio member of all committees except the Nominating Committee.
- d) Shall be authorized to sign checks drawn on the treasury of Carquinez Strait Stitchers.
- e) Shall vote only in the event of a tie vote at business and board meetings.
- f) Shall provide a written record of activities during her tenure to the incoming President, and work closely with her to provide a smooth transition of this office.

THE FIRST VICE PRESIDENT:

- a) Shall perform the duties of the President in the absence of the President.
- b) Shall become President in the event of a vacancy in that office.
- c) Shall assist the President as needed or directed.
- d) Shall be authorized to sign checks drawn on the treasury of the Carquinez Strait Stitchers.
- e) Shall serve as a liaison between the Executive Board and committee chairs as directed and present reports to the Executive Board as needed.
- f) Shall collect all dues from members, turn them over to the Treasurer, and maintain an accurate membership record.
- g) Shall provide a written record of activities during her tenure to the incoming Vice President, and work closely with her to provide a smooth transition of this office.

THE SECOND VICE PRESIDENT:

- a) Shall plan and Implement a varied program based on the goals, objectives, and interests of the Carquinez Strait Stitchers.
- b) Shall appoint assistants as needed.
- c) Shall assist the President as needed or directed.
- d) Shall provide a written record of activities during her tenure to the incoming Vice President, and work closely with her to provide a smooth transition of this office.

THE RECORDING SECRETARY:

- a) Shall take and record accurate minutes of all business and board meetings.
- b) Shall be responsible for maintaining all records of meetings in a permanent file.
- c) Shall present the President a copy of the minutes of the previous meeting at least one week in advance of the regular business meeting to assist the President In making an agenda.
- d) Shall provide a copy of the minutes to the Corresponding Secretary for publication in the next newsletter.
- e) Shall be authorized to sign checks drawn on the treasury of the Carquinez Strait Stitchers.
- f) Shall provide a written record of activities during her tenure to the incoming Secretary, and work closely with her to provide a smooth transition of this office.

THE CORRESPONDING SECRETARY:

- a) Shall be responsible for correspondence for the organization.
- b) Shall be responsible for communications within the membership via newsletter, email, website, postal service, and phone tree
- c) Shall keep a file of all communications sent and received.
- d) Shall be responsible for weekly pick-up and distribution of mail.
- e) Shall appoint assistants as needed and coordinate with the Newsletter and Website committee chairs.
- f) Shall provide a written record of activities during her tenure to the incoming Secretary, and work closely with her to provide a smooth transition of this office.

THE TREASURER:

- a) Shall have charge of all monies of the Carquinez Strait Stitchers and shall report thereon at all business and board meetings.
- b) Shall be authorized to sign checks drawn on the treasury for disbursement or transfer of funds. Shall keep an itemized record, in a permanent file, of all receipts and expenditures.
- c) Shall file any required tax forms.
- d) Shall prepare an annual financial statement reflecting all money transactions through June 30. This shall be reported at the July business meeting and published in the August newsletter.
- e) Shall deliver all financial records to the incoming Treasurer and work closely with her to insure a smooth transition of this office.

THE NCQC REPRESENTATIVE:

- a) Shall be responsible for representing the Carquinez Strait Stitchers at all NCQC meetings or arranging for an alternate representative.
- b) Shall report to the Executive Board and membership on the activities of the NCQC.
- c) Shall provide a written record of activities during her tenure to the incoming NCQC Representative, and work closely with her to provide a smooth transition to this office.

SECTION V

COMMITTEES

The Executive Board establishes or eliminates committees, and appoints or removes chairpersons, as needed, with the exception of the Nominating and Finance Committees. Each committee shall consist of a Chairperson, appointed by the President, for the current fiscal year. Additional members may be included as needed.

All appointed Chairpersons shall be responsible for reporting to the First Vice President and the membership regarding the activities of their committees. One member of each committee or sub-committee that collects or disburses funds shall present to the Carquinez Strait Stitchers' Treasurer a monthly written report of receipts and expenditures, to be included in the following month's Treasurer's report. Each retiring chairperson shall record the activities of their committee to be passed to the incoming Chairperson. They shall work closely together to insure a smooth transition of responsibilities.

The committees of the Carquinez Strait Stitchers shall consist of any or all of the following plus any additional deemed necessary.

Community Outreach	Opportunity Quilt
Finance	Parliamentary
History	Publicity
Hospitality & Sunshine	Quilt Show
Newsletter	Ticket Sales
Nominating	Website

Community Outreach- This committee will coordinate the educational and charitable activities that are to take place throughout the year. Examples: making donations to charitable organizations, preparing for National Quilt Day, and working with the Benicia Public Library to determine their needs for materials about the history of and new trends in quilting.

Finance- The President and Treasurer are ex-officio members of this committee, along with three members-at-large, who are not members of the Executive Board. The Finance Committee will recommend the amount for annual dues for active and affiliate members of the Carquinez Strait Stitchers at the April business meeting. The committee will prepare an annual budget based on the sound financial policy already developed for the organization, for the June business meeting. Newly nominated members for Board and committee positions are encouraged to participate in the budget creation/review process. In addition, the three members-at-large will serve as an Audit sub-committee who will review all financial records on a quarterly basis throughout the fiscal year.

History- This committee will keep a record of the Carquinez Strait Stitchers' activities in writing, photographs, news clippings, etc.

Hospitality & Sunshine- This committee will have greeters welcome visitors and members to all meetings. It will send cards to people who are sick or bereaved. It will also see that refreshments and drinks are brought to meetings, and oversee the cleanup process.

Newsletter- This committee will assemble reports provided by officers, committee chairs, and other guild members for publication in newsletter format. The committee will distribute the newsletter by email and postal mail when requested and will provide a copy to the Website committee.

Nominating- This committee will identify and interview candidates for each Executive Board position. It will acquaint the candidates with the duties of the proposed positions. It will present the slate of nominees at the May business meeting, and if needed due to competing candidates for a single office, prepare, distribute and count ballots at the June business meeting.

Opportunity Quilt- This committee will choose the pattern for the opportunity quilt and present it to the general membership for approval. They will oversee the purchase of materials and complete the construction of the quilt. The finished quilt will be presented to the general membership. The quilt winner will be determined at a public fundraising event.

Parliamentary- This committee will advise the Carquinez Strait Stitchers about the use of Roberts Rules of Order in all instances in which they are applicable and in which they are not inconsistent with the organization's Bylaws. It shall preside over the election process in June and the installation of the officers at the first Business meeting of the fiscal year. It shall be available to answer parliamentary questions when they arise at the meetings.

Publicity- This committee shall arrange for publicity for all organization activities except the quilt show. This includes the use of newspapers, fliers, radio, and/or TV announcements. It may assist the quilt show Publicity Chairperson.

Quilt Show- This committee will plan and coordinate all activities necessary for putting on the Carquinez Strait Stitchers quilt show.

Ticket Sales- This committee will see that tickets are designed and printed, if necessary, and distributed to the membership for sale. It will collect the money from these sales and present it to the Treasurer along with a financial statement for the project.

Website- This committee will maintain the guild website's written and photographic content provided by officers and committee members.

SECTION VI

MEETING SCHEDULE

The APRIL business meeting shall include the appointment of the Nominating Committee. The Finance Committee shall present for approval the proposed cost of membership dues for the next fiscal cycle.

The MAY business meeting shall include the presentation of the slate of nominees for new officers.

The JUNE business meeting shall include the election of new officers, and the presentation of the annual budget by the Finance Committee for approval.

The JULY business meeting shall include the installation of new officers, the appointment of new committee chairpersons, and the annual financial statement by the Treasurer. If no Business meeting is held in July, these activities will occur in August.

SECTION VII

PROPERTY OF ORGANIZATION

The property of this organization is dedicated to social welfare purposes and no part of the net income or assets shall ever inure to the benefit of any officer or member thereof or the benefit of any private person. Upon dissolution or winding up of the organization, its assets remaining after payment, or provision for payment, of all debts and liabilities of this organization shall be distributed, as determined by a vote of the members, to a non-profit fund, foundation, or organization operated exclusively for social welfare purposes and which has established its tax-exempt status under Section 501(c)(4) of the Internal Revenue Code.

SECTION VIII

AMENDMENTS

All proposed amendments to these By-laws shall be presented in writing to the Executive Board. The proposed amendments will be sent in writing to all members at least ten (10) days before they are to be voted on. These Bylaws may be amended by a two-thirds majority of votes cast.