



# PINE NEEDLE QUILTERS

## By-Laws 2004

### ARTICLE I NAME

The name of this organization shall be Pine Needle Quilters. The Pine Needle Quilters logo shall be as shown above. The logo shall not be used for commercial purposes.

### ARTICLE II PURPOSE

- Section 1 To stimulate interest in, perpetuate the art of, and educate the public about the art of quilt making.
- Section 2 To encourage the sharing of information, ideas and methods pertaining to quilt making, to inspire and motivate our members and the community.
- Section 3 To sponsor educational activities for the public related to quilt making, i.e., lectures, discussions, shows, workshops, seminars, etc.
- Section 4 Maintaining communication with and supporting quilting functions of area organizations.
- Section 5 Exhibiting the cultural and historical values of the quilt art to the community and to the general public.

### ARTICLE III ELECTED OFFICIALS

- Section 1 Executive Board: The activities of the organization shall be managed by the Executive Board which shall consist of five (5) members. The Executive Board shall be: the President, Vice-President, Secretary, Treasurer, and Past-President.
- Section 2 A Board member must be a paid member and an officer.
- Section 3 The Executive Board shall be elected by ballot and serve the same terms as in Article III, Section 7.
- Section 4 A Board member may resign from the Board by writing a letter of resignation giving one month's notice.
- Section 5 Procedure for removal of an Officer shall be as follows: A Written motion for removal must be presented with due cause for removal, then seconded at a regularly scheduled meeting. Motion to be followed by secret ballot voted on by general membership, counted and announced at same meeting. Voting results to be determined by a majority of members present at regularly scheduled meeting at which a quorum exists.
- Section 6 The filling of vacancies to the Board will follow the same procedure as the election of Officers.
- Section 7 OFFICERS: These Officers shall be elected by ballot as set forth in The Duties And Responsibilities of Officers and Committees, and shall serve terms as follows:
  - A. President- one (1) year term/ one (1) year as Past-President
  - B. Vice President- one (1) year term

- C. Secretary- one (1) year term
- D. Treasurer- one (1) year term
- Section 8 Officers shall serve without compensation of any form.
- Section 9 An Officer may resign from the Boars as in Article III, Section 4.
- Section 10 Procedure for removal of an Officer shall be as in Article III, Section 5.
- Section 11 The responsibilities of all Chairpersons are as set forth in the Duties and Responsibilities of Officers and Committees.
- Section 12 A Chairperson may resign as in Article III, Section 4.
- Section 13 Procedure for removal of a Chairperson shall be as in Article III, Section 5.
- Section 14 Officers may succeed themselves for one additional term.

#### ARTICLE IV MEMBERS

- Section 1 All individuals interested in the art of quilt making are eligible for membership.
- Section 2 Membership in this organization shall be limited to dues paying members only.
  - A. Dues are payable at the beginning of each fiscal year. (May through April) These are payable by May meeting or member will be notified as a reminder. Member will be dropped if dues are not paid by June meeting.
  - B. Dues shall not be refundable.
  - C. Dues may be changed by the Board with the approval of the majority of the members.
  - D. Guests are welcome to attend two meetings. Attendance at third meeting requires paid membership.
  - E. Membership shall be limited to seventy five (75) members due to facility limitations. A waiting list will then be established on a first come, first serve basis.
- Section 3 Members who attend meetings are entitled to vote on all issues presented.
- Section 4 Members shall receive a copy of the by-laws, and a membership list, which may not be used for commercial purposes.
- Section 5 Removal of members: Members may be removed from membership with cause including but not limited to failure to pay dues. Removal must be approved by a majority of the Board and member whose removal is being considered shall receive notice of that action and an opportunity to redress the problem.

#### ARTICLE V NOMINATING COMMITTEE TO ELECT OFFICERS

- Section 1 The President shall appoint a Chairperson for the Nominating Committee in February and that Chairperson shall serve as set forth in The Duties and Responsibilities of Officer and Committees.

#### ARTICLE VI ANNUAL ELECTION MEETING OF MEMBERS AND BOARD

- Section 1 The annual meeting of members for the election of Officers and such other business as may come before the meeting shall be held at the April meeting prior to the regularly scheduled general meeting of the fiscal year. Notice of this meeting to be given at the March regularly scheduled meeting.
- Section 2 Newly elected Officers shall assume duties at the May meeting.

## ARTICLE VII COMMITTEES

- Section 1 All committee chairpersons may be Board members and are appointed by the President to serve for a one year term, unless a new President requests that they serve for another year, and they are willing to do so.
- Section 2 Ad hoc committees, appointed by the President, will serve only for the time required to accomplish the purpose of the committee.
- Section 3 The Board may dissolve an ad hoc committee at any time deemed desirable.
- Section 4 The committee chairs report any activities within their committees to the members of the Board.
- Section 5 Standing Committees are: Program Committee, Membership Committee, Community Service Committee, Ways and Means Committee, Communications Committee with Newsletter, Education Committee, Hospitality committee, Publicity Committee, Historian. Duties will be as set forth in The Duties and Responsibilities of Officers and Committees.
- Section 6 These committees include persons who are non-Board members and any act of any committee which has members which are non-Board members shall be advisory, shall not bind the Board or organization and shall be subject to Board approval.
- Section 7 Other committees can be appointed by the President with the approval of the majority of the Board when deemed necessary.

## ARTICLE VIII MEETINGS

- Section 1 Meetings of this organization shall be held monthly.
- Section 2 Cancellation of any meetings may be made by the President with the approval of the majority of the Board.
- Section 3 Board meetings shall be held at least once a year or as necessary.
- A. Date to be established by the President.
- B. A joint Board meeting of the in-coming and out-going committee chairs and elected officers shall be held prior to the first regularly-scheduled general meeting of the fiscal year.
- C. Notice will be given at the regularly scheduled general meeting prior to the coming Board meeting.

## ARTICLE IX SPECIAL MEETINGS OF THE MEMBERS AND THE BOARD

- Section 1 Special meetings of the members or the Board for any purpose may be called at any time by the President or any member of the Board. Such meetings of the members shall be held upon not less than 10 or more than 30 days' notice given. Such meetings of the Board shall be held upon not less than two (2) days notice given personally or by phone. Such notice shall specify the time and place of the meeting.

## ARTICLE X QUORUM

- Section 1 A quorum constitutes a majority (more than half) of all its members. For voting purposes, a majority of the members present will be considered sufficient to conduct business.

## ARTICLE XI COMPENSATION

Section 1 Neither members or Officers shall receive any fee, salary or remuneration of any kind for their services in such capacities, provided, however, that Officers or members may be reimbursed for reasonable expenses incurred with approval of the Board upon presentation of vouchers.

## ARTICLE XII FINANCES

Section 1 All proposed commitments of organizational funds and/or services must meet with the approval of the majority of the Board.

Section 2 Any optional activities (i.e., workshops, bus trips, classes, etc.) shall be self-sustaining. Activities open to non-members would require additional fees.

## ARTICLE XIII PARLIAMENTARY AUTHORITY

Section 1 Parliamentary authority shall be governed by the current edition of Robert's Rules of Order, when applicable, and when not inconsistent with these by-laws.

## ARTICLE XIV FISCAL YEAR

Section 1 The fiscal year of the organization shall be May 1 through April 30.

## ARTICLE XV AMENDMENT TO BY-LAWS

Section 1 Amendments may be proposed by any member upon one month's advance notification of the proposal.

Section 2 The President, with the approval of the majority of the Board, may appoint an Ad hoc committee to study the by-laws and make recommendations accordingly.

Section 3 Approval of the amendments and/or bylaws requires a quorum of the membership to be present at the regularly scheduled meeting at which this proposal is presented.

## ARTICLE XVI CONFLICT OF INTEREST

Section 1 No contract or other transaction fees between the group and a member of the group shall be allowed unless for supplies purchased for presentation and subject to Board approval.

## ARTICLE XVII DISSOLUTION

Section 1 Upon dissolution, after payment of all debts, no part of the remaining assets may be distributed to any Officer or member of the organization but shall be distributed as the By-Laws may direct in accordance with law, provided, however, that the distribution must be to another organization, exempt under the provisions of Section 501 c of the United States Internal Revenue Code for a public purpose to be determined by the Board.

(Accepted 02/16/2004)