



# South Bay Area Modern Quilt Guild By-Laws

Amended Feb 24, 2014

1.1. The name of our organization will be the South Bay Area Modern Quilt Guild, also referred to as “The Guild” or SBAMQG.

1.2. Purpose: Our purpose is to develop and encourage modern quilting through a variety of ways such as educational opportunities in classes, sharing of information, work with sister guilds, hosting retreats and charity work.

1.3. Location and office will be kept as the President’s address and will be the registered contact.

1.4. Powers: Members and directors of The Guild are subject to adherence to these Bylaws.

1.5. Fiscal year: The fiscal year begins on January 1 and ends on December 31. Budget is available for review by anyone upon request. Dues are set annually by the board. Dues will be prorated for those joining mid-year, but members must pay a minimum of 6 months.

1.6. Elections will be held in December, or according to the board.

1.7. Privacy: An effort will be made to protect the privacy of guild members. Personal information provided is intended for guild business and will be available to members but are not to be sold or shared for profit by non-MQG affiliates.

1.7a Social Media Policy: The Guild will display pictures of quilts and members at guild functions on social media sites including (but not limited to) Flickr, Facebook, and the guild blog.

1.8. Format of meetings is determined by the board and is subject to change.

1.9. Non-Discrimination: No person may be denied membership to The Guild or be denied

membership or participation in events or activities because of a person's sex, race, religion, national origin, ancestry, creed, pregnancy, marital or parental status, sexual orientation or physical, mental, emotional or learning disability.

1.9a. The Guild is not associated with, and does not promote any religious or political agenda.

1.10. Those interested in joining may attend two complimentary meetings before joining.

1.10a. If financial hardship is a difficulty for someone wanting to join the guild, they are welcome to submit a request for a scholarship to be granted at the discretion of the board and as availability permits.

1.11. Meetings are monthly which include Guild business, educational topics, presentations, tutorials and discussion on modern quilting. After a short break, we have show and tell.

1.12. Voting: Paid members in good standing receive one vote towards election of officers, bylaws and bylaw amendments. Voting by proxy is allowed electronically beforehand to a member of the board, with a minimum of two recipients in the communication.

1.13. Revocation of Membership: Membership may be revoked in cases of actions that threatens our non-profit status, by violating policies by the hosting meeting space, or by participating in any activity related to The Guild that is blatantly criminal. Verbal harassment, disruptive behavior, abusive language or unprofessional conduct during meetings may result in revocation of membership at the discretion of the board.

## **Officers aka The Board**

2.1. Officers may consist of President, Vice President, Treasurer and Secretary. Minimum operating officers is two, one being president and one other officer. Officers must attend most board meetings which can include meeting 'virtually' and most Guild Meetings. One can be self-nominated or by other members.

2.2. Committees are set up at the discretion of the board.

2.3. Election of officers will be elected by majority at the December meeting. Electronic proxies will be included. Voting will be done by paper ballot.

2.4. Officers will begin their term beginning at the January Board meeting.

2.5. Filling of Vacancies: An Officer may resign at any time. Any Officer position with the exception of President can be appointed by the Board. The Vice-President will fill in for

President until elections can be held.

2.6. As directed by the Bylaws, the Board will be responsible for managing the business and affairs of The Guild.

2.7. Board members will be responsible for what is in their job descriptions. "Responsible" refers to completing the task or job themselves, or delegated to another member with the understanding that you must oversee the task to completion.

2.8. Indemnification of Officers, Members, Volunteers: The Guild may purchase indemnity insurance as needed for Guild business.

### **Amending the Bylaws**

3.1. The Board may propose an amendment to these Bylaws at any time.

The proposed amendment must be electronically proposed before a regular meeting. Voting will occur at that meeting with the majority of members attending constituting an affirmative response.

3.2. In the event The Guild is dissolved, the money in The Guild's bank accounts will be donated to local charity.

### **Non-Profit Status**

4.1. 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.

4.2. 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 2 of this constitution.

4.3. 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.

4.4. 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.