**MCKINNEY QUILTER’S GUILD**

**BYLAWS**

As Approved by the Membership

October 21, 1997

Amended December 2012\*, February 2013#, and October 20, 2020^

Articles of organization of the undersigned, a majority of whom are citizens of the United States, desiring to form a Mon-profit Organization under the Non-profit Organization law of Texas, do hereby certify.

 **Article I**

First: The name of the organization will be the McKinney Quilter’s Guild.

Second: The place in this state where the principal office of the organizations to be located in the City of McKinney, Collin County.

 Article II

**Purpose**

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

The names and addresses of the people who are the initial trustees (11/16/93) of the organization are as follows:

 Peggy Tomlinson, 250 CR 722, McKinney, Texas 75069

 Janice Davis, HC60, Box 1315 Checotah, Oklahoma 74426

 Nora Callaway, 802 Finch, McKinney, Texas 75069

 Billy Stephens, 1007 Finch, McKinney, Texas 75069

No part of the net earnings of the organization will inure to the benefit of, or be distributable to its members, trustees, officers, or other private people, except that the organization will be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Two hereof. No substantial part of the activities of the organization will be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization will not participate in, or intervene in (including the publishing of distribution of statements) and political campaign on behalf of or in opposition to any candidate for public office.

Not withstanding any other provision of these articles, the organization will 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.

**#Trustees**

The elected board members of the organization shall, by majority vote, at any and all times deemed necessary, appoint Trustee(s) of the organization. The organization shall maintain a minimum of (3)Trustees, at all times, to fulfill the duties of Trustee contained herein. In the absence of majority agreement of the elected board members to appoint said Trustee(s), Trustee(s) may be elected by majority vote of the general membership. Each Trustee term shall remain in effect for a period of five years. Upon the expiration of said Trustee’s term, Trustee may be re-appointed without limitation of

number of terms. Any Trustee appointed or elected may be removed as Trustee prior to the expiration of said Trustee’s terms by unanimous vote of the board, and remaining portion of Article II to remain the same as written.

 **Article III**

**Membership**

1. Any person will be declared a member of this guild upon payment of the annual dues.

2. Each member present at the meeting is entitled to one vote on each matter submitted to a vote.

3. Any person may attend two meetings of the guild as a guest

4. The amount of the annual dues will be determined by a recommendation of the Executive Committee, subject to a vote of the members at a regular meeting.

5. Fiscal year begins January 1. Failure to pay dues by March 1 will be considered as voluntary withdrawal from the guild. People joining on or after September 1 will pay one-half of the annual dues. Membership in the guild is not transferable or assignable. Dues are not refundable.

6. The guild is a non-discriminating organization as regard to race, color, creed, age, sex, or national origin.

 **Article IV**

**Meetings**

1. Regular meetings will be held on the third Tuesday of each month. Executive Committee meetings will be held as deemed necessary by the guild president.

2. The majority vote of the members in attendance at the meeting will rule. The president votes only to break a tie.

3. Voting will be done by ballot for the election of officers, at the discretion of the president or at the request of member on other matters.

4. \*Non-members will be charged a fee for Guild meetings and other events at the discretion of the board.

5. ^During Federal, State, or County emergencies, government guideline will be override our policies and procedures.

6. ^Online meetings can take the place of a general meeting.

7. ^Guild office terms can be extended with a majority vote at an online or customary general meeting.

 **Article V**

**Officers and Duties**

**Section A: Officers**

1. The elected officers will be president, vice president/program chair, secretary, treasurer, membership, and information chairperson.

2. A vacancy in the office of president will be filled by the vice president. Vacancies in any office other than that of president will be filled by the majority vote of the Executive Committee. An officer elected to fill a vacancy will be elected for the unexpired term of her/his predecessor in office.

3. Any officer may appoint a committee to assist in the performance of her/his duties.

**Section B: Duties of the President**

1. Presides at all general meetings and Executive Committee meetings.

2. Serves a n ex-officio member of all committees except the Nominating Committee.

3. Receives annual reports of all officers at the December meeting. These reports will be filed by the secretary and will be available to the membership.

4. Signs checks in the absence of the treasurer.

5. Calls additional meetings as necessary.

6. Creates any temporary committee for a specific purpose: said committee ceases to exist after it’s specific function is complete. Examples of temporary committees: bylaws reviews, nominating,

 fund raising etc.

**Section C:**  **Duties of the Vice President/Program Committee**

1. Presides in the absence of, or at the request of, the president at the general and executive committee meetings.

2. Performs other functions as assigned by the Executive Committee

3. Prepares an annual report to be given to the president at the December meeting.

4. Coordinates, arranges and follow ups on programs and workshops scheduled for the period January 1 through December 31.

5. Arranges for programs and workshops beyond a specific term of office due to availability of speakers. All contracts initiated by this office will be binding on successors.

6. Is responsible for advance notice of programs and workshops.

**Section D: Secretary**

1. Keep records of all general and executive committee meetings.

2. Conducts general correspondence of the guild.

3. Serves as custodian of all documents.

4. Retains officers’ annual reports.

**Section E: Treasurer**

1. Handles all fiscal matters as directed by the Executive Committee.

2. Signs checks for authorized disbursements.

3. Reports at all regular meetings or in the monthly newsletter.

4. Obtains bank forms for incoming treasurer and president.

5. Prepares annual report to be given to the president at the December meeting.

6. Maintains records ready for audit on request as well as prepares the fiscal year end audit for review by the Audit Committee.

7. Prepares and presents the prepared budget at the January general meeting.

8. Prepares IRS Form 990/Return for Organization Exempt from Income Tax.

**Section F: Membership**

1. Keeps an up-to-date record of Guild members (including name, address, telephone number, and areas of interest).

2. Record all members and guests at the Guild meetings.

3. Collects and forwards dues received to the Treasurer.

4. Provides the Newsletter Editor with a monthly list of new Guild members as well as updates and/or corrections.

5. Provides the Directory/Yearbook Committee with a complete roster of Guild members for publication.

6. Maintains a supply of membership forms and new member packets.

**Section G: Information Chairperson**

1. Accumulates information from officers and members and publishes it once a month.

2. Establishes deadlines for information submission

3. Includes other information of general interest to quilters.

4. Solicits advertising from quilt related businesses for monthly publication. Keeps track of payments for advertising and sends the payment to the treasurer.

5. Responsible for setting advertisement policies. This does not include Advertising Rates. Advertising rates must be a majority vote of the executive committee.

6. Responsible for copying and distributing information to all current members in timely fashion.

 **Article VI**

**Nomination and Election of Officers**

1. A Nominating Committee named by the president at the September meeting will be made up of three members, one from the executive Committee and two from the membership at large. The committee will be voted on for approval by the membership at the September meeting.

2. The Nominating Committee will publish a slate of officers who have consented to serve if elected. The report of the committee will be presented to the general membership at the November meeting at which time nominations for any office will be accepted from the floor. The nominees will have consented to serve and will be included in the list of a particular office. Election will be affirmed by the majority ballot. The tenure of office is one year, commencing January 1 and terminating December31 of the same year.

3. Outgoing officers will pass on all records to their successors at the December meeting.

 **Article VII**

**Executive Committee**

The Executive Committee will consist of the elected officers. Any member may request to be put on the agenda at any Executive Committee meeting.

**Section B: Duties**

1. Acts for the guild in the event of an emergency.

2. Discusses matters relating to the management and development of the guild.

3. The committee will prepare a budget for submission and adoption by majority vote of the membership at the regular January meeting.

 **Article VIII**

**Amendments to the Bylaws**

1. Amendments may be proposed by any member.

2. Amendments will be presented at one meeting and voted on at the following regular meeting.

3. Amendments will be approved by a two-thirds majority of the attending membership by ballot.

 **Article IX**

**Dissolution**

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organize and operated exclusively for the charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of

any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization and organizations as said court shall determine, which are organized and operated exclusively for such purposes. In witness whereof, we have hereunto subscribed our names this 18 day of February 1997.

Stephanie Hanson, President

Carolyn Miller, Vice President/Program Chairman

Virginia Sender, Treasurer

Kim Ward, Secretary