

**BYLAWS
of the
MONTEREY PENINSULA QUILTERS GUILD**

**ARTICLE I
NAME**

This organization shall be known as the Monterey Peninsula Quilters Guild (hereinafter referred to as the MPQG).

**ARTICLE II
PURPOSES AND POLICIES**

Section 1 - Purposes:

The purposes of the MPQG are to preserve the heritage of the beauty, diligence and love embodied in those quilts that have been handed down to us; to acknowledge and encourage a concern for excellence of design and craftsmanship as we perpetuate this American Folk Art; to become a source of information, education and inspiration; to further the personal rewards of companionship among quilters sharing a common interest.

Section 2 - Policies:

The MPQG is a nonprofit, nonpartisan organization that does not discriminate because of race, creed, religion, gender, or national origin.

The Board of Directors may from time to time adopt additional policies to support the purpose of this organization and will list these policies in the Standing Rules.

**ARTICLE III
MEMBERSHIP**

Section 1 - General Membership:

- A.** Any person interested in quilting and related art may hold membership in the MPQG. Members in good standing are those who have made timely payment of annual dues. Membership will terminate upon failure to pay annual dues.

- B.** Members may access the Membership Directory on the MPQG website. The directory is to be used exclusively by MPQG members as a reference. It may not be used to circulate (or distribute) information, or for solicitation or commercial purposes of any kind.

Section 2 - MPQG Memberships:

The MPQG shall maintain memberships in such organizations as determined by the Board of Directors.

**ARTICLE IV
OFFICERS & BOARD OF DIRECTORS**

Section 1 Composition:

A. Executive Officers

The Executive Officers shall consist of:

1. President
2. Vice President
3. Secretary
4. Treasurer

B. Standing Coordinators

The Standing Coordinators may include, but not limited to the following areas:

1. Activities Coordinator
2. Communication Coordinator
3. Community Outreach Coordinator
4. Membership Coordinator
5. Program Coordinator

C. Boarding of Directors

The Board of Directors shall consist of the four (4) Executive Officers and five (5) Standing Coordinators.

Section 2 - Eligibility:

A. Executive Officers

Any member in good standing shall be eligible to become an Officer.

B. Required Standing Coordinators

Any member in good standing shall be eligible to become a Standing Coordinator.

Section 3. Term:

A. Executive Officers

1. Each officer's term is for two years.
2. Term of office begins on September 1st.
3. President, and Vice President shall serve no more than one (1) two year term.
4. Secretary and Treasurer may serve for two terms.
5. President and Secretary are elected in the odd years.
6. The Vice President and Treasurer elected in the even years.

B. Standing Coordinator

1. All Standing Coordinators elected to positions in the MPQG shall serve for a term of one (1) two year term, or until the respective successors have been elected or appointed.
2. Term of office shall begin on September 1st.
3. Terms for each office will be set on an alternate year election cycle.
4. Activities and Membership Coordinators are elected in the even years.

5. Communication, Community Outreach and Program Coordinators are elected in the odd years.
6. No coordinator shall serve more than two terms in the same coordinator position.
7. In case of a vacancy during the term, a member shall be eligible for temporary reappointment to the same office previously held for the duration of the vacated term

Section 4 - Nomination:

- A. The Vice President coordinates the nominations for the Board of Directors.
- B. The rest of the executive board serves on the nominating committee.
- C. There shall be one candidate for elections for each Board of Directors as stated in **Article IV, Section 3** of these Bylaws.

Section 5 - Duties of the Executive Officers:

A. General

The Officers shall have the power of the Board of Directors between meetings.

B. President

1. Preside at all meetings of the Guild Membership and the Board of Directors.
2. Serve as an ex-officio member of all committees, except the Nominating Committee.
3. Appoint all committees not herein otherwise provided for.
4. Not vote except in the case of a tie.
5. Perform such duties as are incidental to the office.

C. Vice President

1. Preside at all meetings of the Guild Membership and the Board of Directors in the absence of the President.
2. Serve as assistant to the President in all matters.
3. Serve as Parliamentarian with responsibility to see that the rules set forth in the Bylaws are followed.
4. Oversee an overall review of these Bylaws as needed.
5. Responsible for distributing digital copies of Bylaws and Standing Rules to the incoming Board of Directors and additional committee chairs.
6. In the event that the President cannot complete the term of office to which he/she is elected, the Vice President shall assume all duties and responsibilities of the office of President for the remainder of the term.
7. Coordinate the nomination process for the election of the positions of the Board of Directors.
8. Coordinate the Annual Board of Directors Orientation/Planning Meeting and prepare and distribute the Briefing Notebooks to the Board of Directors.
9. Perform such duties as are incidental to the office.

D. Secretary

1. Keep records of minutes, including all motions made and carried, at all meetings of the Board of Directors.
2. Record any decisions made at the meetings of the Membership.
3. Handle general correspondence.

4. Preside at meetings in the absence of the President and the Vice President.
5. Perform such duties as are incidental to the office.

E. Treasurer

1. Act as custodian of the funds of the MPQG.
2. Collect dues and fees; pay all bills.
3. Present an itemized account of receipts and disbursements at each business meeting.
4. Prepare an annual budget.
5. Preside at meetings in the absence of the President, Vice President and Secretary.
6. Perform such duties as are incidental to the office.

Section 6 - Duties of the Standing Coordinators:

A. General

1. Standing Coordinators shall coordinate those committees whose continuing existence is essential to the program of MPQG.
2. These coordinators shall be created or dissolved by the Board of Directors and duties defined in the Standing Rules.
3. These coordinators shall be voting members of the Board of Directors and shall be elected as stated in Article IV of these Bylaws.
4. Each coordinator shall maintain an updated notebook of appropriate records and job descriptions in order to facilitate the work of future coordinators.
5. Each coordinator shall be the Board of Director liaison for committees assigned to her/him by the Board of Directors as set forth in the Standing Rules.
6. Coordinator may also be responsible for a committee member's area of responsibility assigned to that position.

Section 7 Duties of the Board of Directors:

A. General

The Board of Directors shall manage the affairs of the MPQG.

B. Standing Coordinators

1. Standing Coordinators shall preside at meetings of their respective committees.
2. Attend Board of Directors meeting.
3. Keep the Board of Directors informed of their committees' progress.

ARTICLE V
STANDING COORDINATOR COMMITTEES

Section 1 - Standing Coordinator Committees:

A. General

1. The Coordinators' Committees are those whose continuing existence is essential to the program of the MPQG.
2. These committee members' duties shall be created or dissolved by the Board of Directors.
3. These committee members' duties are set forth in the Standing Rules.

B. Standing Coordinator Committees

1. The members of these committees shall be appointed by the Board of Directors and shall report to the designated Standing Coordinator.
2. Each committee member shall maintain an updated notebook of appropriate records and job descriptions in order to facilitate the work of future committees.
3. All members appointed to Coordinator Supporting Committees shall serve for at least one year or more with their term of appointment beginning on September 1st.

C. Additional Committees/Positions

1. Special Positions

- a. Special positions are those positions whose continuing existence is essential to the program of the MPQG and are not a member of a Standing Coordinator Committee.
- b. Each position shall be created by the Board of Directions and duties shall be set forth in the Standing Rules.
- c. Position may carry the designation of Chair.
- d. Special positions shall report to the designated Board of Director.
- e. All position shall serve for the term as designated in the Standing Rules.

2. Special Committees

Special committees are temporary committees charged with specific tasks. The President shall create or dissolve these committees, and appoint the Chair of each committee, with the approval of the Board of Directors.

**ARTICLE VI
MEETINGS AND QUORUM**

Section 1 – Board of Directors:

A. Meetings

The Board of Directors shall hold a minimum of six (6) meetings in the MPQG fiscal year. Meetings shall be called by the President or upon written request of three (3) Directors.

B. Quorum

A majority of the Board of Directors shall constitute a quorum.

Section 2 – Membership:

A. Meetings

1. General meetings are the first Monday of each month, unless otherwise designated by the Board of Directors, and are open to the public for a guest fee. Meeting hours and guest fees are set forth in the Standing Rules.
2. One general meeting annually shall be designated a fund raising event. Community Outreach Coordinator will coordinate the event. Proceeds will be distributed as donations supporting MPQG purposes, as determined by the Board of Directors.
3. Special Events and Workshops are available to the Guild Membership at the member rate set forth in the Standing Rules. These events and workshops are also open to the public, on a space available basis, at the public rate set forth in the Standing Rules.
4. Special meetings may be called by the President or upon written request of one-third (1/3) of the members of the MPQG. The exception is that ten percent (10%) or more of the members of the MPQG may call special meeting of members for the purpose of removal of Directors and election of their replacements.

B. Quorum

One-third (1/3) of the general membership shall constitute a quorum.

Section 3 - Notices of Meetings:

Whenever members are required or permitted to take any action at a meeting, an Eblast notice of the meeting shall be sent to each member not less than ten (10) nor more than ninety (90) days before the date of the meeting. If timing is appropriate the notice can be included in the website newsletter.

**ARTICLE VII
VOTING AND ELECTIONS**

Section 1A – Voting : Board of Directors

A. Eligibility

Only Board of Directors of the MPQG in good standing shall be entitled to vote on matters presented to the Executive Officers and Coordinators.

B. Voting

1. Board of Directors may vote a proxy when the resolution has been published at least ten days before a vote is taken at a Board meeting.
2. Votes may be taken through the email process when a vote is needed before or following a scheduled Board meeting.

C. Action Required

1. All questions should be decided by a majority vote, at any meeting at which a quorum of the Board of Directors is present. A quorum consists of a majority of the Board of Directors.
2. Any member of the Board of Directors may be removed from office by a two-thirds (2/3) vote of the general membership present at a duly called or held general meeting at which a quorum is present.

Section 1B-Voting: General Membership

A. Eligibility

Only members of the MPQG in good standing shall be entitled to vote.

B. Voting

The Guild Membership shall be notified through the newsletter, email, Web Site, or regular mail when a vote is to be taken at a general meeting unless otherwise stated in the Bylaws.

C. Action Required

1. Guild Membership shall vote on the Executive Officers and Standing Coordinators.
2. All questions should be decided by a simple majority vote, unless otherwise provided for in these Bylaws, at any meeting at which a quorum of the Membership is present. A quorum is 1/3 of the total membership at time of the vote.

Section 2 - Elections:

A. Nomination

1. The complete slate of the Nominating Committee shall be presented at the July meeting of the Membership, posted on the Web Site and e-mailed to all members with the August Newsletter.
2. At least two nominees shall have had previous Board experience and all nominees must signify their willingness to accept the position.
3. Additional nominations, with the consent of the nominee, may be made from the floor at the August meeting.

B. Vote

1. The members of the Board of Directors (Officers and Standing Coordinators) shall be elected by a majority vote at the August meeting of the Membership.
2. Elections shall be by secret ballot, but the assembly, by unanimous consent, may dispense with the ballot when there is but one candidate for each position and the election may be by voice vote.
3. Mid-term vacancies shall be filled by Presidential appointment with the approval of the remaining members of the Board of Directors.

ARTICLE VIII FISCAL POLICIES

Section 1 - Fiscal Year:

The fiscal year shall be from September 1 to August 31.

Section 2 - Dues:

- A. Dues shall be charged as determined by the Board of Directors and set forth in the Standing Rules.
- B. Dues shall be paid annually and are due by the first regular meeting of the fiscal year.

Section 3 - Fees, Fines and Fund Raisers:

Fees, fines and fund raisers shall be determined by the Board of Directors and set forth in the Standing Rules.

Section 4 - Budget:

- A. The Board of Directors shall approve a budget prepared by the Treasurer prior to the completion of the MPQG fiscal year.
- B. Committee Chairs shall submit a proposed budget for their committees for the following fiscal year showing both income and expense projections.
- C. The Treasurer shall compile this information into a draft MPQG budget for review by the Board of Directors.
- D. After discussions and adjustments, the Board shall approve a budget.
- E. The Treasurer shall submit the Standing Rules Budget Appendix to the Board for approval for the fiscal year.

Section 5 - Reimbursements:

Upon submission of the proper expense voucher, the Treasurer shall reimburse members for expenses related to MPQG business, subject to the limitations set by the Board of Directors and listed in the Standing Rules.

Section 6 - Requests for Grants:

- A. The Board of Directors shall determine the process for awarding grants to community/education organizations.
- B. The Board of Directors will consider each written application with request and determine disbursement of funds available.

**ARTICLE IX
REVISION OF BYLAWS AND STANDING RULES**

Section 1 - Bylaws

- A.** Upon approval by the Board of Directors on changes to the Bylaws recommended by the reviewing Vice President, proposed amendments which would significantly alter the manner in which MPQG conducts its business shall be published and voted upon by a quorum of the general membership, no sooner than ten (10) days following said publication.
- B.** A simple majority of those voting shall carry the decision.
- C.** Proposed amendments that would not significantly alter the manner in which MPQG conducts its business may be accepted by a simple majority vote of the Board of Directors.

Section 2 - Standing Rules

- A.** Any member may recommend a revision to the Standing Rules to the Board of Directors.
- B.** Any revision shall require a simple majority of a vote by the Board of Directors.