

## Article I

### 👉 Name of Association

- The name of this association shall be "The Pine Needlers."

## Article II

### 👉 Territorial Limits

- The territorial limits of this unincorporated association shall be that of Southern Tuolumne County in the state of California.

## Article III

### 👉 Objects

- The object of this association shall be to promote and educate its members in the art of quilting.

## Article IV

### 👉 Membership

- Section I. Membership in this association is open for anyone who is interested in obtaining knowledge and skills in obtaining knowledge and skills in the art of quilting.
- Section II. Dues shall be \$25.00 per year.
- Section III. Classes of Membership. There will be three (3) types of membership. Founder Member, Charter Member and Regular Member. A Founder member will be a member who came up with the idea of starting a quilt guild in Groveland, CA or was instrumental in getting the Association started. A Charter Member will be a member who has joined the Association at the association's inception; all other members who have joined after the association's second regular meeting will be known as a regular member.

## Article V

### Entitlements

- *All members may attend meetings of the association and speak. All members who do not benefit financially from the association may make motions and vote. All members with the exception of any member who may benefit financially from the association may hold office. All members may serve on committees.*

## Article VI

### Guild Meetings

- *Section I. The regular meeting of this guild will be on the 3rd Tuesday of each month. The guild will meet at 6:00pm at the Groveland Library. Board meetings of this guild will meet at least once a month at a place to be determined by the Board of this guild.*
- *Section II. The place of monthly guild meetings shall be determined by a vote of the guild members at a regular or special meeting of the guild.*
- *Section III. Quorum at regular or special meeting. Forty (40%) of the members shall constitute a quorum at a regular or special meeting of the guild. The voting members of the guild shall be all members who are in attendance at the regular or special meeting.*

## Article VII

### Officers and Board of Directors

- *Section I. The association officers and the Board of Directors shall consist of:*
  - a. President*
  - b. Vice President*
  - c. 2<sup>nd</sup> Vice President, Director of Programs*
  - d. Treasurer*
  - e. Recording Secretary*

- f. *Corresponding Secretary*
- g. *Two (Directors)*

*A Parliamentarian (immediate past president) shall be a non-voting member of the Board. The Parliamentarian will review the current, bylaws if needed, to settle a debate over proper rules or procedures, and will report back to the President.*

- *Section II. All officers and directors shall assume duties on the first day of June, and shall constitute the Board of Directors. All officers and directors shall be required to attend board meetings.*
- *Section III. All officers of this association shall hold office for (1) year or until their successors are elected. They shall not be eligible for more than two (2) consecutive years in the same office unless approved by the membership.*
- *Section IV. Four (4) members of the Board of Directors shall constitute a quorum.*

## *Article VIII*

### *Duties of Association Officers and Directors*

- *Section I. The President, as Chief officer, shall:*
  - a. *Preserve order.*
  - b. *Preside at all meetings of the association and the Board of Directors.*
  - c. *Sign all checks together with such other responsible officers of the club.*
  - d. *Take care that the proceedings are conducted in a proper manner.*
  - e. *Shall assume the position of Parliamentarian after their term has expired.*
- *Section II. The Vice President shall:*
  - a. *Attend all meetings of the association and Board of Directors.*
  - b. *Prepare for assuming the Presidency.*
  - c. *Perform those duties as assigned by the President.*
  - d. *Be authorized to sign checks in the absence of the President or Treasurer.*
  - e. *Assume the duties of the President in her absence.*
- *Section III. The 2nd Vice President and Director of Programs shall:*
  - a. *Attend all meetings of the association and Board of Directors.*

- b. *Chair the programs committee*
  - c. *Assume the duties of the Vice President in Vice President's absence.*
- *Section IV. The Recording Secretary shall:*
    - a. *Attend all meetings of the association and Board of Directors.*
    - b. *Keep and record the minutes of the Association and Board.*
    - c. *Submit to the association the minutes of the association business meetings and the recommendations of the Board each month.*
    - d. *Submit to the Board the minutes of the Board meetings each month.*
    - e. *Maintain a roll of membership.*
    - f. *Be custodian of the permanent records of the association.*
    - g. *Maintain a history of the guild's activities in a binder.*
- *Section V. The Treasurer shall:*
    - a. *Attend all meetings of the association and Board of Directors.*
    - b. *Pick up mail.*
    - c. *Receive all funds of the association and deposit them in the bank as authorized*
    - d. *By the Board of Directors and the Club.*
    - e. *Pay authorized bills as approved by the association.*
    - f. *Sign all checks with the President or Vice President in the absence of the President.*
    - g. *Give a monthly written financial report to the Board and the Association.*
    - h. *File all federal and state tax returns annually if required.*
    - i. *Maintain a roster of membership.*
- *Section VI. The two (2) Board of Directors shall:*
    - a. *Attend all meetings of the association and Board of Directors.*
    - b. *Act as liaison between general association members and the Board of Directors.*
    - c. *Carry out all duties as may be assigned by the President and/or Board.*
- *Section VI. The Corresponding Secretary shall:*
    - a. *Attend all meetings of the association and Board of Directors.*
    - b. *Carry on such Guild and Board correspondence as does not properly belong to her officers or committees.*
    - c. *Assist the recording secretary as needed.*
    - d. *Shall report to the Guild members who are celebrating birthdays and who are ill.*

## Article IX

### Board of Directors

- *Section I. The association board of directors shall consist of the officers of the association:
  - a. *President*
  - b. *Vice-President*
  - c. *2nd Vice President*
  - d. *Recording Secretary*
  - e. *Corresponding Secretary*
  - f. *Treasurer and Directors (2).**
  
- *Section II. The Board of Directors shall have administrative control over the affairs, funds and property of the association, except that of modifying any action taken by the association.*
  
- *Section III. The Board of Directors shall submit policy recommendations to the association and perform such other duties as the association or these bylaws require.*
  
- *Section IV. The Board of Directors shall meet at least once each month at a time and place determined by the Board. Special meetings of the board may be called by the President or at least 3 members of the Board at least 24 hrs in advance*

## Article X

### Committee/Activities

- *Section I. The association will have the following committees:
  - a. *Programs and Workshops Committee. The 2nd Vice President is the chair of the programs and workshops committee. The programs and workshop committee will schedule the program for each quilt guild meeting. In addition, will set up classes for the guild that may or may not be at the regular guild meeting. Will plan the annual installation program.**

- b. *Block of the Month Committee.* The Block of the month committee will present each month to the membership a block for the members to make. Each member that brings a block at the next meeting will be entered into a drawing. The winner will receive all of the blocks for that month.
- c. *Refreshments Committee.* The refreshment committee will make sure there are refreshments at each guild meeting.
- d. *Community Service Committee.* (Making quilts for community projects) The Community Service Committee will bring projects to the guild that would benefit different organizations or individuals in need. A vote from the membership will be required.
- e. *Newsletter Committee.* The newsletter committee will publish a monthly newsletter and distribute to the membership.
- f. *Publicity Committee.* The publicity committee will write monthly press releases to our local newspapers.
- g. *Opportunity Quilt & Monthly Drawing Committee.* The opportunity quilt and monthly drawing committee will be responsible for seeing that a monthly prize is brought to each monthly meeting and will sell tickets to the membership. In addition, the committee will be responsible for our annual opportunity quilt. The committee will sell tickets in the community and the winner announced. Funds from this drawing will be the major annual fund raiser for the guild.
- h. *Bylaw Committee.* The bylaw committee will be responsible for maintaining the club bylaws and shall report to the guild recommendations on proposed amendments to the bylaws. Shall print updated copies of the bylaws each year for each club member.
- i. *Nominating Committee.* The nominating committee shall be chosen in February of each year to oversee the election of club officers for the next club year ( See Article XI).
- j. *Audit Committee.* The audit committee shall audit the guild's books within 45 days of the close of business of the year and such other times as the board may authorize. The committee will include 2 members appointed by the President who are not the current signers on the bank account. The committee shall:
  - 1. Validate that all checks in bank statements have the required (2) signatures and validate that all expenses and income are reported in the proper month.

- l. *Validate that the check register is in balance to the bank statement for each month.*
  - k. *Budget Committee. The budget committee shall prepare and submit the proposed budget for the succeeding year at the May board meeting each year. The budget shall then be presented to the membership for final approval.*
  - l. *Telephone Committee. The Telephone committee shall be used as needed for contacting the members for special meetings of the club, or other purposes as may be necessary.*
  - m. *Librarian-The guild librarian shall keep track of all books that are the guild's property.*
- *Section II. A committee signup sheet will be circulated each fiscal year. Each committee will have a chair. The Chair will oversee the duties of the committee and take notes to pass on each year to the new committee chair.*

## *Article XI*

### *Nominations and Elections*

- *Section 1. In February of each year, a nominating committee of three members shall be chosen as follows:*
  - a. *The President appoints the chair.*
  - b. *The Board shall elect a second member.*
  - c. *The club shall elect the third member.*
- *Section 2. The nominating committee shall invite each member to suggest names for consideration.*
- *Section 3. The nominating committee shall nominate one or more candidates for each officer and director.*
- *Section 4. The nominating committee shall advise all prospective nominees of the obligations of the respective offices and obtain their consent before placing their names in nomination.*

- *Section 5. The report of the nominating committee indicating all nominations for the offices up for election in May shall be read to the guild at the April guild meeting.*
- *Section 6. The election shall be held in May. The report shall be read again at this meeting and additional nominations may be made from the floor, only if consent of the nominee has been obtained.*
- *Section 7. Election shall be by secret ballot for any office for which there is more than one (1) nominee.*
- *Section 8. In case of an election by ballot, the President shall appoint three (3) members to count the votes. No member shall be a nominee for any office.*

## *Article XII*

### *Fiscal Year*

- *The fiscal year of the association shall be from June 1 through May 30 of each year.*

## *Article XIII*

### *Audit*

- *Section I. The treasurer's books shall be audited within 45 days of the close of each association year, and at such other times as the Board of the association may authorize.*
- *Section II. The treasurer shall NOT be bonded.*
- *Section III. The audit shall be performed by the audit committee. The Board shall determine which procedure is to be used.*

## *Article XIV*

### *Dissolution*

- *In the event that the association disbands, any funds remaining in the treasury after payment of all financial obligations of the association shall be donated to a local charity or service organization.*

## *Article XV*

### *Amendments*

- *Amendments to these bylaws may be made in the following manner:*
  - a. *Any member may propose an amendment to these bylaws in writing to the Board or by proposing it orally at any guild meeting.*
  - b. *These bylaws may be amended at any meeting of the guild by a two-thirds (2/3) vote of the membership present and voting provided notice of the amendments has been given at the previous guild meeting.*

*These bylaws were approved and adopted on May 17, 2005.*