

## Bylaws

### Riverbend Fiber Arts Guild

(December 6, 2018)

#### ARTICLE 1: NAME

The name of the Organization will be Riverbend Fiber Arts Guild (RFAG)

Email: [RiverbendFiberArts@gmail.com](mailto:RiverbendFiberArts@gmail.com)

Website: [RiverbendFiberArtsGuild.com](http://RiverbendFiberArtsGuild.com)

#### ARTICLE 2: PURPOSE

We are a Non-Profit group, organized exclusively to preserve, educate, and promote interest and appreciation in the multi-faceted world of fiber arts.

We envision providing an environment for teaching, learning, and creating. We offer knowledge, hands on opportunities and encourage exploration and growth in Fiber Arts, both in our guild and in the community.

#### ARTICLE 3: FAIRNESS

It is recognized that no set of Bylaws can cover all circumstances. In the event of an issue arising which is not covered by these Bylaws or Policies and Procedures, the issue will be decided based on fairness, the good of Riverbend Fiber Arts Guild, and common sense.

#### ARTICLE 4: MEMBERSHIP, VOTING, RUNNING FOR OFFICE

Membership is open to all interested persons, without regard to Sex, Age, Race, Color, Creed, Handicap Status, or National Origin. A person may become a member by filling out a member application and paying the required dues to the Treasurer. Dues may also be paid to another member of the Board, or a duly appointed representative of the Board. In this case, the Board member or representative will give the dues to the Treasurer at the earliest convenience.

The Board will make recommendations for any changes in yearly dues, and present to the membership for approval and vote. Dues are payable when a person joins, and after that, yearly, by January 31<sup>st</sup>. The Fiscal Year begins January 1<sup>st</sup> and ends December 31<sup>st</sup> of the same year. Dues for new members will be prorated. A member with dues paid up to date is considered an "active member," and is eligible to participate in voting at all guild meetings. Members who run for office must be an "active member" and attend meetings on a regular basis.

#### ARTICLE 5: FUNCTIONS & DUTIES OF OFFICERS

The Board of Directors shall consist of the following elected officers: President, Vice-President, Secretary, Treasurer, and the immediate Past President. If the immediate Past President is unable to serve, any former Past President may be asked to serve. The board can meet between regular meetings to handle business such as changing or creating standing rules, reviewing information, and deciding on recommendations; all of which will be presented to the general membership for vote before changes or additions are made. The board may recommend action in non-routine matters and present action and reason to the general membership for acceptance or rejection by vote. Terms of officers shall be one year. No officer should serve for more than 3 consecutive terms.

### Section 1: (PRESIDENT)

#### The President:

- a) Presides over all scheduled meetings of the Membership, as well as those of the Board of Directors.
- b) May also call and preside over Special Meetings of the General Membership, as circumstances warrant.
- c) Is an Ex-Officio member of all committees, except the nominating committee.
- d) Maintains a second signature on the guild checking account.
- e) Has no vote, except to break a tie during a guild or board meeting.

### Section 2: (VICE-PRESIDENT)

#### The Vice-President:

- a) Assists the President and fulfills the functions of the President when the President is unavailable.
- b) Plans programs for our monthly meetings. Plans programs for February of the current year, through January of the next year. (this allows overlap planning for new VP), VP is also responsible for planning special seminars we might have during the year.
- c) Provides information to the President/Board on the expected cost of a visiting teacher for approval, before they are scheduled.
- d) Notifies the Secretary of the monthly program, and supplies needed for each meeting, so members can be notified in the Newsletter.
- e) Considers incorporating classes involving guild owned equipment, when planning classes.

### Section 3: (SECRETARY)

#### Secretary:

- a) Records minutes at regular monthly meetings and board meetings and sends copies to members.
- b) Handles all guild correspondence and sends notices of meetings to the membership using the guild's Gmail account: [RiverbendFiberArts@gmail.com](mailto:RiverbendFiberArts@gmail.com).
- c) Monitors the guilds' Gmail account and replies or forwards incoming mail to appropriate officers or members.
- d) Works with the Treasurer to ascertain paid members to include on the Membership list.
- e) Takes roll of members present at each meeting.
- f) Keeps a copy of the minutes book, bylaws, policies & procedures document, membership list, equipment & supply list, and brings them to each meeting.

- g) Creates and distributes a monthly newsletter to paid members and friends of the guild.
- h) The newsletter should be sent, no less than 10 days before the next meeting.

#### 4: (TREASURER)

##### **Treasurer:**

Responsible for but not limited to: Maintaining all banking accounts and bank relationships.

- a) Reconciles monthly bank account statements.
- b) Collects and deposits all moneys generated by the guild including member dues and any income from events.
- c) Insures all bills are paid in a timely manner.
- d) Maintains all financial and fiscal records.
- e) Tracks actual income and expenses against available funds.
- f) Provides the Secretary with an up-to-date membership list so that paid members are included in the directory to receive mailings, e-mails and text notifications.
- g) Provides a monthly update of available funds, expenditures and deposits at each meeting.
- h) Generates an Annual Report at the end of each fiscal year.
  - a. Includes a summary of finances for the year.
  - b. Count of current members.
  - c. New members who have joined that year.

#### ARTICLE 6: COMMITTEES

The President may create needed committees. A committee should consist of a Chair person to head the committee, and additional members to work with the Chair as needed.

##### Section 1 (NOMINATING COMMITTEE)

Nominating committee is composed of a chairman and one or two committee members, nominated from the floor at our October general meeting. This committee shall secure consent of nominees and provide a report on the proposed slate of officers at the November meeting. The election will be held at the December meeting. The new officers start in January.

##### Section 2 (SOCIAL MEDIA COMMITTEE)

This committee maintains the guild web-site, Facebook page and g-mail accounts. The password for each site should be known by 2 people.

- a) For Facebook and the Website: The person responsible for each site, and the guild Secretary.
- b) For the Gmail account: The Secretary and the President will both share the password.

Guild Web-site: Keep site up to date, post photos, and upcoming events.

Guild G-Mail: Check and follow up emails, redirect to appropriate member if needed.

Facebook Page: Keep page up to date with photos and upcoming events.

Members are encouraged to send photos to Social Media Committee

To be posted on guild's social media accounts.

### Section 3 (EQUIPMENT & SUPPLY COMMITTEE)

Guild owned equipment can only be used by members while at the Center and cannot be taken out of the building.

- a) Keep an updated log of each piece of equipment and its components, date of purchase and cost/value if known. Duplicate copy goes to secretary.
- b) After each meeting ensure each piece of equipment and its components are accounted for, properly stored and in good working order.
- c) Notify President or other officer if service or parts are needed. Keep log book of people using equipment.
- d) Members sign and date log when using and again when returning equipment.
- e) Equipment must be inventoried at end of year and when there is a change in the chair overseeing this committee.
- f) There may be times the equipment will be used at a booth or event for demonstration purposes. This can happen if, and only if, it has been approved by the Board, and a Board member must sign the log along with the member: both when it is removed, and when it is returned.

## ARTICLE 7: MEETINGS

### Section 1: (GENERAL MEETINGS)

General meetings are held monthly consisting of a business meeting, Show & Tell, and scheduled program or other planned activity. If the opportunity arises for a learning opportunity outside of our regular meeting place, there may not be a business meeting that month. This will be determined by majority vote at a guild meeting.

- a) All General Meetings shall be open to the public.
- b) The members will be notified by Newsletter no less than 10 days prior to a General Meeting with information and supplies needed to prepare for the meeting.
- c) At least once a year a general meeting will be planned with the purpose of electing officers.

### Section 2: (BOARD MEETINGS)

Board Meetings will be open to all members and will be held as needed. Members will be notified at least 24 hours before a board meeting.

### Section 3: (EXECUTIVE BOARD MEETINGS)

The President has the right to call Executive Board Meetings, which will only be attended by the Board of Directors. See article 5: Functions and Duties of Officers.

There should be at least two scheduled meetings a year for general planning purposes.

- a) The first of January a planning meeting will be held with both, past officers and newly elected officers present.
- b) At least one additional general planning meeting should be held during the year.

### Section 4: (SPECIAL/CALLED MEETINGS)

Special meetings can be called by request of the President. Any voting member can also call for a special meeting by submitting a written request to the board. There must be a 24-hour notice to all officers, and any members, involved in this meeting.

## ARTICLE 8: ELECTION OF OFFICERS

### Section 1: (REGULAR ELECTIONS)

No member may be nominated for an office without their consent.

- a) October: Select a Nominating Committee. Nominations will be accepted during the month of October.
- b) No less than 15 days prior to the election in December the membership will be notified of the proposed slate of nominees.
- c) December meeting: voting/election of officers.
- d) January meeting: Newly elected officers shall assume their duties.
- e) Term of Office is one year.

### Section 2: (SPECIAL ELECTIONS)

If there is a vacancy in the office of President, the Vice President will immediately become the President. For vacancies in any other board position, an election will be held at the next regularly scheduled meeting to fill the vacancy.

ARTICLE 9: FINANCES

The board has authority to approve payment of necessary operating expenses incurred by the guild. It will bring before the general membership any proposed expenses for teachers, classes and guild purchases for discussion and vote. If the guild does not have the finances to support something the members want, the members can vote to pay in full out of their own pocket or consider having the guild split payment with members. All this must be decided by a majority vote of active members at a general meeting.

When the guild is participating in an event, any member wishing to sell their merchandise for profit must notify the board of their intent to sell. (See Policies and Procedures)

Our books and finances are transparent. Any member has the right to view the financial records.

ARTICLE 10: DISTRIBUTION OF ASSETS

## Section 1: (RESTRICTIONS)

No part of the earnings shall be used to the benefit of any member, director, officer of the guild, or any private individual (except that reasonable compensation may be paid for services rendered to or for the guild), and no member, director, officer of the guild or any private individual shall be entitled to share in the distribution of any of the guild assets on dissolution.

## Section 2:(DISSOLUTION)

In the event of dissolution, any guild expenses will be paid and settled. All remaining assets and property of Riverbend Fiber Arts Guild shall be sold, and funds deposited into the guild checking account. There will be a vote among remaining members to select a non-profit charity to be a recipient of the remaining funds.

ARTICLE 11: POLICIES AND PROCEDURES

The Board of Directors may from time to time establish, terminate, or modify **Policies and Procedures** which are to serve as detailed guidelines for Riverbend Fiber Arts Guild. This change must be approved by a majority vote of the Board of Directors, to be reflected in the minutes. It must then be approved by vote of members present at the next General Meeting.

ARTICLE 12: AMENDMENT OF BYLAWS

These bylaws can be repealed, amended, or new bylaws adopted at any regular meeting by vote, provided, a written notice of the changes to be made is provided to members 30 days in advance. Amendment(s) must be passed by a vote of eighty (80%) of the voting members present. Such amendments(s) shall be considered operative upon adoption.

When there is to be a vote to make changes in the Bylaws, an Absentee Vote/Proxy Vote can be made, and must be received by the Secretary no later than midnight the night before a vote.

These bylaws are accepted and approved:

Secretary: \_\_\_\_\_

Date: \_\_\_\_\_

President: \_\_\_\_\_

Date: \_\_\_\_\_