

THE ST. LOUIS MODERN QUILT GUILD BY-LAWS
Created September 11, 2010

Article 1:

Name & Location of Guild

The name of this organization shall be the St. Louis Modern Quilt Guild, also referred to as the Guild. The Guild's home is in St. Louis, Missouri, with members from all across the surrounding area.

Article 2:

Purpose of the Guild

Our mission is to support and encourage the growth and development of modern quilting through art, education, and community.

Article 3:

Requirements to be exempt as an Organization described in section 501(c)(3) of the Internal Revenue Code

- **Section 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.
- **Section 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.
- **Section 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.
- **Section 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 any 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.
- **Section 5.** Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article 4:

Membership (General)

- Membership is open to any person who agrees to the purposes of this Guild, pays yearly dues, and completes the membership form.
- Members are allowed entry to all general meetings at no additional cost, with the exception of special programs for which extra costs may be necessary, such as speaking engagements and field trips.

- Members will be supplied with a membership roster with the understanding that the list will not be used for commercial gain or fraudulent purposes.
- Members are allowed full access to the Guild's related social media sites and the opportunity to participate in all meeting activities, such as swaps, bees, and Show & Tell.

Membership (Juniors)

- Members who are between the ages of 13 and 18 are considered Junior Members. They shall have all the privileges of other active members, except they cannot hold office. The Junior Member's parent or guardian shall determine whether the Junior Member is allowed to participate in the Guild's social media sites.
- Junior Membership becomes valid with payment of dues and completion of a membership form co-signed by a parent or guardian.

Guests

- Guests are welcome to attend two general meetings free of charge but are expected to become dues-paying members upon attending their third meeting.
- Guests shall sign in at every meeting when a sign-in sheet is available.
- Guests are not allowed to vote in elections or participate in meeting activities, such as swaps, bees, or Show & Tell.

Children

- Children of members are welcome to attend meetings, provided the following is managed by the parent: parents must respectfully remove crying babies and children who refuse to sit quietly, so as to not disturb members, speakers, and guests.

Article 5:

Meetings

- The Guild shall schedule monthly meetings and notify all members well in advance through email or publication on the Guild's website(s).
- The Guild meeting location shall be arranged by the President with final approval by the Guild Leadership.

Special Events and Workshops

- When special workshops or presentations are held by guest speakers for which admission is limited, it will be mandatory for individuals to RSVP to secure a spot. Members will be given the first opportunity to sign up. Spots may then be opened to nonmembers/guests as space permits.
- Members and guests may be asked to pay additional fees to attend special events, as agreed upon by Guild Leadership. The additional fees will be published on the Guild's website(s).

Article 6:

Dues

- Dues are collected to meet operational needs as decided upon by Guild Leadership.
- Guild Leadership shall agree upon the amount of the next year's dues. If Guild Leadership decides there should be an increase in dues, it must be approved by a majority of members present at the General Voting session held at the January meeting.
- Annual dues are payable in full on or before the anniversary of the member's date of joining. A reminder of when dues are payable will be emailed to member 60 days and 30 days prior to the expiration of the membership term.
- Renewal fees for the upcoming twelve-month period must be paid by the termination date of the current membership in order for the member to retain their membership privileges.
- Dues for the next fiscal year become delinquent on the expiration date of the membership term.
- A reminder email will be sent 7 days after the dues become delinquent. After 14 days delinquent, the membership status will be changed to lapsed and membership privileges will expire.

- New members joining in the period from January 1, 2023 to the date of this amendment change shall have their membership term extended from December 31, 2023 to twelve months after their join date.

Finances

- The fiscal year is January 1 through December 31.
- A yearly audit of the Guild's books will be conducted by the Guild Leadership.

Article 7:

Officers & Their Responsibilities

The Guild Leadership is the official name of all those serving as Officers.

Guild Leadership

- The Guild Leadership shall consist of a President, Vice President, Secretary, Treasurer, and Web Director.
- Elected officers may not serve more than two consecutive terms in any one office.
- The President and Secretary positions will be held for two-year terms. For the 2020 term only, the Vice President, Treasurer positions will be held for only one year; beginning in 2021, they will be held for two-year terms.
- For the 2024 term only, the Web Director position will be held for only one year; beginning in 2025, it will be held for a two-year term to correspond with the Vice President and Treasurer positions.

President

- The President shall lead all general and special meetings.
- The President is the voice of the Guild and is responsible for ensuring the Modern aesthetic is included in all guild meetings, events, and public-facing media and will coordinate with the web director on the overall website maintenance.
- The President shall share content, respond to enquiries, and monitor the activity on the Guild's Social Media accounts including removing content that does not meet the objectives stated in these Bylaws or guidelines issued by the Modern Quilt Guild.
- The President shall create and dissolve all Committees and appoint all Committee Chairpersons if a vote is not needed.
- The President shall perform all other responsibilities as necessary for the Guild to succeed, including being responsible for the big picture/modern aesthetic, coordinating special events, etc.

Vice President

- The Vice President shall serve as assistant to the President in all matters.
- In the absence of the President, the Vice President shall preside over general and special meetings.
- The Vice President shall either post or ensure that a social media posting is created to remind guild members of upcoming meetings and regularly scheduled guild events and coordinate with other board members or committee leads on posting information on events and activities outside of the regular schedule.
- The Vice President shall perform all other responsibilities as necessary for the Guild to succeed, including assisting with the big picture/modern aesthetic, helping to coordinate special events, etc.

Secretary

- The Secretary shall maintain the membership roster and take notes as needed.
- The Secretary shall also help with large-scale correspondence, sending out e-vites for special events, managing RSVPs, etc.
- The Secretary shall preside over meetings in the absence of the President and Vice President.
- The Secretary shall perform all other responsibilities as necessary for the Guild to succeed.

Treasurer

- The Treasurer shall hold custody over the Guild's funds, including bookkeeping and collecting yearly dues.

- The Treasurer shall pay all bills and sign checks with the President or Vice President as co-signer, if deemed necessary.
- The Treasurer shall prepare the books for audit no later than January 31st of the next year. The Treasurer will provide the books to the President, who will in turn work with the rest of the Guild Leadership to approve them.
- The Treasurer shall perform all other responsibilities as necessary for the Guild to succeed.

Web Director

- The Web Director shall maintain all member and public STLMOG web pages with guild meeting details, recaps, committee information, and a detailed annual calendar of events.
- The Web Director shall take pictures or ensure pictures are taken at guild events and activities so that they may be used on the webpage and social media as needed, and ensure that pictures and other media files are stored and shared with all board and committee leads for archiving purposes.
- Work with board members on maintaining an overall modern presentation and ensuring modern content is presented on the website.
- The Web Director shall perform all other responsibilities as necessary for the Guild to succeed.

Organizational Chart

The Guild Leadership hierarchy is organized as President, Vice President, Secretary, Treasurer, and Web Director. In the event that an Officer is unable to complete their term in office, the elected Officer next in line will assume all responsibilities for the remainder of that term. If for some reason that Officer does not wish to assume the responsibilities, then a special election will be held to fill the vacancy. Should any of the above instances take place, the remainder of that term does not count toward the “two consecutive terms” limit mentioned above.

Article 8:

Committees

Committees are created for the purpose of creating and building fellowship through quilting bees, swaps, quilt shows, charity events, assistance with Guild Leadership, etc.

- Committees can be suggested by any member, but only the President can officially create or dissolve a committee.
- All Guild members in good standing can belong to one or multiple committees, so long as they keep up their membership in the Guild and can fulfill all the tasks needed.

Committee Chairpersons

- The Committee Chairperson is responsible for the general supervision of the committee and its membership.
- The Committee Chairperson is selected by the Committee members. If no one on the Committee volunteers to be Chair, the President may appoint the Chair.
- The Committee Chairperson is responsible for giving the President a report of all pertinent info regarding their committee, including sign-ups, due dates, progress, etc.
- Upon leaving the post of Committee Chairperson, all information, books, and data must be given to the next Chairperson so they can fulfill their duties.

Article 9:

Voting & Elections

Election Officiate

An Election Officiate will be appointed by the President to collect the names of all individuals who would like to be placed on the Election ballot.

- The Election Officiate is a one-term position unless the President agrees to a longer term.
- The Election Officiate is a Non-Leadership role.

- The Election Officiate will deliver the names of all candidates to the President and Vice President by the December meeting so they can prepare the ballot.

Leadership Candidates

- All members who are in good standing, have a clear understanding of the Guild's purpose, and have been an active participant in the Guild for at least one full year are eligible to be a Leadership Candidate. The only exception to this rule is the first year in which the Guild is created. Junior members are not eligible to hold office.
- All members who wish to be considered should express their wishes to the Election Officiate no later than December 1. The only exception to this rule is the first year in which the Guild is created.

Leadership Elections

- Elections are held during the January meeting
- Each member in attendance will be given a ballot on which they must vote for one person per office. Failure to vote for a candidate in each office will void the entire ballot.
- The newly elected officers will take office on March 1.
- Upon leaving their post, all outgoing Leadership members must turn over all pertinent information, books, and data to the newly appointed officers so they can fulfill their duties.

General Voting

- All members in good standing and in attendance during voting procedures held during regular meetings are allowed one vote per motion, amendment, poll, or election. There will be no absentee ballots.

Special Elections

- In the event that an Officer position is vacant and the Officer next in line does not wish to assume the responsibilities to complete the term, a Special Election must take place. The same rules apply as in General Voting. The Special Election should take place relatively quickly so the Guild does not lose its momentum.

Leadership Removal

- Should it be necessary to remove an elected Officer, a two-thirds vote of members present at any general meeting can accomplish this.

Article 10:

By-Law General Information

Amendments

Amendments to these by-laws shall be made by a majority vote of members present at a regular or special meeting. If deemed necessary, members may also vote via online ballot, with instructions and information to be provided in an email. The changes must be posted on the Guild's website(s) for all to see.

- Any member can propose an amendment, which will be presented and voted on as needed.

By-Law Effective Date

- The by-laws shall take effect immediately upon their adoption. Revisions, additions, and deletions are effective upon the date so voted by the membership.
- These by-laws should be reviewed once every year to make sure that they still hold true.

By-Laws written this 11th day of September, 2010

---Amended 21st day of August, 2013

---Amended 12th day of August, 2017

---Amended 11th day of May, 2019

---Amended 10th day of June, 2023

---Amended 14th day of October, 2023

Octavia Pitts, President

Date

Jennifer Deck, Vice President

Date

Gail Luther, Secretary

Date

Susan Muszynski, Treasurer

Date