



**BY-LAWS**  
**HAMMERSMITH QUILTERS GUILD**  
Revised October 6, 2021

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**Article 1 – Name & Logo**

- Section 1.1                      The name of this organization is HAMMERSMITH QUILTERS GUILD (hereby referred to as the Guild).
- Section 1.2                      The logo of the Guild is the Anvil block.

**Article 2 – Mission Statement**

- Section 2.1                      The mission of The Hammersmith Quilters Guild is to promote the appreciation, enjoyment, and knowledge of quilting as an art form and a craft to its membership and to the general public. The Guild encourages quilting for the benefit of charitable causes and provides opportunities to broaden quilting skills through educational programs, meetings, and workshops. The Guild hopes to foster camaraderie and inspiration among quilters throughout the greater North Shore of Massachusetts and offers support to the New England Quilt Museum in Lowell, Massachusetts.
- Section 2.2                      As a non-profit organization, the activities of the Guild will be conducted so that no part of the net income will benefit any individual. Exceptions are granted by the Executive Board to provide compensation to members for services rendered (such as lectures and workshops). In addition, Guild Members may sell and receive profits by marketing their own hand made work through Guild sponsored sales (such as the Quilt Show Boutique).

**Article 3 – Membership and Guests**

- Section 3.1                      Membership to the Guild is limited to 120 people. New members are accepted into the guild at any time during the year and membership becomes valid with payment of annual dues.
- Section 3.2                      Annual dues of \$30.00 for general membership (\$25.00 for seniors 70 and over) will be paid by members in June of each year. Members who have not paid by the end of June will be considered “not in good standing”. Any members who have not paid by the September meeting will be dropped

from membership and an equal number of prospective members from the waiting list will be invited to join.

Section 3.3 Members who join from January to June will pay half the dues for that guild year.

Section 3.4 Privileges of membership include:

- The right to cast a vote in the election of Executive Board members and the amendment of by-laws
- The right to hold office in the Guild
- The right to attend monthly meetings and to participate in Guild activities on a priority basis and at membership rates
- The right to access member restricted information on the Guild website
- The right to attend Executive Board meetings
- The right to review guild financial reports

Section 3.5 Guests may attend any monthly meeting for a \$5.00 fee unless a fee change is posted on the Guild website prior to the meeting. Guests may also attend Guild-sponsored special activities on a space available basis and on payment of a guest fee determined according to the activity. If the Executive Board invites a small group of people for learning purposes, the guest fee may be waived.

## **Article 4 - Meetings**

Section 4.1 **General Membership Meetings** will be held monthly from September through June on the first Wednesday of the month unless a change is communicated prior to the meeting. In addition, two informal Sit 'n' Sews will be held during July and August. The July meeting will be scheduled to avoid the 4<sup>th</sup> of July holiday period. A monthly meeting will be cancelled due to inclement weather if Saugus Schools are closed during the day of the meeting.

Section 4.2 **The Annual Business Meeting** will be held during the May general membership meeting. All matters brought for vote to the General Membership will be decided by a majority vote of membership in attendance. The President's vote will be the deciding vote in the case of a tie.

Section 4.3 **A Special Business Meeting** may be added if needed for guild business. Especially if May meeting was not held for some reason.

Section 4.4 **Executive Board Meetings** will be held at a minimum semi-annually, with additional meetings scheduled as required. Meeting locations, dates and times will be published on the Guild website and in the guild newsletter,

and all Guild members may attend and participate in discussions when recognized by the President; however, only Executive Board members may vote. All matters brought before the Board will be decided by a majority vote. The President's vote will be the deciding vote in the case of a tie.

Section 4.5 A quorum for conducting business at regular Guild meetings will consist of 25 percent of the membership. A quorum for conducting the business of the Executive Board will consist of a majority of the members of the board.

Section 4.6 Voting for both General Membership and Executive Board issues will consist of a show of hands of those in favor and those opposed. In special circumstances, a paper ballot will be provided. A special circumstance could include, but is not limited to, having more than one candidate for an Executive Board position.

#### **Article 5 – Executive Board**

Section 5.1 The property, affairs and business of the Guild will be managed by or under the direction of the Executive Board.

Section 5.2 The Executive Board will be comprised of the following officers: President; Vice President; Secretary; Treasurer; Member at Large; Membership Chairperson, and Program Chairperson.

Section 5.3 Elections of officers will be in staggered years. The President, Secretary, Member at Large, and Program Chair will be elected by the General Membership bi-annually at the Annual Business Meeting in May in odd numbered years. The Vice President, Treasurer, and Membership Chair will be elected by the General Membership bi-annually at the Annual Business meeting in May in even numbered years.

Section 5.4 The term of office for each Executive Board member is two years beginning on July 1 of even or odd numbered years and ending on June 30 of the next even or odd numbered year. Executive Board members may not serve more than two consecutive terms in the same office. (See Section 5.3 for which positions are elected even years and which are elected odd years.)

Section 5.5 An Executive Board member who is unable or unwilling to fulfill their duties may submit their resignation to the Executive Board. The Executive Board will appoint an interim Board member to fulfill the duties until the end of the term.

Section 5.6 Executive Board members will receive no monetary compensation for performing duties.

Section 5.7

General duties of the Executive Board members are as follows:

- Develop and approve the annual budget, proposed changes to the by-laws, committee documents, charitable donations, exceptions to Section 2.2 and fundraising requirements and plans.
- Keep records pertinent to their office and provide records to their successor
- Attend General Membership meetings and Executive Board meetings regularly
- Assist committees by working with Chairpersons to create annual goals and budget forecasts
- Oversee the bi-annual Quilt Show
- Assist the Nominating Committee in soliciting committee volunteers and candidates for office

Section 5.8

Specific Executive Board member duties are as follows:

PRESIDENT:

- Prerequisite – To serve as President, they must be a member of the Guild for at least one full year.
- Coordinates activities and ideas of members and the Executive Board
- Prepares General Membership and Executive Board meeting agendas
- Presides over all General Membership and Executive Board meetings
- Ensures that the bylaws are enforced and updated and amended as needed
- Ensures that the legal obligations of the Guild are met
- Acts as a tiebreaker in guild business
- Approves all Guild expenditures
- Acts as a back-up to the Treasurer for all duties and authorities including deposits and disbursements of Guild funds
- Appoints the Quilt Show Chairperson
- Is an ex-officio member of all committees
- Serves as official spokesperson of the Guild
- Has the authority to enter into contracts in the name of the Guild

VICE PRESIDENT:

- Assists President in all duties and presides over meetings in the absence of the President
- Oversees the Nominating Committee

- Acts as liaison between the Executive Board and the Donations and Creative Quilt Works committees overseeing the budget, calendar and activities
- Oversees monthly drawings (such as Fat Quarter drawings, Name Badge drawing, and Raffles) and secures substitutes if the regular volunteers for these drawings will be absent

#### SECRETARY:

- Records and posts minutes for General Membership meetings and Executive Board meetings
- Gathers, maintains and organizes historical files of the minutes, correspondence, bylaws, and all other non-financial records relating to the Guild
- Organizes Guild photo opportunities
- Oversees the Sunshine and Shadow program
- Collects and distributes Guild mail from post office box

#### TREASURER

- Acts as custodian of the Guild's assets
- Is responsible for deposits and disbursements of Guild funds
- Has the authority to enter into contracts in the name of the Guild
- Maintains and publishes financial records annually to the General Membership
- Prepares Treasurer's reports and presents them to the members at each General Membership and Executive Board meeting
- Oversees the Guild bank accounts
- Acts as back-up for collection and distribution of Guild mail from post office box

#### MEMBER AT LARGE

- Conducts annual member surveys, compiles the results, and makes the results available to the membership
- Solicits and communicates to the Executive Board feedback from members on programs, activities, administration and meetings

#### MEMBERSHIP CHAIRPERSON

- Maintains Guild Membership list and contact information
- Signs in members and guest at General Membership meetings
- Is responsible for helping to recruit and retain members
- Welcomes new members

#### PROGRAM CHAIRPERSON

- Presides at Program Committee meetings
- Has the authority to enter into contracts in the name of the Guild
- Presents calendar of events to the Executive Board in July/August for review

- Seeks approval for funding of various activities and speakers for General Membership meetings

Section 5.9 No member may hold more than one position on the Executive Board at the same time. An Executive Board member may be the chairperson or member of a standing committee (see also Section 6.2).

## **Article 6 – Committees**

Section 6.1 Special Committees (other than Standing Committees) may be created and dissolved as needed. A new committee proposal will be presented to the Executive Board and will require a majority vote of the Executive Board to be activated.

Section 6.2 Volunteers for each committee will be solicited by the Nominating Committee with assistance from the Executive Board. The new volunteers will be announced at the annual meeting in May. One Chairperson for each committee will be selected by the volunteers for that committee, with the exception of the Program Chairperson (See Article 5.2) and the Monthly Drawings (see Section 5.7 under Vice President). Both volunteers and Chairpersons will serve a two-year term beginning on July 1st of the year and ending on June 30<sup>th</sup> of two years after that. In the event that a committee volunteer or Chairperson is unable to fulfill their duties, they may submit a resignation to the Executive Board, who will appoint another person.

Section 6.3 Standing Committees of the Guild are as follows: Program, Donations, Creative Quilt Works, Monthly Drawings, Refreshments, Hospitality, Webmaster, Quilt Show, Nominating and Newsletter.

Section 6.4 General duties of the Committee Chairpersons are as follows:

- Work with the Executive Board to create annual goals, and provide a plan to accomplish these goals
- Maintain historical records of committee meetings for turnover to new Chairperson
- Provide quarterly updates to the Executive Board
- Provide to the Executive Board an annual forecast of expenditures and adhere to the annual budget

Section 6.5 Specific duties of the Committees are as follows:

PROGRAM

- Creates calendar of annual meetings and coordinates with other committees to host activities
- Organizes speaker lectures and workshops
- Organizes activities for General Membership meetings (such as Auction, Fashion Show, Demos, Quilt-o, etc.)
- Organizes trips (Bus trips, Shop Hops and Getaways)

#### DONATIONS

- Researches and recommends to the Executive Board recipients eligible for monetary and other donations from the Guild
- Publishes and/or communicates notes to the Guild from s-donation recipients
- Coordinates donation projects such as food pantry donations and holiday pillowcases
- Supports NEQM

#### CREATIVE QUILT WORKS

- Organizes activities (such as mystery quilts, blocks-of-the-month, round robins, brown bag quilts) and workshops to encourage and motivate members to learn new skills

#### MONTHLY DRAWINGS (such as Fat Quarter drawing, Name Badge drawing, and Raffles)

- Organizes raffle activities for General Membership meetings

#### REFRESHMENTS

- Organizes refreshments for monthly guild meetings
- Organizes other food-related events such as potluck suppers and ice cream socials

#### HOSPITALITY

- Greets guests, potential members and new members
- Answers questions that guests and potential/new members may have about the guild
- Explains monthly activities and drawings to new members, informing guests that only members may participate in monthly activities and drawings

#### WEBMASTER

- Oversees maintenance of the Guild website

#### QUILT SHOW

- Plans and organizes the bi-annual Quilt Show

#### NOMINATING

- Leads the Standing Committee volunteer search

- Solicits candidates for Executive Board and presents a proposed slate of officers to the membership at the April guild meeting in respective years of election cycle.
- Manages annual elections, including preparing paper ballots if needed (see Section 4.4)

#### NEWSLETTER

- Solicits information from the various officers and committee heads and compiles the monthly newsletter (no newsletters for July and August)
- Is responsible for disseminating the newsletter to the membership by direct mailing and/or by transmitting it to the Webmaster for inclusion on the guild website

### **Article 7 – Amendments**

- Section 7.1                   The bylaws will be reviewed under the direction of the President. Suggestions for changes to the bylaws will be submitted to the President of the Guild prior to the April meeting.
- Section 7.2                   Proposed amendments or revisions will be published to the members in the April newsletter and at the April General Membership meeting. Discussion and voting will be done by article at the Annual Business meeting in May. In the event of multiple amendments, discussion and voting may be divided between the May and June meetings so as not to go beyond the scheduled business meeting time allotment.
- Section 7.3                   In the event there was no May Annual Business meeting, the President can propose a new two-month process. The first month the proposed amendments or revisions will be published. The second month will include continued discussion if needed and voting.

### **Article 8 – Dissolution**

- Section 8.1                   The Guild may be dissolved if a candidate is not secured for each officer position.
- Section 8.2                   Should the Guild be dissolved, the Board will decide where to distribute the assets, with the provision that it select only from non-profit quilting-related organizations, such as the New England Quilt Museum and/or similar institutions.

### **Article 9 – Parliamentary Procedure**

*Roberts Rules of Order – Newly Revised* shall be the Parliamentary authority for all matters of procedure not covered by existing Guild Articles.

