



# Cyber Friends Guild News

## Officers

President .....Spottedcow  
Vice President.....Lorilei  
2<sup>nd</sup> VP (Membership) .....Pecasa

Treasurer.....Cathy/OH  
Secretary.....JudyTX

Volume 1 Issue 1

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*"Special Edition"*

Please read the bylaws carefully. I will be putting up a poll after the 15<sup>th</sup> for each change that has been made. You will vote **yes** to accept or **no** to not accept the change. You will only be able to vote once. The results of the votes will be announced at the September meeting. According to the original bylaws, the revisions only need to be posted 'the month prior to voting'. Since we cannot vote as one would in a regular meeting, the voting will be up till 2 days before the next General Meeting. The September meeting has been posted on the calendar. I ask each one of you to vote as you feel will better the Guild.

Thank You  
Janet/President

*CYBER FRIENDS QUILT GUILD*

*BY-LAWS*

*January 1, 2004*

## *Article I*

### *Name*

*Section 1. The name of this organization shall be known as the "Cyber Friends Quilt Guild", here in referred to as the "Guild".*

*Section 2. The registered office address of the Guild shall be ~~the home address of the designated President. The registered office address shall change upon the election of a new President.~~ the home address of the original president.*

## *Article II*

### *Non-Profit*

~~*Section 1. The guild shall be known as a not for profit organization.*~~

~~*Section 2. The Guild shall be not for profit. No part of its earnings shall inure to the benefit of any member, but shall be used exclusively for the purposes of the organization. Inurement is the improper diversion of an organization's net earnings by persons with substantial influence over the organization for their private benefit or that of related parties (such as family members). The fiscal year of the Guild shall be from January 1 through December 31.*~~

~~*Section 3. Reimbursement for expenditures or compensation for services rendered shall not be considered distribution of income.*~~

*Section 1. The Guild shall be not-for-profit. No part of its income shall inure to the benefit of any member, but shall be used exclusively for the purposes of the organization.*

*Section 2. Reimbursement for expenditures or compensation for services rendered shall not be considered distribution of income.*

*Section 3. The fiscal year of the Guild shall be from January 1 to December 31.*

### *Article III*

#### *Objective*

*This Guild shall be organized for educational and charitable purposes. The object of this Guild shall be to promote quilting excellence through education, friendship, and the love of quilts. To support the art of quilting by respectfully preserving the traditions of quilting and by providing encouragement to interested persons.*

### *Article IV*

#### *Membership*

- Section 1. Membership will be open to all persons interested in quilts and quilting.*
- Section 2. Membership shall be by completed membership form and payment of dues.*
- Section 3. Membership in the Cybee Groups will be on a voluntary commitment.*
- Section 4. Only paid members will have access to the Guild web site.*
- Section 5. Yearly membership shall be from time membership dues are received ~~till same date the following year.~~ until the end of the fiscal year.*
- Section 6. A ten (10) day grace period will be allowed to re-new a members dues. If membership is not renewed in **the** allotted time, access to Guild web site shall be denied and **former member's** name will be dropped from membership list.*
- Section 7. A delinquent member may be reinstated upon payment of current dues. **The Board reserves the right to deny membership to anyone if a majority vote of the Board is obtained.***
- Section 8. No person shall be discriminated against because of race, color, religion, age, nationality national origin, sex, or handicap.*

*Section 9. No person shall be discriminated against because of race, color, religion, age, national origin, sex, or handicap.*

*Section 10. Any member, who does any act ~~which~~ **that** tends to interfere with the operations of the Guild, **who fails to complete projects** or who violates the By-Laws, may be expelled from the membership list by majority vote of the Board. **Dues paid will not be refunded.***

*Section 11. All members shall have voting rights.*

### *Article V*

#### *Membership Dues*

*Section 1. Membership dues are to be set at \$5.00 per year.*

*Section 2. The amount of the dues may be ~~amended~~ **changed** upon a majority vote of all members present at time vote is taken.*

### *Article VI*

#### *The Board*

*Section 1. The Board shall consist of the President, Vice President, 2nd. Vice President (membership chairperson), Secretary, and Treasurer.*

*Section 2. The internal affairs of the Guild are to be handled by the Board as the governing body of the Guild.*

*Section 3. All members of the Board, as elected officers, shall fulfill their duties of their office without compensation.*

*Section 4. The number of members of the Board may be increased or decreased by amending the By-Laws.*

*Section 5. ~~Special meetings of the board may be called by the President.~~  
Any expenditure over \$100 must be approved by a majority of the Board.*

*Article ~~VIII~~ VII  
Duties of Officers*

*Section 1. President*

- A. Shall reside at all regular meetings, board meeting, or special meetings.*
- B. Shall appoint committee leaders or empower another office to do so.*
- C. Shall serve as ex-officio member of all committees except that of the nominating and **audition** committees. ~~for new officers.~~*
- D. ~~Shall~~ **Must** approve any expenditure ~~over~~ **under** \$100.00.*
- E. **Shall** carry out orders and resolutions of the board.*
- F. **Shall** Keep the members informed of all Guild actions.*
- G. Shall have final decision on all dead locked votes or decisions.*
- H. Shall have the power to 'step-in' if a committee is having any difficulties.*

*Section 2. Vice President*

- A. Shall perform all the duties of the President in the Presidents' absence or disability.*
- ~~B. Act as program chairman~~*
- ~~C. Shall have name on Guild Checking account, savings account, etc.~~*
- ~~D. Shall be available to sign checks, if necessary, when Treasurer is not available.~~*

*Section 3. 2nd. Vice-President*

- A. Shall be membership chairperson.*
- B. Collect annual dues and send to Treasurer*

- B. Shall maintain an accurate membership list*
- C. Shall send a list of new members to the newsletter editor for publication.*

*D. Shall notify a member thirty (30) days prior to expiration of membership. One notification is all that will be required.*

*E. Shall send a membership count or names of new members to the Newsletter Editor for publication.*

#### *Section 4. Secretary*

- A. Shall record all decisions made at Board meetings and at monthly meetings.*
- B. Shall submit all Board decisions and monthly meeting decisions to the Newsletter Editor for publication in monthly newsletter.*
- C. Shall record all votes taken on any issue.*
- D. Shall handle any correspondence the Guild may require.*

#### *Section 5. Treasurer*

- A. Shall be authorized signer on all Guild bank accounts.*
- B. Shall maintain all monies for the Guild and be accountable for all monies spent and acquired.*
- C. Shall submit a Treasurer's report to Newsletter Editor for publication in monthly newsletter.*
- D. Shall ensure that permanent records are kept of all financial transactions of the Guild.*
- E. Shall seek approval of any expenditure over \$100.00 from ~~the President.~~ a majority of the Board.*

### *Article VIII*

#### *Eligibility for Office*

*Section 1. Any member shall be eligible to hold offices.*

*Section 2. Any member wishing to run for an office must submit their name to the nominating committee for consideration.*

*Section 3. The nominating committee will submit names in the form of a poll for members to vote on to elect the new officers.*

*Section 4. Standing officers are automatically submitted for re-election.*

*Section 5. A standing officer who does not wish to run again for office must email the nominating committee asking for their name to be removed from the list.*

### *Article VII IX* *Election of Officers*

*Section 1. Election of officers shall be held the first week of ~~December~~ November.*

*Section 2. Newly elected officers will take over on the first day of January of the following year.*

*Section 3. An officer may serve multiple years, as long as they are re-elected.*

### ~~*Article IX*~~

~~*Section 1. The Newsletter editor shall produce a monthly newsletter that shall be emailed out at least one week before the monthly meeting.*~~

~~*Section 2. The newsletter shall contain the date and time of the next monthly meeting. It shall also contain any business requiring formal notice.*~~

~~*Section 3. Provide a copy of the newsletter to each Guild member.*~~

### ~~*Article X*~~

## *Committees ~~Heads~~*

*Section 1. All committee ~~Heads~~ Leaders will be appointed by the President.*

*Section 2. All Committee ~~Heads~~ Leaders will be responsible for selecting Guild members to serve on their committees.*

*Section 3. All Committee ~~heads~~ Leaders will report all activities to Board members.*

*Section 4. Standing Committees shall be: Publicity/Newsletter, Membership, Swap/Challenge/BOM, Education, Cybeekeeper, Hospitality, Welcome/Historian, Audit and Bylaws.*

*Section 5. The Board if necessary may appoint special Committees.*

*Move committee responsibilities, other than nomination, to a Standard Operating Procedures Manual to be compiled at a later date.*

## *Article XI*

### **Eligibility for Office**

#### *Nominating Committee*

*Section 1 a. Will consist of five (5) members appointed by the President.*

*B. Will not be eligible for election to Board positions during their term on this committee.*

*B. Will elect a Chairperson from among its members.*

*Section 2. Will secure the consent of one or more qualified candidates for nomination to each Board position.*

*Section 3. Will present a slate of candidates for nomination to each Board position to the Board in September.*

*Section 4. Will publish a list and brief biography of all nominees to Board positions in a special Newsletter to be published in early October.*

*Section 5. Will prepare a written ballot listing all nominees and present to the Webmaster to be placed in the poll section of the CFQG board.*

*Section 6. Will announce new Board members at the November meeting.*

*Section 7 Will coordinate the installation of new Board members.*

*Article XII*  
*Meetings*

*Section 1. Board Meetings*

- A. The board shall meet once a month. The date and time to be established by each board for its term of office.*
- B. All matters brought before the board shall be decided by a majority vote.*
- C. Board members are required to attend Board meetings. If a member misses more than two (2) consecutive meetings without prior presidential approval, the Board has the authority to declare that position vacant.*

*Section 2. Guild Meetings*

- A. Regular Guild meetings shall be held once a month, time and date to be set by the ~~Board~~ **President**.*
- B. All reports from officers and Committee heads shall be given at each monthly meeting.*
- C. The December Meeting shall be the Election of officers. All end of year reports will be given. All bank statements, secretary reports and committee reports will be mailed to new officers and committee ~~heads~~ **Leaders** by December 31.*
- D. The board may call special meetings at any time if there is special business that must be conducted. Notice of special meeting must be posted on the CFQG Web Site three (3) days prior to special meeting.*

*Article XIII*

## *Voting Rights*

- Section 1. Paid ~~regular~~ members in good standing shall have full voting rights in any general or special meetings.*
- Section 2. All issues brought before any Guild meeting shall be decided by a majority vote of those members present at such meeting.*
- Section 3. All issues to be voted on will be placed in the form of a poll and votes cast before end of meeting. No absentee ballots are allowed.*

## *Article XIV*

### *Dissolution of Organization*

*The membership may vote to dissolve the Cyber Friends Quilt Guild at any general meeting of the Guild by two-thirds (2/3) vote, provided that a motion to dissolve has been submitted in writing at the previous general meeting. By the tenth (10th) day following an affirmative vote to dissolve the Cyber Friends Quilt Guild, all cash and other assets owned by the Guild shall be donated to the nonprofit organization (s) approved by a majority vote of the members at the time the motion to dissolve is passed.*

## *Article XV*

### *Amendments/Revision of By-Laws*

*Amendments and or revisions of these By-Laws may be made at any regular general meeting by the majority vote provided that the amendments/revisions shall have been previously published in the monthly newsletter and submitted to the membership the month before the general meeting.*