

**AMENDED AND RESTATED BYLAWS  
OF  
AGAVE QUILTERS GUILD**

**ARTICLE I. NAME and LOCATION**

The name of this guild shall be Agave Quilters (Guild). Meetings of the Board of Directors (Board) and members of the Guild may be held within the Sun Lakes communities and/or such places as may be designated by the Board.

**ARTICLE II. PURPOSE**

The purpose of the Guild is to promote the appreciation of quilting; to sponsor quilting activities, to encourage quilt making and collecting, to contribute to the knowledge of quilting through education, and to promote friendships and philanthropic endeavors.

**ARTICLE III. MEMBERSHIP AND MEETINGS**

**Section 1. Membership.** Any person interested in quilting may become a member by the completion of a membership application and submitting payment of annual dues. Membership privileges include voting and holding office; receiving regularly the Guild's newsletter, The Agave Points, and attending classes and/or activities related to quilting. Annual dues shall be determined by the Board and shall be payable by the December meeting in order to be included in the annual membership roster published in January of each year. Dues for new members joining after June 1 will be prorated. A guest may attend two meetings without becoming a member.

**Section 2. Meetings.** The Guild shall hold monthly meetings, (except for June, July and August) with additional sessions available for education, work and/or travel.

**ARTICLE IV. BOARD OF DIRECTORS**

**Section 1. Responsibilities.** The Board shall manage all the business and affairs of the guild. The Board shall consist of officers of the Guild and the Committee Chairpersons. The Board will outline duties of each chairperson and/or committee. The Board shall meet monthly (except June, July and August) prior to the monthly general guild meeting. Special meetings may be held at the request of the President.

**Section 2. Duties.** Board members shall attend regular and special Board meetings; adopt an annual budget; submit year-end reports and maintain the records of the Guild.

**Section 3 Terms of Office.** The term of office shall be one (1) year and shall be limited to two (2) consecutive terms. Each term shall begin on the first meeting of the calendar year.

**Section 4 Vacancies:** The Board may fill any office and/or committee chairperson vacancy for the unexpired portion of the term.

**ARTICLE V. OFFICERS**

**Designation.** The Guild's officers shall be President, Vice President, Secretary and Treasurer. A co-officer may be nominated, at the discretion of the nominated officer(s), and shall jointly share the general duties of the office.

**President:** The President shall preside over all board and guild meetings. The President shall have all the general powers and duties which are usually vested in the office of President including the power to appoint committee chairs for the Guild and shall be an ex-officio member of all committees except the nominating committee.

**Vice President:** The Vice President shall perform the functions of the President in the President's absence. The Vice-President shall act as Historian in keeping a written and/or photographic record of the guild's personal and social activities.

**Secretary:** The Secretary shall keep minutes of all Board and Guild meetings, complete all correspondence, and maintain files for committee, and membership reports. In the Secretary's absence, any officer directed by the Board shall perform all duties of the Secretary.

**Treasurer:** The Treasurer shall be the custodian of all Guild funds; All monies derived from Agave Quilters activities shall be submitted to the Treasurer for deposit to the Guild accounts for appropriate disbursements; record all money received and expended; submit regular financial reports to the Board; prepare an operating budget. All checks must be signed by either the Treasurer or President, in the absence of the Treasurer. The Treasurer shall be responsible for presenting an updated change of address and signature card to the bank before the installation of new Officers.

#### **ARTICLE VI. NOMINATIONS & ELECTIONS**

**Nominations:** The President shall appoint the chairperson of the Nominating Committee. The committee shall consist of at least three (3) and no more than five (5) members and shall nominate one member as the candidate for each office to be filled. The committee shall present the nominees, and take nominations from the membership at the October guild meeting. The nominating slate shall be published in the newsletter prior to elections at the next regular Guild meeting in November.

**Elections:** Officers shall be elected at the November Guild meeting by show of hands or by ballot. Newly elected officers shall attend the December Board meeting for transfer of office and shall assume their duties at the first meeting of the New Year.

#### **ARTICLE VII. COMMITTEES**

**Appointment.** The President, with the approval of the Board, may appoint each committee chairperson as appropriate for such tasks and for such periods as the Board may designate by resolution. The committee chairpersons may serve additional terms, if approved by the Board. The committee chairperson will appoint committee members from the general membership for a one-year term.

Chairperson shall prepare an annual budget for expenses related to the committee; all related committee expenditures must obtain prior approval of the Board. Committees shall submit regular and annual reports to the Board and keep adequate notes of their activities.

**Special Committees:** A special committee(s) may be established by the President or the Board as may be deemed necessary to promote the Guild's purposes and to carry on the work of the Guild. The Board shall provide guidelines for the special committee and the committee chairperson shall report all activities to the Board. The special committee(s) shall cease after their specific function is terminated.

**Community Service:** The community service committee shall select a service and/or charity projects.

**Education:** The education committee shall secure instructors from within the Guild and/or guest teachers and arrange for the use of facilities within the Sun Lakes' communities or elsewhere for the purpose of offering workshops and other educational offerings. A reasonable fee, as established by the Board, must be paid in advance and is non-refundable. Fees for a special workshop, by a visiting instructor, may be pro-rated depending upon class size.

**Friendship:** The friendship committee shall invite members to join a small friendship group to become acquainted with other members. Each group shall set their own rules as to meeting time and locations.

**Hospitality:** The Hospitality committee is responsible for coordinating all social events and activities as well as the installation of officers. Committee members shall be responsible for assisting the chairperson upon request and greeting guests and members at meetings.

**Membership:** The membership committee shall process memberships and forward any dues collected to the Treasurer; maintain an up-to-date record of Guild members; prepare and distribute an annual membership roster; publish updated memberships in the newsletter as needed. This committee will also coordinate and create a suitable welcome and information package for new members, consisting of Agave web-site password and login; a roster, current newsletter, membership information, Agave Quilters Bylaws and other materials as may be appropriate.

**Newsletter:** The Newsletter Editor shall publish the newsletter monthly (except June, July, and August) and send one copy to each member of the Guild either by e-mail or U.S. Postal Service. A copy of the newsletter shall be made available on the Guild's web-site. The editor shall also be responsible for public notification of the guild's meeting time and place and also for any social activities with which the Guild is associated.

**Photographer:** The photographer shall take photographs of the Guild's activities. Printed photographs shall be submitted to the historian and electronic media shall also be submitted to the web-site liaison for publication on the Guild's website.

**Programs:** The program committee will arrange for programs to be presented by traveling teachers, member teachers and other speakers at the Guild's monthly meetings. Remuneration for speakers/teachers shall be approved by the Board.

**Publicity:** The publicity committee shall submit articles related to Guild activities to the local newspaper; assist other committees in promoting Guild events.

**Sunshine:** The sunshine committee shall send cards to the members on behalf of the Guild.

**Travel:** The travel committee shall arrange for trips to shows, quilt shops and/or other places of interest to the group, including organization of car pools and/or reservations of buses. Expenses for events, including transportation to/from events, shall be pre-paid and are non-refundable. In the event that minimum participation is not met for transportation, the event may be cancelled and all expenses shall be refunded.

**Web-Site:** The Web-Site liaison shall, with approval of the Board: 1) maintain open communications between the webmaster and the guild; 2) serve as the gatekeeper for topics, materials, content to be forwarded to the webmaster for publication; 3) monitor the website for quality and appropriateness of content; 4) establish protocols to maintain and/or update the website on an as needed basis.

#### **ARTICLE VIII. AMENDMENTS**

**Amendment of the Bylaws.** The bylaws may be amended or repealed and new bylaws may be adopted by a two-thirds majority vote of the members, provided the proposed revision has been published in the newsletter and notice of voting has also been published. Any amendments adopted shall be published in the newsletter. The adoption and updated bylaws shall be distributed to the members.

**Certificate of Adoption.** The undersigned Secretary of the Guild does hereby certify that the foregoing Bylaws were adopted by the Board and the Guild Membership at a meeting held on \_\_\_\_\_ year:\_\_\_\_\_.

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