

OTTAWA VALLEY QUILTERS GUILD CONSTITUTION

Proposed 2008 Amendments from Executive Committee February 2008

Explanation: To simplify the constitution, we propose dividing the articles of our current constitution into three sections: Constitution, By-Laws, and Procedures. This will provide more flexibility in the operation of the guild and is, in fact, the way the original constitution was structured. We propose:

- maintaining core constitutional Articles in the Constitution, which can only be amended at the Annual General Meeting (moving others into more appropriate categories of By-Laws or Procedures);
- creating a section called By-Laws to contain important processes required to run the organization; amendments to these would continue to require a vote at a monthly general meeting;
- adding a section entitled Procedures, which are followed by the executive in day-to-day operations of the guild; amendments to these would require an Executive vote.

It is the fervent hope of the Executive Committee that these amendments will mark the end of lengthy debates at the A.G.M., because the Constitution will seldom require any changes in the future. We encourage all members to read over the proposed changes, email or phone us with any questions or concerns. At the April general meeting, we will allow some time for discussion, and then ideally, at the May meeting, the AGM will take only a small portion of time, allowing us more time for our main Aim & Objectives: fellowship, quilting education, quilting demonstrations, and fun!

Your Executive Committee:

Mary (613) 567-2675	marybpal@gmail.com
Kris (613) 831-6167	kristine@magma.ca
Barb	vpadmin@OttawaValleyQuiltersGuild.org
Pat	vpprogram@OttawaValleyQuiltersGuild.org
Georgia	pastpresident@OttawaValleyQuiltersGuild.org
Grace	secretary@OttawaValleyQuiltersGuild.org
Nancy (613) 739-7872	

OTTAWA VALLEY QUILTERS GUILD CONSTITUTION
Proposed 2008 Amendments from Executive Committee
February 2008

Legend: ~~strikethrough~~ indicates the proposed deletion of an item
 Bold indicates a proposed addition
 [indicates where an item has been moved to or where it came from]

Article 1

The organization shall be known as the Ottawa Valley Quilters Guild.

- a. This organization shall be a ~~non~~ **not-for-profit** organization.

Article 2

The Aims and Objectives of the Guild are:

- a. To provide fellowship;
b. To establish and maintain quilting standards;
c. To sponsor workshops, speakers, quilt shows, group excursions, demonstrations;
d. To work on community projects;
e. To publish a newsletter.

Article 3

Membership in the Guild:

- a. Membership is open to all persons in good financial standing interested in quilting on payment of annual dues as determined by the Executive;
b. Visitors may attend meetings upon payment of a designated fee;
c. Changes in designated fees and annual dues will be determined by the Executive and presented for approval by the membership at the annual general meeting.

~~The members of the Executive, after fulfilling the responsibilities of their position for one year, shall be granted one guild membership per position for the following year; [modified and moved to Bylaws: Financial]~~

Article 4

Membership Year and Meetings:

- a. The membership year shall be from July 1 to June 30;
b. The number of meetings during the months from July to June shall be a minimum of five, dates to be determined by the Executive;
c. The annual general meeting shall be held in **April, May, or June as determined by the Executive** and will include annual reports by the Executive and the election of officers;
d. Executive meetings are open to any Guild member who wishes to attend. Notice of attendance and reason for attendance must be made one week in advance of the Executive meeting to the President;
e. Minutes of Executive meetings must be made available to general membership.

Article 5

Officers and Committees:

- a. The Executive Committee will consist of the Officers of the Guild**
b. Officers of the Guild shall be:
 President
 Vice-President--Programme
 Vice-President—Administration
 Past President
 Secretary
 Treasurer
c. The above shall take office July 1, and remain in office until the end of the fiscal year;
d. The Committees needed to maintain programmes and the administration of

the Guild will be determined by the Officers;

- e. ~~No officer shall hold the same office for more than two years consecutively. No Committee Chairperson shall hold the same office for more than three years consecutively;~~ **No Officer or Committee Chairperson shall hold the same office for more than three consecutive years;**
- f. When an Officer or Committee Chairperson has been absent for more three general and/or executive meetings, the Executive has the right to appoint a replacement to serve the unexpired term;
- g. Any Executive member who resigns from the Executive Committee shall give notice in writing. The Executive Committee may appoint a replacement to serve the unexpired term;
- h. A quorum for Executive Meetings shall be four members of the Executive Committee, two of ~~which~~ **whom** must be signing officers. ~~Ad-Hoc Committee Chairpersons do not have a vote at the Executive Meetings. [moved to Procedures: Voting Guidelines]~~

Article 6

Finances:

- a. The fiscal year is July 1 to June 30;
- b. Cheques must be signed by the Treasurer and one of the other two signing officers;
- c. The financial records of the Guild shall be available and open to the perusal of any Guild member;
- d. If, for whatever reason, the Ottawa Valley Quilters Guild should cease to exist, all assets will go to a Registered Charity ~~designated~~ **determined** by the surviving membership;
- e. A financial review must be completed every fiscal year;
- f. The Guild shall retain an accountant who will assist the Treasurer in the financial operation of the Guild. The accountant will hold no voting rights nor any signing authority. ~~No cash advances will be issued to Guild members; [moved to By-Laws: Financial] A vote by the membership is required for any expenditure exceeding \$1000.00, excluding the quilt show and budget items [moved to By-Laws: Financial]~~

Article 7

Constitution, By-Laws and Procedures

- a. **The Articles of the Constitution, By-Laws and a written list of Procedures will be maintained and reviewed as necessary by the Executive Committee;**
- b. **Notice of proposed changes to Articles of the Constitution will be circulated in writing to the membership at least 30 days prior to the Annual General Meeting;**
- c. **Articles of the Constitution will be passed, amended or repealed by a 2/3 majority vote of the membership present at the Annual General Meeting. Quorum will be one-third of the membership;**
- d. **Notice of proposed changes to By-Laws will be circulated in writing to the membership at least 30 days prior to the general meeting designated by Executive Committee for voting on the proposed By-Law change;**
- e. **By-Laws will be passed, amended or repealed by a majority vote of the membership present at any general meeting. Quorum shall be one-third of the membership.**
- ~~a. Articles of the Constitution and/or By-Laws may be passed, amended or repealed by a 2/3 majority vote of the membership present at the annual general meeting. Quorum shall be one-third of the membership.~~
- ~~b. Notice of proposed changes must be circulated in writing to the membership at least 30 days prior to the annual general meeting.~~

BY-LAWS

Duties of the Officers

1. President
 - a. Shall preside at all general meetings of the Guild and of the Executive Committee;
 - b. Shall prepare the agenda for all meetings;
 - c. Shall make a report of the work of the Guild at its annual general meeting;
 - d. Shall be an ex officio member of all committees except the Nominating Committee.
2. Vice-President(s)
 - a. In the absence of the President, one of the two Vice-Presidents shall serve in the order of that office and perform such duties as are performed by the President;
 - b. Vice-President-Programme shall preside at all meetings of the Programme Committee;
 - c. Vice-President-Administration shall preside at all meetings of the Administration Committee.
3. Past President:
 - a. **Shall**, in the absence of the President and Vice-Presidents, serve in the order of that office and perform such duties as are performed by the President;
 - b. Shall perform active duty for a period of 6 months to facilitate transition of responsibilities to the new Executive Committee. After this period, will serve balance of term in an advisory capacity;
 - c. Shall have signing authority as required to maintain Guild operations until signing authority has been established by the incoming new Executive;
 - d. Shall appoint the Chair of the Nominating Committee.
4. Secretary:
 - a. Shall record the minutes of all general meetings of the Guild and all meetings of the Executive Committee and shall distribute or present them or post them for the general membership as determined by the Executive Committee;
 - b. Shall post minutes of the annual general meeting at the next annual general meeting;
 - c. Shall maintain a file of all minutes and reports and maintain and update corporate ledger;

- d. Shall collect and disperse mail;
- e. Shall answer general enquiries and correspondence and maintain these files.

5. Treasurer:

- a. Shall have charge of all funds of the Guild, receive dues, deposit receipts and disburse monies in a timely manner as authorized by the Executive;
- b. Shall maintain all financial records of the Guild, prepare monthly reports; and forward the monthly reports to the accountant;
- c. Shall receive a record of financial transactions from each committee chairperson;
- d. Shall obtain licences for all **charity** quilt raffles and prepare all reports related to these licences.

Duties of Committees

1. **Programme Committee:**
Shall be responsible for all programme(s) and programme components presented at general meetings and workshops.
2. **Administration Committee:**
Shall be responsible for all administrative duties pertaining to the operation of the Guild.
3. **Ad Hoc Committee:**
Will be appointed by the Executive as needed and will report directly to them.

Financial *[moved from Constitution, Article 6]*

1. No cash advances will be issued to Guild members **without a membership vote**;
2. A vote by the membership is required for any expenditure exceeding \$1000.00 (excluding the quilt show and budget items);
3. Guild members will be reimbursed upon presentation of receipts for expenses incurred in carrying out the responsibilities of their duties or at the request of the Executive to the Treasurer;
4. ~~The~~ **Each members** of the Executive, after fulfilling the responsibilities of their position for one year, shall be granted one guild membership ~~per position~~ for the following year. *[Moved from Constitution Article 3c]*

Voting

A quorum for Executive Meetings shall be four members of the Executive Committee, two of whom must be signing officers. *[Moved from Constitution, Article 5h]*

~~Programme Committee~~ *[Entire section moved to Procedures]*

~~The Programme Committee consists of one Chairperson and at least 6 members~~

- ~~1. The Programme Committee shall be responsible for general Guild meetings:~~
 - ~~a. All programme(s) presented at general meetings~~
 - ~~b. Workshops~~
 - ~~c. Guild studio~~
 - ~~d. Baby quilts~~
 - ~~e. Block of the month~~
 - ~~f. Social~~
 - ~~g. Charity quilts~~

~~Administration Committee*~~

~~The Administration Committee consists of one Chairperson and at least 6 members.~~

- ~~1. The Administration Committee shall be responsible for all administrative duties pertaining to the monthly operations of the general Guild meetings.~~
 - ~~a. Library~~
 - ~~b. Magazines~~
 - ~~c. Publicity~~
 - ~~d. Newsletter~~
 - ~~e. Membership~~
 - ~~f. Equipment~~
 - ~~g. Special events~~
 - ~~h. Telephone~~

PROCEDURES

Membership

- a. Current members will be given priority for continuing their membership in subsequent years;**
- b. The membership cap is determined by the Executive Committee.**

Voting Guidelines

- a. Committee Chairpersons do not have a vote at the Executive Committee Meetings;**

- b. Ad Hoc Committee Chairpersons do not have a vote at either Executive or Committee Meetings. *[moved from Constitution, Article 5]***
- c. The Executive Committee, in the interests of efficiency, may opt to have meetings over the telephone or electronically (e.g email), and any voting that takes place will be recorded in print, indicating how each executive member voted, and stored in the President's Minutes files.**

Finances

A budget should be prepared each autumn and printed in the Newsletter. An annual financial statement should be prepared each August and printed in the September Newsletter.

Committees *[moved from By-Laws]*

1. The Programme Committee consists of the following ~~Sub-Committees~~:
 - a. Programme (lectures, events, etc.)
 - b. Workshops
 - c. Baby quilts
 - d. Block of the month
 - e. Social
 - f. Charity quilts
 - g. Doctors-on-Call
2. The Administration Committee consists of the following ~~Sub-Committees~~:
 - a. Library
 - b. Magazines
 - c. Publicity
 - d. Newsletter
 - e. Membership
 - f. Equipment
 - g. Special Events
 - h. Photography
 - i. Website**
 - j. Telephone
 - k. Archives
 - l. Volunteer Coordinator**
 - m. Ad Hoc (e.g. Quilt Show)**