

CENTRAL OKLAHOMA QUILTERS GUILD, INC.
BYLAWS
(Last Amended October 23, 2025)

ARTICLE I

Section 1

NAME

The Name of this organization shall be the Central Oklahoma Quilters Guild, Inc. (hereinafter referred to as the "Guild").

ARTICLE II

Section 1

PURPOSE

The purpose of this organization shall be to stimulate an interest in quilts; to promote and advance the art of quilt making; to conduct educational programs and services in all aspects of quilt making; and to preserve our quilting heritage and traditions.

ARTICLE III

Section 1

NON-PROFIT STATUS

The Guild is a non-profit corporation; no part of its assets shall inure to the benefit of any individual member but shall be used exclusively for the purposes of the Guild.

ARTICLE VI

Section 1

MEMBERSHIP

Membership shall be open to all who have an interest in quilts.

Section 2

Membership is required for further attendance after attending two meetings as a guest.

Section 3

Membership shall be on a yearly basis from June 1 through May 31.

ARTICLE V

Section 1

DUES

Membership shall vote on any revision in the amount of dues.

Section 2

Annual dues shall be payable June 1; dues not paid by August 1 shall be delinquent and the membership automatically terminated.

Section 3

Membership dues paid after November 30 shall be one-half the annual dues for first-time members only.

ARTICLE VI

Section 1

EXECUTIVE BOARD

The elected officers of the Guild shall be President, President-Elect, Day Vice President, Evening Vice President, Secretary, Treasurer, Director of Heritage, Director of Membership, Director of Newsletter, Director of Programs, Director of Programs-Elect, and Director of Ways and Means.

Section 2

These elected officers shall constitute the Executive Board.

Section 3

The Executive Board shall be the administrative body of the Guild. It shall exercise general control and supervision over all Guild officers and committees.

Section 4

The Quilt Show Chairman shall be an ex-officio member of the Executive Board for a term commencing upon appointment to such committee chairmanship and terminating automatically at such time as her or his duties are finalized and the books of the Quilt Show Committee are closed. She or he shall have the right to make motions and to vote and shall be counted in determining a quorum.

ARTICLE VII

Section 1

TERMS OF OFFICE AND VACANCIES

The term of office for all officers shall be for a period of one year, commencing immediately upon installation.

Section 2

No member shall hold the same executive office for more than one term in succession with the exception of: The Treasurer, Director of Membership, Director of Newsletter, Director

of Heritage, and Director of Ways and Means, who may not serve more than two consecutive one-year terms.

Section 3 Prior to accepting nomination for any office, a member shall have read and shall understand the requirements of the position set forth in Article VIII and in the Policy and Procedures Manual and agree to assume the responsibilities therein described.

Section 4 Any vacancy during the term of office shall be filled by appointment by the Executive Board. Should it be necessary to appoint a member to fill the unexpired term of President-Elect, the nomination and election process shall be enacted for the office of President for the following Guild year.

ARTICLE VIII

DUTIES OF OFFICERS

- Section 1 The President shall be chairman of the Executive Board and coordinate all activities of the Guild. The President shall counsel with the officers and shall appoint all committees necessary to the welfare of the Guild, except the Quilt Show Committee. The President shall appoint the Quilt Show Chairman, who shall select the members of the Quilt Show Committee, as needed. All committees of the Guild, including the Quilt Show Committee, shall be governed by the Bylaws and by the Policies and Procedures of the Guild. The President or Treasurer shall be authorized signatories of all bank accounts of the Guild. Following the term of President, the counsel of the Immediate Past President to the Executive Board is requested in an advisory capacity.
- Section 2 The President-Elect shall work closely with the President and shall be assigned special duties as requested by the President. The President-Elect shall serve as parliamentarian of the Guild.
- Section 3 The Day and Evening Vice Presidents shall preside over the respective meetings and appoint members to committee chairmanships to perform duties for the respective meetings as needed. In the absence of or at the request of the President, they shall perform the duties of the President.
- Section 4 The Secretary shall keep the official record of minutes of the Guild, including the record of minutes of the Executive Board meetings. The minutes shall include the signature of the Secretary or anyone acting as temporary secretary, noting the approval of the President by signature.
- Section 5 The Treasurer shall collect and disburse all funds of the Guild in accordance with the approved budget directed by the Executive Board. Neither the Treasurer of the Guild nor any treasurer appointed by any committee shall spend any sum in excess of \$500 for expenses not budgeted without the approval of the Guild. The Treasurer shall submit the books to an audit committee between the May and June membership meetings. The Treasurer or President shall be an authorized signatories of all bank accounts of the Guild.
- Section 6 The Director of Heritage shall coordinate activities for the Guild to stimulate awareness of preservation, conservation, historical research, and the humanities.
- Section 7 The Director of Membership shall maintain a current membership directory and collect dues.
- Section 8 The Director of Newsletter shall prepare and distribute a monthly publication covering Guild activities and such other activities within the scope and purpose of the Guild.
- Section 9 The Director of Programs shall develop and secure educational programs for the Guild.

- Section 10 The Director of Programs-Elect shall work closely with the Director of Programs and shall be assigned special duties by the Director of Programs. The Director of Programs-Elect will have voting privileges.
- Section 11 The Director of Ways and Means shall devise and develop methods of supplementing Guild income.
- Section 12 The officers shall appoint, as needed and with the counsel of the President, committees to fulfill their assigned duties.
- Section 13 A Budget Committee, consisting of all members of the Executive Board, shall prepare in May of each year an annual budget, which shall be subject to change prior to ratification in June by the newly elected Executive Board and membership.

ARTICLE IX

NOMINATIONS AND ELECTIONS

- Section 1 A Nominating Committee consisting of five (5) members shall be selected as follows: The President shall appoint a chairman from the Executive Board; the Executive Board shall elect one member from the Executive Board; and the President shall appoint three members from the membership at large.
- Section 2 The Nominating Committee shall prepare a slate of nominees, as required to fill each office on the Executive Board for the ensuing year, to be presented to the Guild at the March membership meetings and printed in the March Newsletter. Members from each group, Day and Evening, shall be represented on the slate. The President shall call for nominations from the floor. All nominees must meet the requirements set forth in Article VII.
- Section 3 All officers shall be elected at the April membership meetings, with installation at the May Joint Annual Meeting, and shall assume their respective duties immediately.

ARTICLE X

MEETINGS

- Section 1 The Guild shall meet once a month. The May meeting shall be designated the Joint Annual Meeting. The Executive Board may designate one additional meeting as a joint meeting.

ARTICLE XI

QUORUM

- Section 1 The members present shall constitute a quorum at the Guild meetings, with Day and Evening members being given the opportunity to vote on issues affecting the Guild.
- Section 2 Seven (7) Board members shall constitute a quorum at the meeting of the Executive Board.

ARTICLE XII

RULES OF ORDER

- Section 1 Roberts Rules of Order Newly Revised shall be the parliamentary authority in all matters of procedure not specifically covered by the Bylaws of the Guild.

ARTICLE XIII

AMENDMENTS

- Section 1 These Bylaws may be amended at a regularly scheduled meeting by a two-thirds vote of the members present and voting. The proposed action shall be mailed with the Newsletter prior to the date on which the vote is scheduled.

ARTICLE XIV

TERMINATION

- Section 1 In the event the Guild is terminated, all assets shall be used to purchase quilts for museums and historical societies, and/or given to charity, as determined by vote of the members.