



Thimbles & Friends Quilt Guild Newsletter

Special Edition April 4, 2017

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From the Chair

Hello all,

This extra newsletter contains proposed changes to the Thimbles & Friends Bylaws. Our current bylaws state that members must receive proposed changes via newsletter a month before the vote. We are planning to discuss and vote on these at the May 6 meeting. We ask that you plan to attend the May meeting and stay for the vote, which will happen before noon on that day. Because the May Tea Party committee is planning a special entrance for us (i.e., do not come before 10:30, but plan to enter then), we are going to have our party first, then hold our meeting. Please plan on staying until 12:00; we need members to stay and participate in the governance of our Guild!

First of all, thanks to Wendy Moore for all the time and effort that she put into the process to get us non-profit status in 2005. As she suspected, laws have changed since then. We now need to register with the State to comply with law. We must submit our application and our bylaws, not to the IRS, but to the Secretary of State of Massachusetts. Being in compliance with state law is our main impetus for changing the bylaws.

Board members consisting of Chair, Vice Chair, Secretary, Treasurer, and Treasurer Assistant wrote Thimbles & Friends bylaws from scratch, not revising the current ones, in the effort to be general, concise, relevant, and internally consistent; therefore we cannot issue a statement as to which specific articles were changed. Instead we are showing you both the old and the new bylaws so that you can compare them.

We looked at the bylaws of Herring Run, Cross Town and Quilters Connection to get a sense of what was needed. All of these quilt guilds fairly recently applied for State non-profit status, despite having been in existence for numbers of years. We are confident that we can do the same. If interested, you can access the Secretary of State's website on the non-profit subject, and the bylaws of the guilds mentioned on their websites

Once we are approved, every time something changes, for example, when officers turn over, we will need to resubmit to the State. So our current proposed changes are to simplify that process, now and in the future. We do not want to have very specific policies in the bylaws because we will have to apply to the state to change them. We are planning a statement of Thimbles & Friends "policies" that will include other items currently in our bylaws. We will discuss policies as an order of business in 2017-2018. The policies will then be approved by vote of the membership and can be changed in the same way. The Board is in the process of drafting these policies.

We realize that you may have comments and concerns about the new bylaws. Please send these to us by email. The above-mentioned Board members will keep a list of these items to be discussed at the May 6 meeting. We have already started that list.

Thank you,
Jeanne

Thimbles & Friends Quilt Guild
By-Laws
September 2005
(FID# 02-1791867)

Article I
Name/Logo

- Section 1** The name of the guild shall be "*Thimbles & Friends Quilt Guild*".
- Section 2** The logo for Thimbles & Friends is a pieced heart & a thimble. Each Guild member will receive a pattern to make a name badge of a pieced heart with a thimble charm.

Article II
Purpose/Mission Statement

- Section 1** "The purpose of the Guild is to meet to exchange quilting ideas, share techniques, and sew together in a friendly group atmosphere."
- Section 2** The annual focus of the guild is some charitable work.

Article III
Membership

- Section 1** Thimbles & Friends is a member of the New England Quilt Museum Auxiliary & support the New England Quilt Museum.
- Section 2** Membership dues are payable at the May meeting each year for the following year.
- Section 3** Membership dues are \$35 per year.
- Section 5** Membership dues are non-refundable and are not pro-rated.
- Section 6** Memberships are non-transferable
- Section 7** Membership will be limited to 40 members. (Amended on 04-01-06 and 09-08-12)
- Section 8** A membership waiting list will be maintained, if it becomes necessary.
- Section 9** Members may bring an occasional guest, but not to every meeting

Section 10 It is expected that members will be *active in their membership*. Attend meetings regularly unless there are extenuating circumstances, and support the activities of the Guild. Guild members reap the benefits of membership through development of relationships, classes and workshops offered and participation in special events, such as retreats, field trips, etc.

Section 11 *The qualifications of active membership are:* members attend a minimum of three (3) guild meetings per year, contribute a charity quilt each year, contribute a small quilt for the quilt show auction each Quilt Show year, participate in the quilt show.

Section 12 A membership list and snow chain will be maintained. For those members on email, an e-mail mailing list will also be maintained.

Article IV Meetings

Section 1 Refreshments for meetings will NOT be provided by the Guild. If members wish to bring light refreshments with them, they are welcome to do so.

Section 2 On occasions where we have an all day workshop, a lunch run to a nearby restaurant might be arranged

Section 3 There is an annual potluck in December for our holiday meeting.

Section 4 Thimbles & Friends meets at the Abington Public Library, normally on the first Saturday of every month from September to May. Meetings will begin promptly at 10:15 a.m. (members are asked not to request that library staff let them into the building prior to 10 a.m.) and meeting will end at 12:30 p.m.

Section 5 Some months the meeting date will be changed to accommodate special activities.

Section 6 The focus of the meetings is to sew together, either on individual or group projects. Periodically, there will be a planned program. We will have scheduled Show & Tell sessions.

Section 7 Monthly meeting programming is handled by individual members of the Guild. Members sign up at the end of the Guild year (May) for specific meetings in the coming year. They are responsible for all arrangements for their program. (Added on 09-08-12)

Article V The Board

Section 1 Executive Board will consist of the following:

- (1) Chair
- (2) Vice-Chair
- (3) Treasurer
- (4) Treasurer Assistant
- (5) Secretary
- (6) Newsletter Editor
- (7) Charity Coordinator (Amended on 09-08-12)
- (8) Membership/Hospitality Coordinator (Amended on 09-08-12)
- (9) Facilities Coordinator.

Article VI

Officers/Duties of Officers

Section 1 Chair & Vice-Chair

- a. The Chair will preside at all Board Meetings as well as the Guild Meetings. If the Chair cannot be present, the Vice-Chair presides.
- b. The Chair is responsible for scheduling Board Meetings for the year. The Vice-Chair becomes Chair in succession.

Section 2 Treasurer & Treasurer Assistant (Amended on 09-08-12)

- a. Treasurer & Treasurer Assistant shall be co-signators on the Guild bank account.
- b. The Treasurer shall have custody of all Guild Funds and be it general collecting, disbursing and accounting officer.
- c. The Treasurer Assistant shall be in charge of collecting annual dues
- d. Treasurer Assistant becomes Treasurer in succession

Section 3 Secretary (Amended on 09-08-12)

- a. The secretary shall perform all necessary correspondence on behalf of the Guild.
- b. Keep notes of the Board and Guild meetings.

Section 4 Programming Coordinator & Programming Assistant

[This section has been removed. See Article IV Section 7 for revised programming responsibilities.]
(Amended 09-08-12)

Section 5 Newsletter Editor

- a. Collects information from all Board Members & Guild members for the newsletter.
- b. Prints, e-mails and distributes same prior to September, December & April meetings.

Section 6 Charity Coordinator (Amended on 09-08-12)

- a. Identifies a charity recipient every year (or oversees committee of guild member(s) to do so)
- b. This includes identifying what type of quilts are needed, how many, arranging for guild purchase & availability of batting
- c. Coordinates annual Charity Workshop day
- d. Arranges for pick up and delivery, etc

Section 7 Facilities Coordinator

- a. Maintains a sign up sheet for set up & clean up of meeting room for each meeting
- b. Contacts those signed up prior to each meeting to remind them of their duties.
- c. Works with the Library staff in setting the guild meeting dates for the coming year each May
- d. Works with the treasurer to procure the guild's annual donation to the library & writes a thank you letter to the library with same
- e. Gets storage room key from Library Staff and is responsible for returning it.

Section 8 Membership/Hospitality Coordinator (Amended on 09-08-12)

- a. Maintains and publishes the membership roster, coordinating with the Treasurer on the payment of

- dues
- b. Keeps an attendance sheet at guild meetings
 - c. Notifies prospective members on the waiting list of openings, sending them the letter of invitation, by-laws, directions for name tag, and guild pin (\$5 charge) upon receipt of membership dues
 - d. Keeps a finger on the well-being of guild members and sends appropriate cards as necessary

Section VII Election of Officers

Section 1 Elections will be held annually, electing a Vice-Chair, Treasury Assistant and Programming Assistant. Each year as the people in those positions move up and become Chair, Treasurer & Program Coordinator, respectively, the next year.

Section 2 In addition, in even numbered years the Secretary & Charity/Hospitality Coordinator will be elected.

Section 3 In odd numbered years, the Newsletter Editor & the Facilities Coordinator will be elected.

Article VIII Quilt Show

Section 1 There will be a bi-annual Quilt Show

Section 2 Each member is expected to fully participate in the show, both by submission of the items for display and by serving on a quilt show committee.

Section 3 All members are required to participate in set up and take down of the show and to provide some type of service during the show itself (white gloving, manning raffle tables, etc.).

Article X Amendments/Revision of By-Laws

Section 1 Suggestions for changes, amendments and/or revisions of these By-Laws may be made to the Board Members for consideration.

Section 2 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 newsletter & submitted to the membership the month before the general meeting.

Section 3 Amendments and/or revisions of these By-Laws require a vote of 2/3 of the membership.

Article XI Dissolution of Organization

Section 1 The membership may vote to dissolve the current Thimble & Friends Quilt Guild, by the 10th day following an affirmative vote to dissolve the Thimble & Friends Quilt Guild.

Section 2 A vote to dissolve the Guild will require a written notice of dissolution sent out to all current members to include the date of the vote. A $\frac{3}{4}$ majority of all those present at the meeting will be required for dissolution.

Section 3 All cash & other assets owned by the Thimble & Friends Quilt Guild will be donated to a Non-profit organization to comply with the NON-Profit status. 50% shall be donated to the New England Quilt Museum and 50% to the Abington Library. This should be reviewed on a yearly basis.

Article XI Non-Profit Status

As of September 2005 we have received official documentation from the IRS that we are a NON-Profit Organization, which makes us Tax Exempt. Our Federal Tax ID number is: **02-1791867**

Section 1 The IRS requires that we keep all checkbook, accounting, receipts for 5 years.

- a. Treasurer shall provide a Profit & Loss statement for the IRS at the end of the calendar year (January 1st to December 31st)
- b. Year end report must be provided to Chair, Secretary and Treasurer and be held in file for 5 years.
- c. Treasurer will compile an accurate accounting record and will keep these records with the use of the "Member Expense/Donation Form" and the "Expense/income Form". The Treasurer will generate a yearly report that states gross income, receipts and distributions. This report will be kept on file in the President's, Secretary's and Treasurer's books. A copy of the Non-Profit Status will be also kept in said books with the originals in a safe place, these notebooks should be made available to members at every meeting.

Original By-Laws adopted on December 3, 2005

Amended on April 1, 2006

(Article III, Section 7 - changed to Increase membership to 35 members)

Amended on September 8, 2012:

Article III, Section 7 – changed to increase membership to 40 members

Article IV, Section 7 - Added

Duties of monthly meeting programming deleted from Article VI, Section 4 and moved here.

Article V, Section 1

(6) Programming Coordinator - deleted

(7) Programming Assistant - deleted

(9) Charity/Hospitality Coordinator - deleted and replaced with two separate Board descriptions

Article VI, Section 2

(c) Removed “maintain membership” and moved to Membership/Hospitality Coordinator

(d) Removed this item and moved to Membership/Hospitality Coordinator

Article VI, Section 3

(b) Add “and Guild”

(c) Removed

(d) Removed

Article VI, Section 4

***Removed Programming Coordinator & Programming Assistant as duties of Officers.
Programming responsibilities moved to Article IV Section 7.***

Article VI, Section 6

Changed to Charity Coordinator only

(e) Removed

Article VI, Section 8 -- Added

Section 8 Membership/Hospitality Coordinator

- a. Maintains and publishes the membership roster, coordinating with the Treasurer on the payment of dues***
- b. Keeps an attendance sheet at guild meetings***
- c. Notifies prospective members on the waiting list of openings, sending them the letter of invitation, by-laws, directions for name tag, and guild pin (\$5 charge) upon receipt of membership dues***
- d. Keeps a finger on the well-being of guild members and sends appropriate cards as necessary***

Proposed By-Laws

Thimbles & Friends Quilt Guild
By-Laws
2017

NAME

The name of the organization is Thimbles & Friends Quilt Guild.

PURPOSE

The purpose of Thimbles & Friends Quilt Guild shall be to encourage and share the art of quilt making.

MEETINGS

Guild meetings shall be held once a month, September to May, at a designated time and location. The first meeting in September shall be the annual meeting. Executive Board meetings will be called by the Chair as necessary.

QUORUM

The members present at any meeting shall constitute a quorum.

DUTIES: THE EXECUTIVE BOARD

The Executive Board shall consist of the Chair, Vice-Chair, Secretary/Clerk, Treasurer, Treasurer's Assistant. The elected terms of office for the Executive Board shall be for two (2) years. The term of office shall begin in June of an election year with transition taking place before the first meeting in September.

The Chair shall preside at all meetings of the Executive Board and general meetings of the Guild.

The Vice-Chair shall assist the Chair and preside at all Executive Board meetings and Guild meetings in the absence of the Chair.

The Secretary/Clerk shall record minutes of Guild and Executive Board meetings. The Secretary/Clerk shall keep on file all minutes, the by-laws, committee reports and amendments thereto. The Secretary/Clerk shall conduct all correspondence under the direction of the Chair. Records shall be archived for a period of five (5) years.

The Treasurer shall have custody of the Guild funds, be its collecting and disbursing officer and shall report regularly at Guild meetings. The Treasurer shall also be responsible for all tax filings on behalf of the Guild. The Guild shall have an internal audit every two (2) years (coinciding with the end of the Treasurer's term). This audit will be performed by two members of the Guild, appointed by the Secretary/Clerk, who are not members of the Executive Board.

A vacancy in the office of the Chair shall be filled by the Vice-Chair for the unexpired term. A vacancy in the office of Treasurer shall be filled by the Treasurer's Assistant. A vacancy in the office of Vice-Chair, Secretary/Clerk, and Assistant Treasurer shall be appointed by the Executive Board for the unexpired term.

STANDING POSITIONS

1. Membership/Hospitality
2. Newsletter Editor(s)
3. Web Master
4. Charity Coordinator(s)
5. Quilt Show Chair(s)
6. Facilities Coordinator(s)